

# Kingspan Group Plc

## 2011 Annual General Meeting

All resolutions proposed at the Annual General Meeting of the Company held on the 12 May 2011 were duly passed, in each case by a vote taken on a show of hands. The total number of valid proxies received by the Company were as follows:

<b>Resolution No.</b>	<b>Votes For</b>	<b>%</b>	<b>Votes Against</b>	<b>%</b>	<b>Discretion</b>	<b>Total Votes</b>	<b>Votes Withheld*</b>
<b>1</b>	117,709,455	93.43	0	-	8,270,863	125,980,318	2,925
<b>2</b>	117,711,005	93.43	0	-	8,272,238	125,983,243	0
<b>3</b>	115,325,602	92.29	1,365,446	1.09	8,271,063	124,962,111	1,021,132
<b>4A</b>	108,828,238	86.83	8,235,725	6.57	8,270,863	125,334,826	648,417
<b>4B</b>	109,093,790	86.60	8,614,910	6.84	8,270,863	125,979,563	3,680
<b>4C</b>	104,738,830	83.14	12,965,691	10.29	8,270,863	125,975,384	7,859
<b>4D</b>	109,635,816	87.03	8,068,705	6.40	8,270,863	125,975,384	7,859
<b>4E</b>	109,622,356	87.02	8,070,665	6.41	8,280,863	125,973,884	9,359
<b>4F</b>	109,634,101	87.03	8,068,920	6.41	8,270,863	125,973,884	9,359
<b>4G</b>	109,649,937	87.04	8,055,169	6.39	8,274,278	125,979,384	3,859
<b>4H</b>	109,605,376	87.00	8,099,929	6.43	8,274,813	125,980,118	3,125
<b>4I</b>	114,160,257	90.62	3,540,349	2.81	8,277,278	125,977,884	5,359
<b>4J</b>	109,648,639	87.04	8,049,751	6.39	8,277,728	125,976,118	7,125
<b>4K</b>	114,018,135	90.51	3,685,406	2.93	8,275,843	125,979,384	3,859
<b>5</b>	115,250,467	91.56	2,353,058	1.87	8,276,293	125,879,818	103,425
<b>6</b>	116,504,646	92.48	1,184,759	0.94	8,282,413	125,971,818	11,425
<b>7</b>	116,453,291	92.46	1,212,835	0.96	8,284,213	125,950,339	32,904
<b>8</b>	117,049,244	92.91	643,757	0.51	8,284,447	125,977,448	5,795
<b>9</b>	111,305,124	92.14	1,215,461	1.01	8,282,413	120,802,998	5,180,245
<b>10</b>	108,503,898	86.13	9,201,607	7.30	8,274,813	125,980,318	2,925

\*A "Vote Withheld" is not a vote in law, and is not included in the total number of votes cast, or the calculation of the proportion of votes "For" and "Against".