

## Close Brothers Group plc

### Results of 2010 Annual General Meeting

The Chairman welcomed shareholders, introduced the Board of Directors, proposed that the Notice of Meeting be taken as read, reviewed performance in the financial year 2009-2010 referring to the proposed final dividend and then presented the highlights of the first quarter Interim Management Statement released today.

The Chairman then conducted the formal business of the meeting, the voting on all resolutions being on a show of hands. All resolutions were passed by the requisite majority.

The following proxy votes were cast in respect of the AGM resolutions:

	Ordinary Resolutions	In Favour		Chairman's Discretion		Against		Votes Withheld
		Votes cast	%	Votes cast	%	Votes cast	%	
1.	To receive the 2010 Annual Report and Accounts	113,674,614	99.05	19,556	0.02	1,071,512	0.93	60,307
2.	To approve the Directors' Remuneration Report for the financial year ended 31 July 2010	105,252,393	95.90	19,843	0.02	4,473,859	4.08	5,079,893
3.	To authorise the payment of a final dividend on the ordinary shares of 25.5p per share for the year ended 31 July 2010	114,593,936	99.97	20,442	0.02	1,727	0.01	209,885
4.	To re-elect Strone Macpherson as a director	113,862,358	99.22	19,456	0.02	873,643	0.76	70,533
5.	To re-elect Preben Prebensen as a director	113,803,334	99.16	19,943	0.02	940,915	0.82	61,798
6.	To re-elect Stephen Hodges as a director	113,802,005	99.16	19,943	0.02	941,715	0.82	62,327
7.	To re-elect Jonathan Howell as a director	113,790,845	99.16	20,743	0.02	940,915	0.82	73,487
8.	To re-elect Bruce Carnegie-Brown as a director	113,914,833	99.26	19,156	0.02	827,040	0.72	64,961
9.	To re-elect Jamie Cayzer-Colvin as a director	110,052,280	99.96	22,043	0.02	4,612,960	4.02	138,705
10.	To re-elect Ray Greenshields as a director	113,918,880	99.27	27,269	0.02	817,272	0.71	62,569
11.	To re-elect Douglas Paterson as a director	113,912,023	99.26	26,182	0.02	825,216	0.72	62,569
12.	To reappoint Deloitte LLP as auditors	113,856,530	99.91	24,160	0.02	82,053	0.07	863,246
13.	To authorise the directors to determine the remuneration of the auditors	114,572,708	99.83	25,160	0.02	166,975	0.15	61,147
14.	To authorise the Board to allot shares and to grant rights to subscribe for or convert any security into shares (within prescribed limits)	114,003,185	98.48	22,616	0.02	576,069	0.50	224,120
	<b>Special Resolutions</b>							
15.	That, if resolution 14 is passed, pre-emption rights are disapplied in relation to allotments of equity securities (within prescribed limits)	114,696,576	99.95	22,141	0.02	39,035	0.03	68,238

16.	That the Company be generally and unconditionally authorised to make market purchases of its own shares (within prescribed limits)	114,715,275	99.96	24,046	0.02	24,108	0.02	62,561
17.	That a general meeting except an AGM may be called on not less than 14 clear days' notice	112,402,387	97.94	24,616	0.02	2,335,447	2.04	63,540

NOTES:

1. The 'vote withheld' option was provided to enable shareholders to refrain from voting on any particular resolution. A "vote withheld" is not a vote in law and has not been counted in the calculation of the proportion of the vote 'For' and 'Against' a resolution.
2. At the date of the AGM the issued share capital of the Company is 144,890,251 ordinary shares (excluding 4,777,072 treasury shares).