

**BELLWAY p.l.c.**  
**(the "Company")**

**Results of Annual General Meeting ("AGM")**  
**12 December 2014**

The Company is pleased to announce that all the resolutions proposed at the AGM held on 12 December 2014 were duly passed by a unanimous show of hands. A breakdown of proxy votes lodged prior to the AGM is set out below.

Resolution	Total proxy votes cast	Proxy cards received	In favour *		Against		Withheld Shares
			Votes	%	Votes	%	
1. To adopt the reports and accounts.	92,538,304	391	92,460,258	99.92	78,046	0.08	306,597
2. To approve the Directors' Remuneration Policy.	91,712,033	391	89,575,994	97.67	2,136,039	2.33	1,132,868
3. To approve the Report of the Board on Directors' Remuneration.	89,964,191	391	88,603,870	98.49	1,360,321	1.51	2,880,710
4. To declare a final dividend.	92,545,067	391	92,545,067	100.00	0	0.00	299,834
5. To re-elect Mr J K Watson.	89,481,488	391	86,873,117	97.09	2,608,371	2.91	3,363,413
6. To re-elect Mr E F Ayres.	92,546,422	391	92,157,638	99.58	388,784	0.42	298,479
7. To re-elect Mr K D Adey.	92,546,422	391	92,140,408	99.56	406,014	0.44	298,479
8. To re-elect Mr M R Toms.	91,536,520	391	91,205,139	99.64	331,381	0.36	1,308,381
9. To re-elect Mr J A Cuthbert.	92,542,546	391	91,162,488	98.51	1,380,058	1.49	302,355
10. To re-elect Mr P N Hampden Smith.	92,541,354	391	92,214,736	99.65	326,618	0.35	303,547
11. To re-elect Mrs D N Jagger.	92,545,060	391	92,276,346	99.71	268,714	0.29	299,841
12. To appoint the auditors.	92,545,272	391	91,657,038	99.04	888,234	0.96	299,629
13. To agree the auditors' remuneration.	92,544,974	391	92,457,424	99.91	87,550	0.09	299,927
14. To approve the rules of the 2014 Employee Share Option Scheme.	92,541,724	391	92,413,047	99.86	128,677	0.14	303,177
15. To authorise the directors to allot shares.	92,545,972	391	89,562,539	96.78	2,983,433	3.22	298,929
16. To authorise dis-application of pre-emption rights.	92,545,365	391	91,874,839	99.28	670,526	0.72	299,536
17. To authorise market purchases of the Company's own shares.	92,546,522	391	92,468,611	99.92	77,911	0.08	298,379
18. To allow the Company to hold general meetings (other than AGMs) at 14 days' notice.	92,546,007	391	85,669,232	92.57	6,876,775	7.43	298,894

The percentage of votes cast exclude Withheld votes.  
Votes in favour include votes at Chairman's discretion.

The total number of votes cast by proxy: 92,546,522.

Number of shares in issue and therefore the total number of voting rights: 122,230,008.

Number of shareholders at meeting date: 2,700.