

**PZ CUSSONS PLC**  
**(the 'Company')**  
**Annual General Meeting**

At the Annual General Meeting of the Company held today at Manchester Business Park, 3500 Aviator Way, Manchester, M22 5TG all resolutions were passed on a poll. The polling results for each resolution are set out below:

<b>Resolution</b>	<b>VOTES FOR</b>	<b>%</b>	<b>VOTES AGAINST</b>	<b>%</b>	<b>VOTES WITHHELD</b>
1. To receive the financial statements for the year ended 31 May 2015	356,376,854	99.96	132,288	0.04	815,627
2. To approve the report on directors' remuneration for the year ended 31 May 2015	347,156,545	98.22	6,292,072	1.78	3,876,152
3. To declare a final dividend for the year ended 31 May 2015	357,315,022	100.00	4,288	0.00	5,459
4. To re-elect G A Kanellis as a director	356,460,430	99.76	856,476	0.24	7,863
5. To re-elect B H Leigh as a director	357,309,383	100.00	7,523	0.00	7,863
6. To re-elect C G Davis as a director	357,310,383	100.00	6,523	0.00	7,863
7. To re-elect R J Harvey as a director	357,205,845	99.97	101,203	0.03	17,721
8. To re-elect J A Arnold as a director	357,307,976	100.00	10,855	0.00	5,938
9. To re-elect N Edozien as a director	357,312,158	100.00	7,173	0.00	5,438
10. To re-elect H Owers as a director	357,302,798	100.00	16,533	0.00	5,438
11. To re-elect C L Silver as a director	356,962,584	100.00	15,663	0.00	346,522
12. To re-appoint PricewaterhouseCoopers LLP as the auditor of the Company	356,341,866	99.73	960,868	0.27	22,035
13. To authorise the directors to fix the remuneration of the auditor	357,012,736	99.92	296,995	0.08	15,038
14. To authorise the directors to allot shares and to grant rights to subscribe for shares	357,075,412	99.94	213,559	0.06	35,798
15. * That the directors are empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities	303,829,704	91.90	26,773,482	8.10	26,721,583
16. * To authorise the Company to make market purchases of its own shares	357,277,978	99.99	40,991	0.01	300
17. * That any general meeting of the Company other than an annual general meeting may be called on not less than 14 clear days' notice	349,052,965	97.69	8,270,654	2.31	1,150

\*Special Resolution

**VOTES OF INDEPENDENT SHAREHOLDERS ON THE RESOLUTIONS CONCERNING THE  
RE-ELECTION OF THE INDEPENDENT NON-EXECUTIVE DIRECTORS**

7. To re-elect R J Harvey as a director	146,755,792	99.93	101,203	0.07	17,721
8. To re-elect J A Arnold as a director	146,857,923	99.99	10,855	0.01	5,938
9. To re-elect N Edozien as a director	146,862,105	100.00	7,173	0.00	5,438
10. To re-elect H Owers as a director	146,852,745	99.99	16,533	0.01	5,438
11. To re-elect C L Silver as a director	146,512,531	99.99	15,663	0.01	346,522

**Notes:**

- (a) The votes “for” include those votes giving the Chairman discretion.
- (b) A “vote withheld” is not counted towards the votes cast “for” or “against” a resolution.
- (c) The total number of shares in issue on 22 September 2015 was 428,724,960.

**S P Plant****Company Secretary**