



7 February 2014

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 21 January 2014	947,578,954	99.99%	80,510	0.01%	950,415,129	75.04%	2,755,665

Notes:

- (i) Where shareholders appointed the Chairman as their proxy with discretion as to voting, their votes were cast in favour of the resolutions 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 1,266,627,036 ordinary shares of 0.1p in issue