

8 August 2011

**Melrose PLC**  
**("Melrose" or the "Company")**

**Result of General Meeting**

Melrose is pleased to announce that a special resolution in connection with the proposed return of capital was passed by shareholders at a general meeting held today at 10.00am. Accordingly, the Company will issue 497,586,779 C shares of 75 pence each to shareholders on the register at 6.00 p.m. today to implement the return of capital of approximately £373.2 million. Further details of the resolution are set out in the circular to shareholders published on 22 July 2011.

The share capital consolidation, approved as part of the resolution, will take effect at 6.15 p.m. today, when shareholders will receive 11 new ordinary shares for every 14 existing ordinary shares that they hold. Applications have been made to the UK Listing Authority for the amendment to the Official List, and to the London Stock Exchange for the amendment to trading. Following the amendment, 390,961,043 new ordinary shares of 14/55 pence each will be admitted to the Official List and to trading on the Main Market of the London Stock Exchange. It is expected that the amendment will take place at 8.00 a.m. tomorrow, 9 August 2011. The latest time and date for dealings in existing ordinary shares is 4.30 p.m. today, 8 August 2011.

The proxy votes received for and against the resolution were as follows:

Resolution	For*	% of votes cast	Against	% of votes cast	Total % of issued capital voted**	Withheld***
To approve the proposed Return of Capital as described in the Circular.	361,817,596	99.98%	59,497	0.02%	72.73%	28,734

\* Includes discretionary votes

\*\* Includes votes withheld

\*\*\* A 'Vote Withheld' is not a vote in law and is not counted towards the proportion of votes 'For' or 'Against' a resolution

In accordance with the Company's obligations under Listing Rule 9.6.2, copies of the resolution have been submitted to the National Storage Mechanism and will shortly be available for viewing at [www.hemscott.com/nsm.do](http://www.hemscott.com/nsm.do).

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