

Results of Annual General Meeting - 2012

Macfarlane Group PLC confirms that shareholders passed all resolutions proposed at the Annual General Meeting held yesterday.

The resolutions were as set out on the notice of meeting, as filed with the National Storage Mechanism (www.morningstar.co.uk/uk/NSM) and also available on the company's website, www.macfarlanegroup.net.

Total number of shares in issue: 115,019,000. Proxy appointments were received from shareholders of 32,519,494 shares (including votes withheld) amounting to 28.27% of the issued share capital.

All resolutions were passed on a show of hands and the following levels of proxy appointments were received up to 2 working days before the time of the meeting:

Resolution	For/ Discretion (cast in favour)		Against		Total proxy votes cast
	No.	% of total	No.	% of total	No.
1. Adoption of accounts	32,517,071	100%	0	0%	32,517,071
2. Approval of remuneration report	31,748,513	98.60%	450,210	1.40%	32,198,723
3. Declaration of final dividend	32,516,959	99.99%	2,535	0.01%	32,519,494
4. Re-elect P.D. Atkinson	32,187,331	99.96%	11,825	0.04%	32,199,156
5. Re-elect J. Love	32,495,571	99.96%	11,423	0.04%	32,506,994
6. Appointment of KPMG as auditors	32,395,071	99.65%	113,423	0.35%	32,508,494
7. Authority to allot shares under s. 570 of the Companies Act 2006	32,121,291	99.47%	172,537	0.53%	32,293,828