

**PENNON GROUP PLC****Meeting Date** 1 AUGUST 2013**Number of cards (shareholders) at meeting date** 49**Issued share capital at meeting date** 365,119,995 ordinary shares of nominal value 40.7p each (2,084,246) of these shares are held in treasury and have no exercisable voting rights)**Number of votes per share** One**Meeting type** ANNUAL GENERAL MEETING 2013

<b>Resolution (No. as noted on proxy form)</b>	<b>Shares For</b>	<b>Shares Discretionary</b>	<b>Shares Against</b>	<b>Shares Marked As Votes Withheld / Abstentions</b>	<b>Poll Yes/No</b>
1. To receive and adopt for the year ended 31 March 2013 the financial statements, the Directors' Report and the report of the independent auditors on the financial statements.	229,433,275	620,708	3,461,851	77,957	No
2. To declare a final dividend in respect of the year ended 31 March 2013 of 19.70p for each ordinary share of nominal value 40.7p for payment on 4 October 2013.	232,338,228	611,975	573,455	70,133	No
3. To approve the Directors' remuneration report for the year ended 31 March 2013.	227,613,968	624,118	3,732,980	1,622,724	No
4. To re-elect Mr K G Harvey as a Director.	229,129,273	631,587	3,559,206	273,724	No
5. To re-elect Mr M D Angle as a Director.	220,645,517	638,190	12,181,291	128,799	No
6. To re-elect Mr G D Connell as a Director.	208,554,326	638,945	21,904,762	2,495,757	No
7. To re-elect Mr C I J H Drummond as a Director.	230,759,288	640,408	1,923,375	270,720	No
8. To re-elect Mr D J Dupont as a Director.	231,262,427	638,205	1,570,983	122,176	No
9. To re-elect Mr C Loughlin as a Director.	231,324,046	640,230	1,358,726	270,789	No
10. To elect Ms G A Rider as a Director.	227,881,676	671,344	4,913,238	127,532	No
11. To re-appoint PricewaterhouseCoopers LLP as auditors of the Company.	197,747,463	647,194	30,793,311	4,405,822	No
12. To authorise the Directors to fix the remuneration of the auditors.	118,320,504	655,655	92,693,978	21,923,653	No
13. To authorise the Company and its subsidiaries to make political donations (precautionary authority).	230,756,581	628,878	1,831,337	376,995	No
14. To authorise the Directors authority to allot shares.	228,111,844	648,900	2,665,122	2,167,924	No
15. To authorise the partial exclusion of the statutory pre-emption rights.	232,225,286	650,364	405,052	313,089	No

16. To authorise the market purchase of the Company's shares.	231,840,931	639,138	1,010,644	103,078	No
17. To authorise a general meeting other than an Annual General Meeting to be called on 14 days' notice.	223,280,797	652,344	9,569,791	90,859	No