

Candover Investments plc – Proxies

Annual General Meeting of Candover Investments plc

Held at 12 pm on Thursday 20 May 2010

at Founders' Hall, 1 Cloth Fair, London EC1A 7HT

Valid proxies have been received in respect of a total of 10,122,655 ordinary shares.

The number of votes for and against the resolutions to be proposed at the AGM, and the number of votes withheld, are as follows:

<u>Resolution</u>	<u>For</u>	<u>%</u>	<u>Discretion</u>	<u>%</u>	<u>Against</u>	<u>%</u>	<u>Withheld</u>
1. To receive audited financial statements for the year ended 31 December 2009	9,984,570	99.91	8,913	0.09	0	0.00	129,172
2. To approve directors' remuneration report	9,627,022	98.09	9,363	0.10	177,585	1.81	308,685
3. To re-elect Mr Gerry Grimstone	10,111,017	99.88	8,913	0.09	2,725	0.03	0
4. To elect Mr Malcolm Fallen	10,113,492	99.90	8,913	0.09	250	0.01	0
5. To re-appoint auditor	10,113,642	99.90	8,913	0.09	100	0.01	0
6. To authorise directors to agree auditor remuneration	10,113,642	99.90	8,913	0.09	100	0.01	0
7. To grant authority to allot	9,091,727	99.87	9,256	0.10	2,539	0.03	1,019,133
8. To disapply pre-emption rights	10,109,321	99.87	9,017	0.09	3,974	0.04	343
9. To authorise share buy-back	10,111,403	99.89	8,913	0.09	2,339	0.02	0
10. To approve notice period for general meetings	10,027,136	99.05	8,913	0.09	86,606	0.86	0
11. To adopt amended articles of association	10,111,060	99.89	8,913	0.09	2,339	0.02	343