



16 June 2015

HSS Hire Group plc

Results of Annual General Meeting ("AGM")

At the AGM of HSS Hire Group plc held today at 2.30 pm at Haberdashers' Hall, 18 West Smithfield, London EC1A 9HA, all resolutions set out in the Notice of Meeting, with the exception of resolution 6 which was withdrawn, were voted on a poll and were passed by the requisite majorities.

Resolution 6 in the Notice of Annual General Meeting, which referred to the proposed re-election of Fiona Perrin, was withdrawn from the meeting following her resignation from the board on 15 May 2015 as it would have been of no effect.

Resolutions 1 to 5 and 7 to 11 were passed as ordinary resolutions and resolutions 12 to 15 were passed as special resolutions. The results of the poll are set out below.

Ordinary resolutions	Votes for	% Votes for ¹	Votes against	% Votes against ¹	Total votes validly cast	% of Issued share capital voted ^{1,2,3}	Votes withheld ²
Resolution 1: Re-election of Alan Peterson	134,707,864	99.76	320,231	0.24	135,028,095	87.25%	476
Resolution 2: Re-election of Neil Sachdev	134,998,893	99.98	29,202	0.02	135,028,095	87.25%	476
Resolution 3: Re-election of John Christopher Davies	135,024,180	100.00	3,915	0.00	135,028,095	87.25%	476
Resolution 4: Re-election of Steve Trowbridge	135,024,180	100.00	3,915	0.00	135,028,095	87.25%	476
Resolution 5: Re-election of John Gil	135,023,704	100.00	4,391	0.00	135,028,095	87.25%	476
Resolution 6: Re-election of Fiona Perrin	Resolution withdrawn at AGM						
Resolution 7: Re-election of Amanda Burton	134,999,369	99.98	28,726	0.02	135,028,095	87.25%	476
Resolution 8: Re-election of Douglas Robertson	134,999,369	99.98	28,726	0.02	135,028,095	87.25%	476
Resolution 9: Re-election of Thomas Sweet-Escott	132,098,704	97.83	2,929,391	2.17	135,028,095	87.25%	476
Resolution 10: Authority to allot new shares	135,023,704	100.00	4,867	0.00	135,028,571	87.25%	0
Resolution 11: Political donations	128,910,239	95.47	6,117,428	4.53	135,027,667	87.25%	904

VOTES OF INDEPENDENT SHAREHOLDERS ON THE RESOLUTIONS CONCERNING THE RE-ELECTION OF THE INDEPENDENT NON-EXECUTIVE DIRECTORS							
Ordinary resolutions	Votes for	% Votes for ¹	Votes against	% Votes against ¹	Total votes validly cast	% of Issued share capital voted ^{1,2,4}	Votes withheld ²
Resolution 2: Re-election of Neil Sachdev	57,039,804	99.95	29,202	0.05	57,069,006	74.31%	476
Resolution 7: Re-election of Amanda Burton	57,040,280	99.95	28,726	0.05	57,069,006	74.31%	476
Resolution 8: Re-election of Douglas Robertson	57,040,280	99.95	28,726	0.05	57,069,006	74.31%	476

Special resolutions	Votes for	% Votes for ¹	Votes against	% Votes against ¹	Total votes validly cast	% of Issued share capital voted ^{1,2,3}	Votes withheld ²
Resolution 12: Dis-application of pre-emption rights	125,504,931	92.95	9,523,640	7.05	135,028,571	87.25%	0
Resolution 13: Authority to purchase own shares	134,948,751	99.94	79,820	0.06	135,028,571	87.25%	0
Resolution 14: Electronic communications	135,025,622	100.00	2,949	0.00	135,028,571	87.25%	0
Resolution 15: Notice of general meetings	134,930,519	99.93	98,052	0.07	135,028,571	87.25%	0

Notes:

1. The percentages above are rounded to two decimal places.
2. A "vote withheld" is not a vote in law and is not counted in the calculation of the proportion of votes "for" or "against" a resolution.
3. The number of ordinary shares in issue on 16 June 2015 was 154,761,904. Shareholders are entitled to one vote per share.
4. The number of ordinary shares in issue on 16 June 2015 controlled by Independent Shareholders as defined in the explanatory notes to the Notice of the Annual General Meeting circulated on 11 May 2015.

Copies of resolutions 12 to 15, being resolutions other than resolutions concerning ordinary business passed by the Company at the above AGM, have been submitted to the National Storage Mechanism and will shortly be available for inspection at www.morningstar.co.uk/uk/NSM.

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