

Results of Annual General Meeting

Macfarlane Group PLC confirms that all resolutions proposed at the Annual General Meeting held on 5 May 2009 were duly passed by shareholders.

The resolutions were as set out on the notice of meeting, copies of which have been submitted to the UK Listing Authority and are available for inspection at the UK Listing Authority's Document Viewing Facility, which is situated at: Financial Services Authority, 25 The North Colonnade, Canary Wharf, London E14 5HS (Tel No 020 7676 1000).

Total number of shares in issue: 115,019,000. Proxy appointments were received from shareholders of 41,752,597 amounting to 36.3% of the issued share capital.

All resolutions were passed on a show of hands and the following levels of proxy appointments were received up to 2 working days before the time of the meeting:

Resolution	For/ Discretion (cast in favour)		Against		Total proxy votes cast
	No.	% of total	No.	% of total	No.
1. Adoption of accounts	41,732,523	100%	0	0%	41,732,523
2. Approval of remuneration report	40,760,429	97.8%	918,912	2.2%	41,679,341
3. Declaration of final dividend	41,115,443	98.5%	635,242	1.5%	41,750,685
4. Re-elect J. Love	41,711,191	99.9%	40,178	0.1%	41,751,369
5. Re-elect P.D. Atkinson	41,059,770	98.3%	691,599	1.7%	41,751,369
6. Re-appointment of auditors	41,707,569	99.9%	32,228	0.1%	41,739,797
7. Authority to allot shares for cash	41,446,324	99.3%	300,901	0.7%	41,747,225