

PENNON GROUP PLC

Meeting Date 31 JULY 2014

Number of cards (shareholders) at meeting date 51

Issued share capital at meeting date 390,906,413 ordinary shares of nominal value 40.7p each (1,274,485) of these shares are held in treasury and have no exercisable voting rights)

Number of votes per share One

Meeting type ANNUAL GENERAL MEETING 2014

Resolution (No. as noted on proxy form)	Shares For	Shares Discretionary	Shares Against	Shares Marked As Votes Withheld / Abstentions	Poll Yes/No
1. To receive and adopt for the year ended 31 March 2014 the financial statements, the Directors' Report and the report of the independent auditors on the financial statements.	267,170,286	618,845	3,573,165	1,298,893	No
2. To declare a final dividend in respect of the year ended 31 March 2014 of 20.92p for each ordinary share of nominal value 40.7p for payment on 3 October 2014.	272,011,225	610,459	20,233	19,273	No
3. To approve the annual report on remuneration.	260,396,329	615,700	11,389,176	259,985	No
4. To approve the Directors' remuneration policy.	263,910,515	620,884	7,865,436	264,354	No
5. To re-elect Mr K G Harvey as a Director.	250,506,425	626,583	18,304,641	3,223,540	No
6. To re-elect Mr M D Angle as a Director.	270,935,466	626,368	1,026,592	72,763	No
7. To re-elect Mr G D Connell as a Director.	247,999,753	632,222	19,289,856	4,739,358	No
8. To re-elect Mr D J Dupont as a Director.	269,516,714	633,323	2,444,263	66,890	No
9. To re-elect Mr C Loughlin as a Director.	269,573,791	627,241	2,235,011	225,147	No
10. To elect Mr I J McAulay as a Director.	269,597,910	640,625	2,189,746	232,909	No
11. To re-elect Ms G A Rider as a Director.	269,919,015	635,811	711,209	1,395,154	No
12. To appoint Ernst & Young LLP as auditors of the Company.	261,678,704	634,042	7,286,523	3,061,921	No
13. To authorise the Directors to fix the remuneration of the auditors.	238,106,477	637,397	30,461,335	3,455,981	No
14. To authorise the Company and its subsidiaries to make political donations (precautionary authority).	269,627,922	610,825	2,205,240	217,203	No

15. To grant the Directors authority to allot shares.	267,748,472	627,995	3,146,737	1,136,285	No
16. To approve the updated rules of the Pennon Group Sharesave Scheme.	270,503,082	633,069	1,311,453	213,586	No
17. To approve the updated rules of the Pennon Group All-Employee Share Ownership Plan.	271,663,014	767,358	121,491	109,327	No
18. To authorise the partial exclusion of the statutory pre-emption rights.	271,359,361	771,790	245,656	284,383	No
19. To authorise the market purchase of the Company's shares.	270,956,035	760,364	898,417	46,374	No
20. To authorise the Directors to offer a scrip dividend alternative.	271,794,976	759,444	64,925	41,845	No
21. To authorise a general meeting other than an Annual General Meeting to be called on 14 clear days' notice.	259,637,814	768,580	12,216,412	38,384	No