Cineworld Group plc ("Cineworld" or the "Company")

General Meeting and Annual General Meeting Results - Update Statement

At the Cineworld General Meeting held on 25 January 2021 (the 'January GM'), the resolution to receive and adopt an amended Remuneration Policy (the 'Policy') was approved by 69.3% of votes cast, and the resolution to approve the Cineworld Long-term Incentive Plan 2021 ("2021 LTIP") was approved by 70.2% of votes cast.

In addition, at the Annual General Meeting held on 12 May 2021 (the '2021 AGM'), the resolution to receive and adopt the further-amended Remuneration Policy (the 'Policy') was approved by 73.7% of votes cast, and the resolution to receive and adopt the Remuneration Report in respect of 2020 was approved by 74.3% of votes cast.

Background

Prior to the January GM, an extensive consultation process was conducted in respect of the 2021 LTIP, a plan designed to help Cineworld to confront the challenges presented by Covid-19 by providing suitable Management incentivisation. The consultation process involved shareholders holding close to 60% of Cineworld's shares.

Some consistent themes emerged during the course of this consultation, which helped the Remuneration Committee to develop its thinking in some key areas.

As a result, and after reflection on the themes that had arisen, the Committee decided to make a number of modifications to the original terms of the 2021 LTIP, to take into account the views of shareholders expressed in the consultation meetings.

As mentioned above, approximately 70% of the votes cast in relation to both the Policy and the 2021 LTIP in January were in favour and, although it was acknowledged that not all shareholders agreed with the proposals, the Committee was pleased to see this support.

AGM

Following the January GM, and in the lead up to the Company's AGM, the Chair of the Remuneration Committee again contacted Cineworld's major shareholders, to continue the dialogue on remuneration matters, including the governance-related updates that had been incorporated into the newly proposed Remuneration Policy (due to be voted upon at the AGM), including in respect of pension alignment, shareholding guidelines, holding periods, discretion and malus and clawback.

This additional engagement process indicated that the governance-related updates were positively noted, but that some shareholders still did not feel able to support the Remuneration Policy and Report, primarily due to the inclusion of the 2021 LTIP within these documents.

Following this outcome, the Remuneration Committee will continue to consult with shareholders on remuneration matters, and a final update will be included in the 2021 Annual Report. The Committee would like to thank shareholders that took part in the Company's recent engagement processes, and for the feedback and insights that were shared as part of the consultation.