

Notice of meeting

This document is important and requires your immediate attention.

If you are in any doubt as to the action you should take, it is recommended that you seek your own personal financial advice immediately from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser who, in the case of shareholders registered on the United Kingdom section of the share register, is authorised under the Financial Services and Markets Act 2000.

If you have sold or transferred all of your ordinary shares in Capital & Counties Properties PLC, please forward this document to the purchaser or transferee, or to the bank, stockbroker or other agent through or to whom the sale or transfer was effected for delivery to the purchaser or transferee.



Directors

I.C. Durant, Chairman
I.D. Hawksworth, Chief Executive
S. Das, Finance Director
G.J. Yardley, Investment Director
I.J. Henderson CBE
G.J. Gordon
A.J.M. Huntley
H.E. Staunton
A.D. Strang

Registered Office:
15 Grosvenor Street
London
W1K 4QZ

10 March 2011

Annual General Meeting

To the holders of ordinary shares and, for information only, to the holders of options under the Company's share schemes.

Dear Shareholder

Annual General Meeting

Thursday, 21 April 2011 ("AGM")

The Notice convening the 2011 Annual General Meeting is set out on pages five and six of this document. For information on how to vote at the Annual General Meeting please refer to "Action to be taken" on page four.

The Company's Annual Report for the year ended 31 December 2010 contains information relevant to this meeting. Shareholders who have elected to receive information from the Company in hard copy have received this document with the 2010 Annual Report, whilst shareholders receiving information electronically will be viewing this document on Capco's website (www.capitalandcounties.com) from which the 2010 Annual Report can also be downloaded.

AGM Ordinary Business

Resolutions numbered 1 to 12 refer to items of ordinary business: to receive the accounts and the reports of the Directors and the Auditors for 2010, to declare a final dividend for 2010, to elect Directors and to reappoint the Auditors.

Final Dividend

Shareholders are being asked to approve a final dividend of 1 pence per ordinary share for the year ended 31 December 2010. If the recommended final dividend is approved, this will be paid on 19 May 2011 to all ordinary shareholders who were on the register of members on 15 April 2011.

Election of Directors

The UK Corporate Governance Code, which first applies to the Company for the year ending 31 December 2011, recommends that all directors of FTSE 350 companies should be subject to annual election by shareholders. The Directors have resolved to adopt this provision early, on a voluntary basis, and accordingly they will all offer themselves for election at this Annual General Meeting.

Following a recent formal performance review of all Directors, I am pleased to confirm that the Board

considers that each Director continues to make a valuable contribution to the Board's deliberations and continues to demonstrate commitment. The Board therefore unanimously recommends that each Director be elected. Brief biographies of each Director are set out on pages nine and ten of this Notice of Annual General Meeting.

Reappointment of Auditors

The Board, on the recommendation of the Audit Committee, recommends the reappointment of PricewaterhouseCoopers LLP as Auditors to hold office until the next general meeting of the Company at which accounts are presented.

Special Business

There are 5 resolutions, numbered 13 to 17, which will be considered as special business at the AGM. Resolutions 1 to 14 are proposed as ordinary resolutions. This means that for each of those resolutions to be passed, more than half of the votes cast must be in favour of the resolution. Resolutions 15 to 17 are proposed as special resolutions. This means that for each of those resolutions to be passed, at least three-quarters of the votes cast must be in favour of the resolution. Further information relating to each of these resolutions is set out below:

Resolution 13 (ordinary resolution) Approval of the Directors' Remuneration Report

Shareholders are invited to approve the Directors' Remuneration Report, which is included in the Annual Report and provides details of the Group's remuneration policy for Directors and Senior Executives. In accordance with company law, the vote on this resolution is advisory and no Director's remuneration is conditional upon the passing of this resolution.

Resolutions 14 and 15 Directors' authority to allot equity securities and disapplication of pre-emption rights

Under the Companies Act 2006 (the "Act") the Directors of a company may only allot unissued shares if authorised to do so by the shareholders in general meeting.

Resolution 14 (ordinary resolution)

At a General Meeting of the Company held on 3 March 2010, the Directors were given authority to allot new shares in the Company up to a nominal amount of £51,819,041.75, and a further authority to

allot new shares in the Company up to a nominal amount of £51,819,041.75 in connection with an offer by way of a rights issue. These authorities expire at the end of the Annual General Meeting.

Resolution 14 empowers the Directors for the purposes of Section 551 of the Act to allot new shares and grant rights to subscribe for, or convert other securities into, shares of the Company up to £103,534,445.50 in nominal amount, representing the Association of British Insurers “ABI” guideline limit of 66.6 per cent of the Company’s existing issued ordinary share capital as at 7 March 2011. Of this amount, 207,068,891 shares (or up to £51,767,222.75 in nominal amount), representing 33.3 per cent of the Company’s existing issued ordinary share capital as at 7 March 2011, can only be allotted pursuant to a fully pre-emptive rights issue. In accordance with ABI guidelines, the Board confirms that should this latter authority be used, all the Directors will stand for re-election at the next Annual General Meeting of the Company.

If the resolution is passed these authorities will expire on 30 June 2012 or at the end of the Annual General Meeting in 2012, whichever is earlier.

Other than under the share option schemes operated by the Company, the Directors have no present intention to undertake a rights issue or to allot new shares.

The Directors consider it desirable to have the maximum flexibility permitted by corporate governance guidelines to respond to market developments and to enable allotments to take place to finance business opportunities as they arise.

Resolution 15 (special resolution)

Resolution 15 empowers the Directors to allot equity securities, or sell treasury shares for cash (other than in connection with an employee share scheme) otherwise than on a pro rata basis to the Company’s shareholders, as if Section 561 of the Act did not apply.

Section 561 of the Act requires that a company issuing shares for cash must first offer them to existing shareholders. Resolution 15 authorises the Directors to allot new shares pursuant to the authority given by resolution 14, or sell treasury shares for cash in connection with a pre-emptive offer or rights issue or otherwise up to an aggregate

nominal amount of £7,772,856.25 (31,091,425 ordinary shares) representing 5 per cent of the existing issued share capital of the Company as at 7 March 2011, in each case without the shares first being offered to existing shareholders in proportion to their existing holdings.

Resolution 16 (special resolution) Purchase of own shares

A special resolution is proposed to grant the Company authority to purchase its own ordinary shares in the market.

The Directors will seek authority, to expire on 30 June 2012 or at the end of the Annual General Meeting in 2012, whichever is earlier, for the Company to purchase its own ordinary shares in the market up to a maximum of 62,182,850 ordinary shares having an aggregate nominal value of £15,545,712.50, being 10 per cent of the existing ordinary share capital in issue.

The Company’s exercise of this authority is subject to the stated upper and lower limits on the price payable.

As required to be stated under the UKLA Listing Rules, as at 7 March 2011 (being the latest practicable date prior to the publication of this notice), there were options outstanding to subscribe for 7,162,627 ordinary shares.

If the outstanding options were fully exercised, they would represent 1.15 per cent of the existing 621,828,502 ordinary shares of the Company. If the buyback authority were exercised in full, that percentage would be 1.28 per cent of the reduced share capital of 559,645,652 shares.

The Directors consider it desirable and in the Company’s interests for shareholders to grant to the Company authority to exercise this power, within certain limits, to enable the Company to purchase its own ordinary shares. This authority would only be exercised if and when conditions are favourable, with a view to enhancing net asset value per share.

Any shares purchased would be held as treasury shares which may, at the discretion of the Directors, be resold for cash, transferred in connection with an employee share scheme, or cancelled. No dividends will be paid on, and no voting rights will be exercised in respect of, treasury shares.

Resolution 17 (special resolution) Notice of general meetings

Under the Shareholder Rights Directive (2007/36/EC), implemented in the UK and effective from August 2009, the notice period for general meetings of the Company was increased to 21 clear days unless the shareholders agree to a shorter notice period. Under its Articles, the Company is able to call general meetings (other than an Annual General Meeting) on 14 clear days' notice and would like to preserve this ability.

Resolution 17 seeks shareholders' approval to do this, which will be effective until the Company's next Annual General Meeting, when it is intended that a similar resolution will be proposed. The Company will also need to meet the requirements for electronic voting under the Directive before it can call a general meeting on 14 clear days' notice.

Action to be taken

Whether or not shareholders propose to attend the Annual General Meeting, it is important that they complete, sign and return a form of proxy or vote electronically as set out below. The completion and return of a form of proxy in hard copy or voting electronically will not prevent you from attending and voting at the Annual General Meeting in person if you wish.

To be valid, the form of proxy must be lodged with the Company's registrars by not later than 11.00 a.m. (London time) on 19 April 2011.

Shareholders receiving hard copies of this document or a postal alert will also have received a form of proxy for voting at the Annual General Meeting. For other shareholders, a form of proxy is available for download from the Capco website (www.capitalandcounties.com).

Shareholders registered on the United Kingdom section of the register should return the form of proxy to the reply-paid address shown on the form of proxy or as instructed on the downloaded proxy or, for personal delivery, to Capita Registrars at The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU, or, alternatively may give their instructions electronically via the registrar's website: www.capitashareportal.com. If their shares are held in CREST, they may if preferred give instructions electronically via CREST as detailed in the notes to the Notice of Annual General Meeting on page eight.

Shareholders registered on the South African section of the register should return the form of proxy to the reply-paid address shown on the form of proxy or as instructed on the downloaded proxy or, for personal delivery, to Computershare Investor Services (Pty) Ltd, 70 Marshall Street, Johannesburg, 2001, South Africa, unless the shares are held through a Central Securities Depository Participant (CSDP) or broker, in which case the proxy voting instruction is to be provided to the CSDP or broker (as applicable) in sufficient time to permit the CSDP or broker to advise the registrar no later than 48 hours before the meeting. Please contact your CSDP or Broker for advice as to any earlier final dates for lodgement.

Recommendation

The Directors consider the above proposals to be in the best interests of the Company and its shareholders as a whole and unanimously recommend that shareholders vote in favour of all the resolutions, as the Directors intend to do in respect of their own shareholdings (beneficial or otherwise), totalling approximately 3.9 million shares, representing approximately 0.6 per cent of the existing issued ordinary share capital of the Company.

Yours faithfully



Ian Durant
Chairman

Notice of meeting

Notice is hereby given that the Annual General Meeting of Capital & Counties Properties PLC will be held at The Brewery, Chiswell Street, London, EC1Y 4SD, United Kingdom on 21 April 2011 at 11.00 a.m. (London time) for the following purposes:

Ordinary Business

1. To receive the accounts and the reports of the Directors and the Auditors for the year ended 31 December 2010.
2. To declare a final dividend for the year ended 31 December 2010 of 1 pence per ordinary share.
3. To elect Mr I.C. Durant as a Director (Chairman).
4. To elect Mr I.D. Hawksworth as a Director (Executive).
5. To elect Mr S. Das as a Director (Executive).
6. To elect Mr G.J. Yardley as a Director (Executive).
7. To elect Mr G.J. Gordon as a Director (Non-executive).
8. To elect Mr I.J. Henderson as a Director (Non-executive).
9. To elect Mr A.J.M. Huntley as a Director (Non-executive).
10. To elect Mr H.E. Staunton as a Director (Non-executive).
11. To elect Mr A.D. Strang as a Director (Non-executive).
12. To re-appoint PricewaterhouseCoopers LLP as Auditors of the Company to hold office until the conclusion of the next general meeting at which accounts are laid before the Company and to authorise the Audit Committee of the Board to determine their remuneration.

Special Business

To consider and, if thought appropriate, pass the following resolutions:

As an Ordinary Resolution:

13. THAT the Directors' Remuneration Report for the year ended 31 December 2010 be approved.

As an Ordinary Resolution:

14. THAT:

(i) the authority conferred on the Directors by paragraph 5.2 of Article 5 of the Company's Articles of Association be renewed for the period ending at the end of the Annual General Meeting in 2012 or on 30 June 2012, whichever is the earlier, and for such period the Section 551 Amount shall be £51,767,222.75 ; and

(ii) the Directors be generally and unconditionally authorised pursuant to and in accordance with Section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares or grant rights to subscribe for or to convert any security into shares up to a further nominal amount of £51,767,222.75 in connection with an offer by way of a rights issue, such authority to expire at the end of the next Annual General Meeting or on 30 June 2012, whichever is the earlier but so that the Company may make offers and enter into agreements during the relevant period which would, or might, require shares to be allotted or rights to subscribe for, or convert other securities into, shares to be granted after the authority ends. The authorities in this Resolution apply in substitution for all previous authorities pursuant to Section 551 of the 2006 Act.

For the purposes of the authority in paragraph (ii) above, "rights issue" means an offer to:

(a) ordinary shareholders in proportion (as nearly as may be practicable) to their existing holdings; and

(b) people who are holders of other equity securities if this is required by the rights of those securities or, if the Directors consider it necessary, as permitted by the rights of those securities, to subscribe further securities by means of the issue of a renounceable letter (or other negotiable document) which may be traded for a period before payment for the securities is due, but subject in both cases to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates or legal, regulatory or practical problems in, or under the laws of, any territory.

As a Special Resolution:

15. THAT subject to the passing of Resolution 14 above, the power conferred on the Directors by

paragraph 5.3 of Article 5 of the Company's Articles of Association be renewed for the period referred to in such Resolution and for such period the Section 561 Amount shall be £7,772,856.25.

By Order of the Board



Ruth Pavey
Company Secretary
10 March 2011

As a Special Resolution:

16. THAT the Company be and is hereby unconditionally and generally authorised for the purpose of Section 701 of the Companies Act 2006 to make market purchases (as defined in Section 693 of that Act) of ordinary shares of 25p each in the capital of the Company provided that:

- (i) the maximum number of shares which may be purchased is 62,182,850;
- (ii) the minimum price which may be paid for each share is 25p;
- (iii) the maximum price which may be paid for a share is an amount equal to the higher of (a) 105 per cent of the average of the closing price of the Company's ordinary shares as derived from the London Stock Exchange Daily Official List for the five business days' immediately preceding the day on which such share is contracted to be purchased or (b) the higher of the price of the last independent trade and the highest current bid as stipulated by Article 5(1) of Commission Regulation (EC) 22 December 2003 implementing the Market Abuse Directive as regards exemptions for buy-back programmes and stabilisation of financial instruments (No 2273/2003); and
- (iv) this authority shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2012 or on 30 June 2012, whichever is earlier (except in relation to the purchase of shares the contract for which was concluded before the expiry of such authority and which might be executed wholly or partly after such expiry) unless such authority is renewed prior to such time.

As a Special Resolution:

17. THAT until the conclusion of the Annual General Meeting of the Company to be held in 2012 or on 30 June 2012, whichever is earlier, a general meeting other than an Annual General Meeting may be called on not less than 14 clear days' notice and the relevant provisions of the Shareholders Rights Directive (2007/36/EC) be disapplied.

Notes:

1. A member entitled to attend and vote is entitled to appoint one or more proxies to attend, speak and vote instead of him or her. A proxy need not be a member of the Company but must attend the meeting to represent you. If you appoint more than one proxy, each proxy must be appointed to exercise the right attached to a different share or shares held by you. A form of proxy is enclosed for use by shareholders.

In order to be valid, a form of proxy, and any power of attorney or other authority under which it is executed (or a duly certified copy of any such power or authority), must be returned by one of the following methods:

- In hard copy form by post, by courier or by hand to the appropriate Company registrar; in the case of members on the Capco UK Register, to Capita Registrars Limited, Proxies, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU, United Kingdom and, in the case of members on the Capco SA Register, to Computershare Investor Services (Proprietary) Limited, Ground Floor, 70 Marshall Street, Johannesburg, 2001 (PO Box 61051, Marshalltown, 2107, South Africa); or
- Electronically for members on the UK section of the register through the registrar's website: www.capitashareportal.com; or
- For members on the South African section of the register to the South African registrar by fax to +27 (0)11 688 5238 or by email to proxy@computershare.co.za; or
- In the case of CREST members, by utilising the procedure set out below under the heading "FOR CREST MEMBERS ONLY"; or
- In the case of Strate members holding their shares through a CSDP or broker, by providing the proxy voting instruction to the CSDP or broker (as applicable). Strate members holding their shares through a CSDP or broker must advise their CSDP or broker if they wish to attend the Annual General Meeting or send a proxy to represent them at the Annual General Meeting. Their CSDP or broker will issue them with the necessary letter of authority to attend or be represented at the Annual General Meeting. If they do not wish to attend the Annual General Meeting, but wish to cast their votes, they should provide their CSDP or broker with their voting instructions. In the absence of such instructions, their CSDP or broker will be obliged to vote in accordance with the instructions contained in the custody agreement mandate between them and their CSDP or broker.

To be valid, proxies must be received no later than 48 hours before the time of the Annual General Meeting or, if the meeting is adjourned, 48 hours before the time fixed for the adjourned meeting. Where shares are held by a CSDP or broker, proxy voting instructions must be provided in sufficient time to permit the CSDP or broker to advise the registrar no later than 48 hours before the time of the Annual General Meeting or any adjournment thereof. Please contact your CSDP

or Broker for advice as to any earlier final dates for lodgement. Appointment of a proxy does not preclude a shareholder from attending the Annual General Meeting and voting in person.

2. The Company, pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, specifies that only those shareholders registered on the register of members of the Company as at 6 pm on the day that is two days before the day of the Annual General Meeting shall be entitled to attend and vote at the aforesaid Annual General Meeting in respect of the number of shares registered in their name at that time or, if the meeting is adjourned, 48 hours before the time fixed for the adjourned meeting (as the case may be). In each case, changes to entries on the register of members after such time shall be disregarded in determining the rights of any person to attend or vote at the meeting.

3. Copies of all letters of appointment between the Company and its Non-executive Directors, and the service contracts of the Executive Directors are available for inspection at the registered office of the Company during normal business hours, and will be available for inspection at the place of the meeting, The Brewery, Chiswell Street, London EC1Y 4SD, United Kingdom at least 15 minutes prior to the commencement of, and during the continuance of, the Annual General Meeting.

4. The right to appoint a proxy does not apply to persons whose shares are held on their behalf by another person and who have been nominated to receive communications from the Company in accordance with Section 146 of the Companies Act 2006 ("nominated persons"). Nominated persons may have a right under an agreement with the member who holds the shares on their behalf to be appointed (or to have someone else appointed) as a proxy. Alternatively, if nominated persons do not have such a right, or do not wish to exercise it, they may have a right under such an agreement to give instructions to the person holding the shares as to the exercise of voting rights.

5. Holders of ordinary shares are entitled to attend and vote at general meetings of the Company. The total number of issued ordinary shares in the Company on 7 March 2011, which is the latest practicable date before the publication of this document is 621,828,502. No shares are held in Treasury. Therefore, the total number of votes exercisable as at 7 March 2011 is 621,828,502. On a vote by show of hands every member who is present has one vote. On a poll vote every member who is present in person or by proxy has one vote for every ordinary share of which he or she is the holder.

6. Shareholders should note that it is possible that, pursuant to requests made by shareholders of the Company under Section 527 of the Companies Act 2006, the Company may be required to publish on a website a statement setting out any matter relating to: (i) the audit of the Company's accounts (including the auditor's report and the conduct of the audit) that are to be laid before the Annual General Meeting; or (ii) any circumstance connected with an auditor of the Company

ceasing to hold office since the previous meeting at which annual accounts and reports were laid in accordance with Section 437 of the Companies Act 2006. The Company may not require the shareholders requesting any such website publication to pay its expenses in complying with Sections 527 or 528 of the Companies Act 2006. Where the Company is required to place a statement on a website under Section 527 of the Companies Act 2006, it must forward the statement to the Company's auditor not later than the time when it makes the statement available on the website. The business which may be dealt with at the Annual General Meeting includes any statement that the Company has been required under Section 527 of the Companies Act 2006 to publish on a website.

7. Any corporation which is a member can appoint one or more corporate representatives who may exercise on such corporation's behalf all of its powers as a member provided that they do not do so in relation to the same shares.

8. Any member attending the meeting has the right to ask questions. The Company must cause to be answered any such question relating to the business being dealt with at the meeting but no such answer need be given if (a) to do so would interfere unduly with preparation for the meeting or involve the disclosure of confidential information, (b) the answer has already been given on a website in the form of an answer to a question, or (c) it is undesirable in the interests of the Company or good order of the meeting that the question be answered.

9. A copy of this notice and other information required by Section 311A of the Companies Act 2006 can be found at www.capitalandcounties.com.

10. Members may not use any electronic address provided in either this notice of meeting or any related documents (including the enclosed form of proxy) to communicate with the Company for any purposes other than those expressly stated.

For CREST members only:

CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the Annual General Meeting to be held on 21 April 2011 and any adjournment(s) thereof by utilising the procedures described in the CREST Manual. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment or instruction made by means of CREST to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear UK & Ireland's (EUI) specifications and must contain the information required for such instructions, as described in the CREST Manual (available via www.euroclear.com/CREST). The message, regardless of whether it relates to the appointment of a proxy or to an amendment to the instruction given to a previously appointed proxy must, in order to be

valid, be transmitted so as to be received by the issuer's agent (ID RA10) by the latest time(s) for receipt of proxy appointments specified in this notice of meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the Company's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions to a proxy appointed through CREST should be communicated to it by other means. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001. CREST members and, where applicable, their CREST sponsors or voting service providers should note that EUI does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s)), to procure that his or her CREST sponsor or voting service provider(s) take(s) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

Directors' biographies

Directors' biographies in respect of the Directors seeking election at the AGM

Ian Durant

Chairman Age 52

Ian is responsible for the leadership of the Board, ensuring its effectiveness and setting its agenda. A chartered accountant with a background in international financial and commercial management, Ian's career includes periods with Hanson, Jardine Matheson, Hongkong Land, Dairy Farm International, Thistle Hotels and SeaContainers. Immediately prior to becoming Non-executive Chairman of the Board, Ian was the Finance Director of Liberty International. He is also a Non-executive Director and Chairman of the Audit Committee of Greene King.

Committees: Chairman of the Nomination Committee, Member of the Corporate Responsibility Committee

Ian Hawksworth

Chief Executive Age 45

Ian is responsible for developing the Company's strategy and for managing the business. Before joining the Board of Capco, Ian was Managing Director of Capital & Counties and a Director of Liberty International having joined the business in 2006. Before this he worked in Asia for 14 years, much of which as an Executive Director of Hongkong Land. Ian is a chartered surveyor and a leading member of several real estate bodies including the Urban Land Institute, AFIRE, Harvard Real Estate Academic Initiative and the British Property Federation Policy Committee.

Committees: Member of the Corporate Responsibility Committee, Member of the Nomination Committee

Soumen Das

Finance Director Age 34

Soumen is responsible for managing the Group's finance function, including reporting, treasury and taxation. Before joining the Board of Capco, Soumen was the Corporate Finance Manager for Liberty International having joined the business in 2009. Previously Soumen was a Partner of Mountgrange Investment Management LLP and an Executive Director of UBS Investment Bank in the real estate investment banking and real estate finance groups.

Gary Yardley

Investment Director Age 45

Gary is responsible for managing the Group's portfolio of properties and investments. Before joining the Board of Capco, Gary was Chief Investment Officer of Liberty International, a role he held from June 2007. Before that he was Managing Director of King Sturge Financial Services where he was responsible for the creation of a variety of specialist investment and development joint ventures across Europe. Gary is a Member of the Royal Institution of Chartered Surveyors.

Ian Henderson CBE

Non-executive Deputy Chairman and Senior Independent Non-executive Director Age 67

Formerly Chief Executive of Land Securities, Ian has been widely involved in property industry matters, including being a past President of the British Property Federation. His directorships, trusteeships and board memberships include Capital Shopping Centres Group, Ishaan Real Estate, the Natural History Museum, and the Royal Albert Hall.

Committees: Chairman of the Remuneration Committee, Chairman of the Corporate Responsibility Committee, Member of the Audit Committee, Member of the Nomination Committee

Graeme Gordon

Non-executive Director Age 47

Graeme was a Non-executive Director of Liberty International for 14 years before joining the Board in May 2010. He is the son of Sir Donald Gordon, the founder of Liberty International and represents the Gordon Family Interests on the Board whilst holding a number of other directorships including Creative Investments Limited, CFS – Europe Limited, Fieldstall Limited and Mymarket Limited.

Andrew Huntley

Non-executive Director Age 72

A chartered surveyor with 40 years' experience who rose to be Chairman of Richard Ellis from 1993 to 2002. Andrew is Non-executive Chairman of Metric Property Investments and is also a Non-executive Director of Capital Shopping Centres Group, the Miller Group, and a Director of Ashfern Developments.

Committees: Member of the Remuneration Committee, Member of the Nomination Committee

Henry Staunton

Non-executive Director Age 62

A former Finance Director in the media, hotels and leisure sectors, Henry was appointed to the Board in June 2010 and became Chairman of the Audit Committee shortly after in July 2010. He was previously Finance Director of Granada and ITV, and is an experienced Non-executive Director whose current appointments include Legal & General, WH Smith and Merchants Trust.

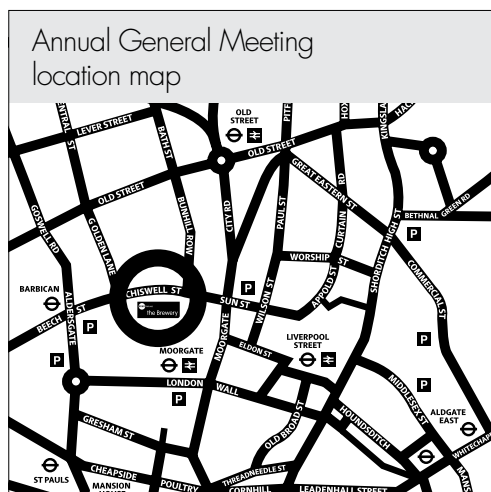
Committees: Chairman of the Audit Committee, Member of the Remuneration Committee

Andrew Strang

Non-executive Director Age 58

Andrew was the Managing Director of Threadneedle Property Investments for 17 years until January 2008 and was Chairman of Hermes Real Estate Investment Management from 2009 to 2011. Andrew is also a Non-executive Director of Capital Shopping Centres Group and the British Property Federation and is a Consultant to AEW UK, a trading name of AEW Europe LLP.

Committees: Member of the Audit Committee, Member of the Remuneration Committee, Member of the Nomination Committee



Capital & Counties Properties PLC
Annual General Meeting

The Brewery, Chiswell Street, London EC1Y 4SD
United Kingdom

Thursday 21 April 2011 at 11.00 a.m. (London time)