

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 7, 8 and 9 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.	92,611,563	98.9	727,511	0.8	341,158	0.3	1,450,950
2.	To approve the directors' remuneration report.	90,504,329	96.2	728,236	0.8	2,849,384	3.0	1,049,233
3.	To declare a final dividend.	94,403,771	99.2	727,411	0.8	-	-	-
4.	(a) To re-elect Mr. P.N. Buckley as a director of the company.	75,704,841	89.8	734,767	0.9	7,812,183	9.3	10,879,391
	(b) To re-elect Mr. R.D. Kent as a director of the company.	89,400,604	96.3	729,111	0.8	2,674,265	2.9	2,327,202
	(c) To re-elect Mr. C.D. Keogh as a director of the company.	94,204,484	99.0	729,111	0.8	195,327	0.2	2,260
	(d) To re-elect Mr. M.A. Hines as a director of the company.	94,204,944	99.0	729,111	0.8	194,300	0.2	2,827
5.	To re-appoint the auditors.	93,382,851	98.8	733,557	0.8	343,408	0.4	671,366
6.	To authorise the directors of the company to determine the auditors' remuneration.	94,293,839	99.1	749,817	0.8	87,026	0.1	500
	Special resolution							
7.	To authorise the company to make market purchases as specified in the Notice of Annual General Meeting.	94,308,409	99.1	729,421	0.8	79,962	0.1	13,390
	Ordinary resolution							
8.	To renew the authority conferred by Article 7.1 of the Articles of Association and that the section 80 amount be £12,056,000.	94,328,200	99.2	770,944	0.8	12,128	-	19,910
	Special resolution							
9.	To renew the power conferred by Article 7.2 of the Articles of Association and that the section 89 amount be £1,808,000.	94,372,479	99.2	729,421	0.8	9,372	-	19,910

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 'For' and 'Against' a resolution.
- The current issued share capital of the company is 145,225,259.

In accordance with Listing Rule 9.6.3(1) two copies of resolutions 7,8 and 9 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