

**Melrose PLC**  
**Result of General Meeting Proxy Voting**  
**11 April 2012**

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

<b>Special Resolutions</b>	<b>Votes FOR*</b>	<b>% of votes cast FOR</b>	<b>Votes AGAINST</b>	<b>% of votes cast AGAINST</b>	<b>Total % of issued capital voted**</b>	<b>Votes Withheld***</b>
<b>1 -To approve the early crystallisation of Existing Incentive Shares.</b>	248,877,647	85.59%	41,892,788	14.41%	80.62%	24,429,166
<b>2 – To amend the Company’s articles of association.</b>	241,064,536	77.95%	68,197,531	22.05%	80.62%	5,937,534
<b>3 – To authorise the Directors to grant options over and allot the 2012 Incentive Shares.</b>	241,446,063	78.14%	67,543,041	21.86%	80.62%	6,210,497

\* 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.

There are currently 390,961,043 Ordinary Shares of 14/55p in Melrose PLC in issue.