

15 January 2015

GAME Digital plc

Voting results of Annual General Meeting held on 15 January 2015

GAME Digital plc (the “**Company**”), the specialist video games retailer, is pleased to announce that all of the resolutions proposed at its annual general meeting (the “**AGM**”) held at 11.00 am at Unity House, Telford Road, Basingstoke, RG21 6YJ on 15 January 2015 were successfully passed. All resolutions, save for resolution 15(A), were voted on by means of a poll. Resolution 15(A) was voted on by a show of hands. Unless otherwise stated, all terms not defined in this announcement shall have the same meaning as in the notice of AGM sent to shareholders on 10 December 2014 (the “**Notice**”).

Resolution 15(A) was proposed at the meeting in order to amend resolution 15 to reflect the current interests of Duodi and the other members of the Concert Party in the Company, in line with the update letter sent to shareholders and notified to the market on 9 January 2015. Duodi has informed the Company that, as at the close of business on 14 January 2015 (being the latest practicable date prior to the date of the AGM), Duodi was interested in 80,835,177 Ordinary Shares (representing approximately 47.6 per cent of the total voting rights in the Company). In addition, David Hamid was interested in 1,206,012 Ordinary Shares (representing approximately 0.7 per cent of the total voting rights in the Company) as at the close of business on 14 January 2015. As a result, the members of the Concert Party were, in aggregate, interested in 82,041,189 Ordinary Shares (representing approximately 48.3 per cent of the total voting rights in the Company) as at the close of business on 14 January 2015. No member of the Concert Party voted on resolution 15(A).

There are 170,000,000 Ordinary Shares with voting rights in issue. No Ordinary Shares are held in treasury.

The voting results below show the total of all the votes cast on a poll and, separately, the results of the poll in relation to resolutions 7, 8 and 9, showing only the votes casts by Independent Shareholders (as that term is defined in the Listing Rules published by the Financial Conduct Authority).

The poll results will also be posted on the Company's website.

	Resolution	VOTES FOR	%	VOTES AGAINST	%	TOTAL VOTES CAST (EXCLUDING VOTES WITHHELD)	% OF ISSUED SHARE CAPITAL VOTED	VOTES WITHHELD
1	Company's annual report and accounts	150,817,152	100	0	0.00	150,817,152	88.72	65,352
2	Directors' remuneration report	150,803,102	99.97	41,209	0.03	150,844,311	88.73	38,193
3	Directors' remuneration policy	150,810,311	99.98	34,000	0.02	150,844,311	88.73	38,193
4	Elect David Hamid	150,578,193	99.82	266,118	0.18	150,844,311	88.73	38,193
5	Elect Martyn Gibbs	150,837,102	100.00	7,209	0.00	150,844,311	88.73	38,193
6	Elect Benedict Smith	150,837,102	100.00	7,209	0.00	150,844,311	88.73	38,193
7	Elect John Jackson	150,804,334	99.97	39,977	0.03	150,844,311	88.73	38,193
8	Elect Lesley Watkins	150,804,334	99.97	39,977	0.03	150,844,311	88.73	38,193
9	Elect Caspar Woolley	150,804,334	99.97	39,977	0.03	150,844,311	88.73	38,193
10	Elect Franck Tuil	150,837,102	100.00	7,209	0.00	150,844,311	88.73	38,193

11	Re-appoint the Auditor	150,550,806	99.81	293,505	0.19	150,844,311	88.73	38,193
12	Auditor's Remuneration	150,516,806	99.78	327,505	0.22	150,844,311	88.73	38,193
13	Authority to allot shares	150,822,666	99.99	21,645	0.01	150,844,311	88.73	38,193
14	Authority to make political donations	150,832,646	99.99	11,665	0.01	150,844,311	88.73	38,193
15*	Whitewash resolution in relation to the Concert Party (as amended by resolution 15(A))	57,000,427	83.05	11,631,194	16.95	68,631,621	40.37	82,250,882
16**	Power to disapply pre-emption rights	150,837,102	100.00	7,209	0.00	150,844,311	88.73	38,193
17**	Authority to make market purchases	150,670,136	99.88	174,175	0.12	150,844,311	88.73	38,193
18**	Notice of general meetings	150,284,871	99.63	559,440	0.37	150,844,311	88.73	38,193

\* As required by the Code, no member of the Concert Party voted its interest in any Ordinary Shares held by them in relation to resolution 15.

\*\* Passed as special resolutions.

In accordance with Listing Rule 9.6.2, a copy of resolutions 15 (as amended by resolution 15(A)), being a resolution which does not constitute ordinary business, has been submitted to the National Storage Mechanism and will shortly be available for inspection at [www.morningstar.co.uk/uk/nsm](http://www.morningstar.co.uk/uk/nsm).

Votes of Independent Shareholders (as that term is defined in the Listing Rules published by the Financial Conduct Authority) on the resolutions concerning the election of the independent non-executive directors								
	Resolution	VOTES FOR	%	VOTES AGAINST	%	TOTAL VOTES CAST (EXCLUDING VOTES WITHHELD)	% OF ISSUED SHARE CAPITAL VOTED	VOTES WITHHELD
7	Elect John Jackson	68,591,645	99.94	39,977	0.06	68,631,622	78.18	38,193
8	Elect Lesley Watkins	68,591,645	99.94	39,977	0.06	68,631,622	78.18	38,193
9	Elect Caspar Woolley	68,591,645	99.94	39,977	0.06	68,631,622	78.18	38,193

Following the passing of resolutions 15(A) and 15, and assuming (i) the repurchase of 17,000,000 Ordinary Shares pursuant to the Buyback Authority, (ii) no participation or other sales of interests in Ordinary Shares by any member of the Concert Party in connection with any share repurchases or otherwise and (iii) no other change in the Company's issued share capital, the Concert Party's maximum potential interest in the Ordinary Shares would be 53.6 per cent. The breakdown of the maximum holdings of each member of the Concert Party in this scenario would be as follows:

	Current		Following full exercise of Buyback Authority and using assumptions above	
	Number of Ordinary Shares	Interest in Ordinary Shares as % of total voting rights	Number of Ordinary Shares	Interest in Ordinary Shares as % of total voting rights
Duodi	80,835,177	47.6%	80,835,177	52.8%
David Hamid	1,206,012	0.7%	1,206,012	0.8%
<b>Total Concert Party</b>	<b>82,041,189</b>	<b>48.3%</b>	<b>82,041,189</b>	<b>53.6%</b>
<b>Total Company</b>	<b>170,000,000</b>		<b>153,000,000</b>	

Notes:

1. Any proxy appointments which gave discretion to the Independent Director (as that term is defined in the proxy card accompanying the Notice) have been included in the 'For' total.
2. For the purposes of section 341 of the Companies Act 2006, the total votes cast amounted to 150,844,311 representing 88.73 per cent of the issued share capital.
3. The total number of Ordinary Shares held by shareholders other than the members of the Concert Party as at the close of business on 14 January 2015 was 82,041,189.
4. A vote withheld is not a vote in law and is not counted in the calculation of the votes for or against a resolution.

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15 January 2015