

Kingspan Group Plc

2013 Annual General Meeting

All resolutions proposed at the Annual General Meeting of the Company held on the 9 May 2013 were duly passed, in each case by a vote taken on a show of hands.

The total number of valid proxies received by the Company were as follows:

Resolution	Vote type	Voted	Voted %
1	For	135,329,055	99.97
	Against	930	0.00
	Discretion	38,548	0.03
	Votes Withheld	500	
2	For	135,327,690	99.97
	Against	1,705	0.00
	Discretion	39,108	0.03
	Votes Withheld	530	
3	For	130,167,282	96.30
	Against	4,963,138	3.67
	Discretion	39,378	0.03
	Votes Withheld	199,235	
4A	For	127,623,220	94.28
	Against	7,705,480	5.69
	Discretion	38,848	0.03
	Votes Withheld	1,455	
4B	For	126,984,673	93.81
	Against	8,344,202	6.16
	Discretion	38,848	0.03
	Votes Withheld	250	
4C	For	128,157,878	94.67
	Against	7,170,747	5.30
	Discretion	39,348	0.03
	Votes Withheld	0	
4D	For	128,259,633	94.75
	Against	7,068,992	5.22
	Discretion	38,848	0.03
	Votes Withheld	500	
4E	For	128,154,383	94.67
	Against	7,174,242	5.30
	Discretion	38,848	0.03
	Votes Withheld	500	
4F	For	128,155,136	94.67
	Against	7,173,489	5.30
	Discretion	38,848	0.03
	Votes Withheld	500	
4G	For	128,172,526	94.68
	Against	7,156,040	5.29
	Discretion	38,907	0.03
	Votes Withheld	500	
4H	For	131,851,280	97.40
	Against	3,468,058	2.56
	Discretion	46,848	0.03
	Votes Withheld	1,787	

4I	For	128,161,678	94.68
	Against	7,153,165	5.28
	Discretion	2,242	0.04
	Votes Withheld	50,888	
4J	For	132,307,722	97.74
	Against	3,010,661	2.22
	Discretion	46,848	0.03
	Votes Withheld	2,742	
5	For	134,760,973	99.55
	Against	560,152	0.41
	Discretion	46,848	0.03
	Votes Withheld	0	
6	For	134,884,179	99.65
	Against	420,874	0.31
	Discretion	49,653	0.04
	Votes Withheld	13,267	
7	For	134,999,106	99.74
	Against	296,832	0.22
	Discretion	48,76823,267	0.04
	Votes Withheld	23,267	
8	For	135,291,489	99.96
	Against	5,806	0.00
	Discretion	48,613	0.04
	Votes Withheld	22,065	
9	For	135,124,732	99.82
	Against	193,688	0.14
	Discretion	48,053	0.04
	Votes Withheld	1,500	
10	For	135,092,033	99.81
	Against	206,945	0.15
	Discretion	48,053	0.04
	Votes Withheld	20,942	
11	For	127,784,773	94.41
	Against	7,519,055	5.56
	Discretion	48,053	0.04
	Votes Withheld	16,092	

*A "Vote Withheld" is not a vote in law, and is not included in the total number of votes cast, or the calculation of the proportion of votes "For" and "Against".