

The Capita Group Plc

Annual General Meeting held on 6th May 2009 at 11am

Voting results

<u>Resolution</u>	<u>In Favour (%)</u>	<u>Discretion (%)</u>	<u>Against (%)</u>	<u>Withheld</u>
Resolution 1 To receive the Financial Statements and the reports if the Directors and auditors	474,084,631 99.91%	103,329 0.02%	343,379 0.07%	135,056
Resolution 2 To receive and approve the Directors' remuneration report	458,232,703 98.87%	103,509 0.02%	5,123,231 1.11%	11,206,950
Resolution 3 To declare a dividend of 9.6p per ordinary share of the company	474,449,423 99.97	103,036 0.02%	471 0.01%	113,465
Resolution 4 To re-elect Eric Walters as Director	426,640,054 90.24%	109,354 0.02	46,074,340 9.74%	1,842,647
Resolution 5 To re-elect Gordon Hurst as Director	418,547,087 88.18%	109,354 0.02%	55,985,133 11.8%	24,821
Resolution 6 To elect Maggi Bell as a Director	418,559,190 88.18%	105,967 0.02%	55,985,452 11.8%	15,786
Resolution 7 To re-appoint Ernst & Young LLP as auditor	472,931,400 99.64%	102,954 0.02%	1,627,207 0.34%	4,834
Resolution 8 To authorise the Directors to fix the remuneration of Ernst & Young LLP	472,917,785 99.64%	109,598 0.02%	1,624,515 0.34	14,497
Resolution 9 To authorise the Directors to allot shares pursuant to Section 80(1) of the Companies Act 1985	469,512,683 98.92%	111,821 0.02%	5,027,885 1.06%	14,006
Resolution 10 To disapply statutory pre-emption rights pursuant to Section 95 of the Companies Act 1985	472,342,758 99.89%	111,821 0.02%	433,754 0.09%	1,778,062
Resolution 11 To renew the company's authority to make market purchases of its own ordinary shares	474,515,241 99.97%	109,596 0.02%	36,595 0.01%	4,963
Resolution 12 To amend the Articles of Association of the Company	473,607,034 99.81%	114,746 0.02%	806,821 0.17%	137,794
Resolution 13 To approve that a general meeting other than the Annual General Meeting may be called on not less than 14 clear days notice.	469,348,554 98.91%	110,458 0.02%	5,061,327 1.07%	146,056
Resolution 14 To approve the name of the Company be changed to Capita plc with effect from 31 December 2009	474,435,348 99.97%	109,888 0.02%	6,083 0.01%	115,076