

The Co-operative Bank p.l.c.

21 June 2016

Results of the Annual General Meeting

The Co-operative Bank p.l.c. (the "Bank" or the "Company") announces that at its Annual General Meeting ("AGM") held earlier today, all the resolutions put to shareholders were passed. Resolutions 1 to 16 (inclusive) were passed as ordinary resolutions and resolution 17 was passed as a special resolution. The results of the votes cast on each resolution, on which Computershare, the Company's registrar, acted as scrutineer, are as follows:

Resolution	Total votes for (%)	Total votes against (%)	Votes total (% of issued share capital)	Votes withheld
1 To receive the Company's accounts and the Directors' Report and the Auditor's Report for the year ended 31 December 2015.	351,157,102 (95.84%)	15,230,383 (4.16%)	366,387,485 (81.16%)	0
2 To approve the Directors' Remuneration Report for the financial year ended 31 December 2015.	349,523,023 (95.40%)	16,864,462 (4.60%)	366,387,485 (81.16%)	0
3 To re-approve the Directors' Remuneration Policy and to approve an amendment to the operation of role-based allowances under the Policy.	349,523,023 (95.40%)	16,864,462 (4.60%)	366,387,485 (81.16%)	0
4 To elect Aidan Birkett as a director	351,157,102 (95.84%)	15,230,383 (4.16%)	366,387,485 (81.16%)	0
5 To re-elect Charles Bralver as a director	351,157,102 (95.84%)	15,230,383 (4.16%)	366,387,485 (81.16%)	0
6 To re-elect Laura Carstensen as a director	351,157,102 (95.84%)	15,230,383 (4.16%)	366,387,485 (81.16%)	0
7 To re-elect Maureen Laurie as a director	351,157,102 (95.84%)	15,230,383 (4.16%)	366,387,485 (81.16%)	0
8 To re-elect Derek Weir as a director	351,157,102 (95.84%)	15,230,383 (4.16%)	366,387,485 (81.16%)	0
9 To re-elect John Baines as a director	351,157,102 (95.84%)	15,230,383 (4.16%)	366,387,485 (81.16%)	0
10 To re-elect Dennis Holt as a director	351,157,102 (95.84%)	15,230,383 (4.16%)	366,387,485 (81.16%)	0
11 To re-elect Niall Booker as a director	351,157,102 (95.84%)	15,230,383 (4.16%)	366,387,485 (81.16%)	0
12 To re-elect Richard Coates as a director	351,157,102 (95.84%)	15,230,383 (4.16%)	366,387,485 (81.16%)	0
13 To re-elect William Thomas as a director	351,157,102 (95.84%)	15,230,383 (4.16%)	366,387,485 (81.16%)	0
14 To re-appoint Ernst & Young LLP as auditor of the Company to hold office from the conclusion of this meeting until the conclusion of the next general meeting at which	351,157,102 (95.84%)	15,230,383 (4.16%)	366,387,485 (81.16%)	0

	accounts are laid before the shareholders.				
15	To authorise the directors to determine the auditor's remuneration.	351,157,102 (95.84%)	15,230,383 (4.16%)	366,387,485 (81.16%)	0
16	To authorise the Bank to make political donations and incur political expenditure	351,157,102 (95.84%)	15,230,383 (4.16%)	366,387,485 (81.16%)	0
17	That a general meeting other than an annual general meeting may be called on not less than 14 clear days' notice.	351,157,102 (95.84%)	15,230,383 (4.16%)	366,387,485 (81.16%)	0

As at 6.00pm on 17 June 2016, the time by which shareholders who wanted to attend and vote at the AGM must have been entered on the Bank's register of members, the Bank's issued voting share capital consisted of 451,456,510 ordinary shares, carrying one vote each. A vote withheld is not a vote in law and is not counted in the calculation of the votes for or against a resolution.

Pursuant to UK Listing Rule 9.6.2R, copies of all resolutions, other than those concerning ordinary business, passed at the AGM will be shortly submitted to the National Storage Mechanism and will be available for inspection at <http://www.morningstar.co.uk/uk/NSM>

The full text of the resolutions can be found in the Notice of Annual General Meeting which is available for inspection at <http://www.co-operativebank.co.uk/aboutus/agm>

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About The Co-operative Bank

The Co-operative Bank plc provides a full range of banking products and services to almost 4 million retail and SME (Small and Medium Sized Enterprises) customers. The Bank is committed to values and ethics in line with the principles of the co-operative movement. The Co-operative Bank is authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority. The Co-operative Bank plc customers are protected by the Financial Services Compensation Scheme (FSCS) in the UK.