

CAPITAL & REGIONAL PLC

Results for General Meeting held on 9 July 2014

Resolution number	For	Against	Discretionary ¹	Total Shares Voted	For/Discretionary as % of Total Shares Voted	Votes Withheld (including ineligible) ²
1 - To approve the Acquisition (as defined in the Circular).	304,578,688	104,405	11,468	304,694,561	99.97%	1,441,169
2 - To approve the Karoo Acquisition Agreement (as defined in the Circular).	202,457,585	104,405	11,468	202,573,458	99.95%	21,056,663
3 - To approve Karoo's participation in the Placing and entry into the Karoo Subscription Agreement and the Karoo Acquisition Settlement Letter (such terms as defined in the Circular).	202,457,585	104,405	11,468	202,573,458	99.95%	21,056,663
4 - To approve the Karoo Acquisition Agreement for the purposes of section 190 of the Companies Act 2006.	304,578,688	104,405	11,468	304,694,561	99.97%	1,441,169
5 - To authorise the Directors to allot ordinary shares in connection with the Capital Raising.	304,578,688	104,405	11,468	304,694,561	99.97%	1,441,169
6 - To authorise the waiver of statutory pre-emption in connection with the allotment of ordinary shares in connection with the Capital Raising.	304,578,688	104,405	11,468	304,694,561	99.97%	1,441,169

1. Where shareholders have appointed the Chairman of the meeting as their proxy with discretion as to voting those votes have been cast in favour of all of the resolutions.
2. A vote withheld is not a vote in law and is not counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.