

## Results of Annual General Meeting

Close Brothers Group plc advises that all the resolutions proposed at its Annual General Meeting held today were unanimously passed on a show of hands. Resolutions 8, 9 and 10 concerned special business and so are reported in accordance with Listing Rule 9.6.18.

The following proxy votes were cast:-

	Ordinary resolutions	In Favour		Chairman's Discretion		Against		Vote Withheld
		Votes cast	%	Votes cast	%	Votes cast	%	
1.	To receive and adopt the directors' report and financial statements.	97,459,215	99.75	56,247	0.06	192,202	0.19	176,668
2.	To approve the directors' remuneration report.	88,279,009	96.63	56,433	0.06	3,025,578	3.31	6,523,311
3.	To declare a final dividend.	97,651,591	99.94	56,373	0.06	-	-	176,368
4.	To declare a special dividend.	96,910,207	99.94	56,798	0.05	35	0.01	917,292
5.	(a) To re-elect Mr. R.D. Kent as a director of the company.	81,522,341	94.62	57,413	0.07	4,574,491	5.31	11,730,086
	(b) To re-elect Mr. D.G.J. Paterson as a director of the company.	96,563,111	98.84	57,413	0.06	1,075,666	1.10	188,142
	(c) To re-elect Mr. D.C. Pusinelli as a director of the company.	96,572,995	98.84	57,413	0.06	1,075,634	1.10	178,290
6.	To re-appoint the auditors.	96,593,069	99.87	56,473	0.06	66,804	0.07	1,167,985
7.	To authorise the directors of the company to determine the auditors' remuneration.	96,770,366	99.80	126,274	0.13	69,784	0.07	917,908
	Special resolution							
8.	To authorise the company to make market purchases as specified in the notice of Annual General Meeting.	96,892,859	99.93	58,467	0.06	8,798	0.01	924,208
	Ordinary resolution							
9.	To renew the authority conferred by Article 7.1 of the Articles of Association and that the section 80 amount be £12,277,000.	96,761,001	99.81	57,543	0.06	127,960	0.13	937,828
	Special resolution							
10.	To renew the power conferred by Article 7.2 of the Articles of Association and that the section 89 amount be £1,841,000.	96,874,811	99.93	58,213	0.06	14,096	0.01	937,212

### NOTES:

- The 'vote withheld' option was provided to enable shareholders to instruct their proxy not to vote on any particular resolution, however it should be noted that a vote withheld in this way is not a 'vote' in law and therefore was not included in the calculation of the proportion of the vote 'In Favour' and 'Against' a resolution.
- The current issued share capital of the company is 148,375,068.

In accordance with Listing Rule 9.6.3(1) two copies of resolutions 8, 9 and 10 have been submitted to the UK Listing Authority and will shortly be available for inspection at the UK Listing Authority's Document Viewing Facility, which is situated at:

Financial Services Authority  
25 The North Colonnade  
Canary Wharf  
London E14 5HS

Tel 020 7066 1000