

## Hammerson plc (the “Company”)

### 2023 AGM – Voting Results Update Statement

In accordance with Provision 4 of the UK Corporate Governance Code (the “Code”), the Company provides this update on engagement with shareholders following the Annual General Meeting held on 4 May 2023 (the “AGM”). Reference is also made to the Company’s announcement of the results of the AGM released on 4 May 2023, which sets out further relevant information.

The Board was pleased that Resolution 2 (Directors’ Remuneration Report), Resolution 3 (Directors’ Remuneration Policy), Resolutions 4, 5 and 9 (Re-election of Directors) and Resolution 14 (Allotment of Shares) were passed at the AGM with clear majorities but noted the level of votes against these resolutions. Resolutions 15 and 16 (Disapplication of Pre-emption Rights) were supported by a clear majority of shareholders but, as special resolutions, did not receive the 75% of votes in favour necessary to pass. The two shareholder requisitioned resolutions, Resolutions 18 and 19, were not passed but more than 20% of votes were cast against the Board’s recommendation. The voting outcomes principally reflected votes cast against the Board’s recommendation on these resolutions by a group of shareholders connected with Lighthouse Properties plc (“Lighthouse”). Since the AGM, in accordance with the Code, the Board has continued its engagement with relevant shareholders, including Lighthouse, to discuss the voting outcome on these resolutions.

#### Resolutions 2 and 3

Resolutions 2 and 3 related, respectively, to the 2022 Remuneration Report (the “Report”) and the Directors’ Remuneration Policy (the “Policy”). Both resolutions were passed by a clear majority of shareholders at the AGM with votes in favour of 61.01% and 60.67%, and the Policy has been implemented for 2023. The approach to the Report and the Policy followed active and significant engagement in advance of the AGM with around 60% of the share register and proxy adviser firms. As explained in the Report, this engagement demonstrated that there were differing perspectives among shareholders on elements of the Policy, including the use of a Restricted Stock Plan rather than a traditional LTIP. In light of the feedback received, the Remuneration Committee (the “Committee”) committed to continue to engage with shareholders on the future development of the Policy.

Since the AGM, the Committee has sought further engagement on remuneration matters with a number of the Company’s largest shareholders who together represent around 60% of the share register. This engagement has been with shareholders who did support the Report and Policy at the AGM and Lighthouse, who did not. Specifically, Lighthouse has provided information on the reasons why it was unable to support the Policy, including in relation to its structure and implementation. The Committee will continue to consider different shareholder viewpoints. It is committed to ensuring that the Policy reflects the evolution of Hammerson’s business and that it supports the development of the strategy agreed by the Board and remains aligned to all stakeholder interests.

#### Resolutions 4, 5 and 9

These resolutions concerned the re-appointment of certain non-executive directors. They received, respectively, 62.32%, 62.65% and 61.18% of votes in favour and were passed at the AGM. The votes cast against principally reflected Lighthouse’s stated intention in the Notice of AGM published on 3 April 2023 (the “Notice”) to vote against at least two of the Company’s non-executive directors. Since the AGM, the Board has engaged further with Lighthouse and understands that its votes reflected,

among other things, the issues raised in its statement in the Notice, its views on director suitability and dissatisfaction with the Policy. The Board continues to believe that the relevant directors perform effectively and make a valuable contribution to the Company's long-term sustainable success. This is supported by the external Board effectiveness review conducted in 2022, which concluded that the Board is effective and demonstrates many strengths, with all directors participating in and contributing to discussions.

#### Resolutions 14, 15 and 16

These resolutions sought authority to allot shares and disapply statutory pre-emption rights in line with UK institutional shareholder guidance, prevailing market practice for UK listed companies and at a level approved by shareholders at previous AGMs. Resolution 14 was passed at the AGM. Whilst a clear majority of shareholders voted in favour of Resolutions 15 and 16, this was below the 75% majority required for special resolutions. The Company has engaged with shareholders who voted against the resolutions and understands that these votes reflected, among other things, the voting policy of certain overseas institutional investors and the potential for dilution especially in the absence of a specific transaction for which the authority would be used. The Board will consider these issues further in advance of the Company's AGM in 2024.

#### Resolutions 18 and 19

Whilst the two shareholder requisitioned resolutions were not passed by shareholders, more than 20% of votes were cast against the Board's recommendation. Further information on the reasons for the shareholder requisition was set out in the Notice.

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The Board would like to thank shareholders who have taken part in the engagement process since the AGM and for the insight this has provided. As explained immediately following the AGM, the Board remains mindful of its responsibilities as custodians of the business and to the broader stakeholders of the Company. It continues to recognise the importance of ongoing engagement with all shareholders and looks forward to further dialogue. In accordance with the Code, a final summary will be provided in the Company's 2023 Annual Report.

3 November 2023