



20 February 2015

MELROSE INDUSTRIES PLC (“MELROSE” or the “COMPANY”)

Results of General Meeting Proxy Voting

Details of proxy votes received prior to the meeting are shown below:

Special Resolution	Votes ‘For’	% of Votes Cast ‘For’	Votes ‘Against’	% of Votes Cast ‘Against’	Total Issued Share Capital Voted	Total % of Issued Share Capital Voted	Votes Withheld
To approve the proposed Return of Capital and associated Share Capital Consolidation as described in the Circular published on 3 February 2015	780,927,044	99.98%	133,890	0.02%	781,362,240	72.90%	301,306

Notes:

- (i) Where shareholders appointed the Chairman as their proxy with discretion as to voting, their votes were cast in favour of the resolution and their shares have been included within the votes ‘FOR’ column.
- (ii) A vote ‘WITHHELD’ is not a vote in law and is not counted in the calculation of percentages of the votes cast against a resolution.
- (iii) Prior to the meeting there were 1,071,761,348 ordinary shares of 13/110p in issue.