



## NewRiver REIT plc

("NewRiver" or the "Company")

### Resolutions passed at the General Meeting

The Directors of NewRiver are pleased to announce that at its General Meeting held on Tuesday 4 July 2017, all of the proposed resolutions, as set out in the Notice of General Meeting despatched to shareholders on 16 June 2017, were passed on a poll. The number of shares voted on the poll are as set out below:

	Resolution	Votes for	%	Votes against	%	Total shares for & against	% of total voting rights*	Votes withheld**
	<b>Ordinary Resolutions</b>							
1	That the Directors be authorised pursuant to section 551 of the Act to allot the New Ordinary Shares in connection with the Capital Raising	192,930,466	99.04	1,865,067	0.96	194,795,533	83.19	941,193
2	That the related party transaction with Invesco Limited be approved for the purposes of Chapter 11 of the Listing Rules	159,955,277	98.84	1,878,067	1.16	161,833,344	69.11	33,903,382**
3	That the Directors be authorised pursuant to section 570 of the Act to allot the New Ordinary Shares in connection with the Capital Raising as if section 561 of the Act did not apply	191,481,986	98.30	3,313,547	1.70	194,795,533	83.19	941,193

#### Notes:

\* As at the date of the General Meeting, the total number of shares with voting rights in the Company was 234,168,714. This excluded 4,419,822 shares in the Employee Benefit Trust.

\*\* A "vote withheld" is not a vote in law and cannot be counted in the calculation of the votes for and against a resolution. In connection with Resolution 2, Invesco Limited and its affiliates (as defined in the Listing Rules) did not exercise, or procure the exercise of the votes attaching to the shares managed by them on the basis that the resolution related to a related party transaction involving Invesco Limited.

Application has been made to the UKLA for the 67,164,179 New Ordinary Shares to be admitted to the premium segment of the Official List and to the London Stock Exchange for the New Ordinary Shares to be admitted to trading on the London Stock Exchange's main market for listed securities. It is expected that Admission will become effective and that dealings in the New Ordinary Shares will commence at 8:00 a.m. on 6 July 2017.

The New Ordinary Shares to be issued pursuant to the Capital Raising will not be entitled to receive the Special Dividend of 3 pence per Ordinary Share in respect of the financial year ended 31 March 2017 or the First Quarterly Dividend of 5.25 pence per Ordinary Share in respect of the first quarter of the financial year ending 31 March 2018.

Both the Special Dividend and the First Quarterly Dividend were announced on 16 May 2017 and will be paid as a Property Income Distribution on 4 August 2017 to NewRiver REIT Shareholders on the register on 16 June 2017. The New Ordinary Shares will rank *pari passu* in all other respects with the Ordinary Shares currently in issue.

This announcement should be read in conjunction with the full text of the prospectus published by NewRiver and sent to Shareholders on 16 June 2017 (the 'Prospectus'), copies of which are available on the Company's website at [www.nrr.co.uk](http://www.nrr.co.uk). Capitalised terms in this announcement have the same meaning as in the Prospectus.

The persons responsible for arranging for the release of this announcement on behalf of the Company are the Directors.

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#### **About NewRiver**

NewRiver REIT plc (ticker: NRR) is a premium listed REIT on the London Stock Exchange and a constituent of the FTSE 250 and EPRA indices. The Company is a specialist real estate investor, asset manager and developer focused solely on the UK retail and leisure sector.

Founded in 2009, NewRiver is one of the UK's largest owner/managers of convenience-led shopping centres with assets under management of £1.3 billion principally comprising 33 UK wide shopping centres together with further nationwide retail and leisure assets. The portfolio totals over 8 million sq. ft. with over 2,000 occupiers, an annual footfall of 150 million and a retail occupancy rate of 97 per cent.

Visit [www.nrr.co.uk](http://www.nrr.co.uk) for further information.

#### **For further information:**

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