CPPGROUP Plc

AGM Resolutions

17 June 2014

CPP held its Annual General Meeting for shareholders on 16 June 2014 and confirms that all resolutions proposed and set out in the Notice of Meeting were duly passed. Details of the proxy votes cast for each resolution are available in the table below.

Resolution		In Favour	Against	Withheld
1	To receive and consider the report of the Directors and the Auditor's Report and the Financial Statements for the year ended 31 December 2013	5,776,397	0	118,662,289
2	To approve the Directors' Remuneration Report, other than the part containing the Directors' Remuneration Policy, in the form set out in the Company's Annual Report & Accounts for the year ended 31 December 2013	5,773,562	2,835	118,662,289
3	To approve the Directors' Remuneration Policy in the form set out in the Directors' Remuneration Report in the Company's Annual Report & Accounts for the year ended 31 December 2013	5,764,472	2,835	118,671,379
4	To elect Brent Escott as a Director of the Company	5,775,397	0	118,663,289
5	To elect Craig Parsons as a Director of the Company	102,107,186	0	22,331,500
6	To elect Shaun Astley-Stone as a Director of the Company	5,775,397	0	118,663,289
7	To elect Ruth Evans as a Director of the Company	5,775,397	0	118,663,289
8	To re-appoint Deloitte LLP as Auditor of the Company	5,772,406	3,991	118,662,289
9	To authorise the Directors to set the auditor's Remuneration	5,772,406	2,991	118,643,333
10	To give the Company authority to make political donations for the purposes of sections 366 and 367 of the Companies Act 2006	5,251,995	8,826	119,177,865
11	To give the Directors authority to allot shares pursuant to section 551 of the Companies Act 2006	5,776,397	0	118,662,289
12	To authorise the Directors to disapply pre-emption rights pursuant to section 571 of the Companies Act 2006	5,773,406	2,991	118,662,289
13	To authorise the Company to make market purchases of ordinary shares pursuant to section 701 of the Companies Act 2006	5,257,830	2,991	119,177,865
14	To authorise a general meeting other than an Annual General Meeting to be held on not less than 14 clear days' notice	5,774,562	1,835	118,662,289