

## Results of Annual General Meeting

Close Brothers Group plc advises that all the resolutions proposed at its Annual General Meeting held today were duly passed on a show of hands. Resolutions 7, 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		Votes Withheld
		Votes cast	%	Votes cast	%	Votes cast	%	
1.	To receive and adopt the directors' report and financial statements.	99,198,210	99.80	29,791	0.03	171,804	0.17	126,467
2.	To approve the directors' remuneration report.	88,281,991	90.08	27,799	0.03	9,694,259	9.89	1,522,222
3.	To declare a final dividend.	99,472,011	99.96	31,528	0.03	3,500	0.01	19,233
4.	(a) To re-elect Bruce Carnegie-Brown as a director of the company.	97,333,134	98.70	30,573	0.03	1,256,747	1.27	905,818
	(b) To re-elect Jamie Cayzer-Colvin as a director of the company.	96,880,933	97.37	33,269	0.03	2,589,592	2.60	22,478
	(c) To re-elect Jonathan Howell as a director of the company.	97,731,035	98.22	34,273	0.03	1,738,486	1.75	22,478
	(d) To re-elect Colin Keogh as a director of the company.	97,508,115	97.99	35,373	0.04	1,956,946	1.97	25,838
5.	To re-appoint the auditors.	99,302,469	99.80	29,903	0.03	172,489	0.17	21,411
6.	To authorise the directors of the company to agree the auditors' remuneration.	99,081,980	99.58	250,811	0.25	172,508	0.17	20,973
	Special resolution							
7.	To authorise the company to make market purchases as specified in the notice of Annual General Meeting.	99,395,169	99.89	30,980	0.03	75,316	0.08	24,807
	Ordinary resolution							
8.	To renew the authority conferred by Article 7.1 of the Articles of Association and that the section 80 amount be £12,000,000.	99,365,056	99.87	31,903	0.03	103,493	0.10	25,820
	Special resolution							
9.	To renew the power conferred by Article 7.2 of the Articles of Association and that the section 89 amount be £1,800,000.	99,451,236	99.96	32,221	0.03	14,899	0.01	27,888
	Special resolution							
10.	To adopt new Articles of Association.	99,192,720	99.85	33,303	0.03	115,096	0.12	185,153

### 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 143,942,238 ordinary shares (excluding 5,530,928 treasury shares).