

Melrose PLC
Result of Court Meeting and General Meeting
Final poll and proxy voting figures – 5 November 2012

COURT MEETING:

Earlier today Melrose announced that its proposed Scheme of Arrangement had been approved by the requisite majority of shareholders at a Court Meeting held this morning. Voting was carried out via a Poll at the meeting and details of the result is shown below (which includes proxy votes received prior to the meeting):

	Votes FOR	% of votes cast FOR	Votes AGAINST	% of votes cast AGAINST	Total % of issued capital voted
To approve the Scheme of Arrangement	991,081,614	99.99%	60,157	0.01%	78.25%

GENERAL MEETING:

Following the successful outcome of the Court Meeting this morning a General Meeting was held at which the two special resolutions were approved via a show of hands. Details of proxy votes received prior to the meeting for each of the resolutions are shown below:

	Votes FOR*	% of votes cast FOR	Votes AGAINST	% of votes cast AGAINST	Total % of issued capital voted**	Votes Withheld***
1 - To implement the Scheme of Arrangement	971,940,770	99.99%	62,729	0.01%	77.00%	3,237,644
2 – To approve the New Melrose Reduction of Capital	971,937,302	99.99%	56,461	0.01%	77.00%	3,247,380

* 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

Based on an Ordinary Share capital of 1,266,627,036 Ordinary Shares of 14/55p in Melrose PLC.