

Proxy voting on resolutions at the Annual General Meeting of Helical Bar plc held on 23 July 2008

Ordinary business

1. To receive and consider the accounts of the Company for the year ended 31 March 2008 together with the reports of the Directors and the auditors thereon;

Proxy votes for: 69,290,260
Discretionary proxy votes: 47,302
Proxy votes against: 89,100
Proxy votes withheld: 883,412

2. To declare a final dividend of 2.75 pence per ordinary share of 1 pence each in the capital of the Company, as recommended by the Directors of the Company;

Proxy votes for: 70,176,642
Discretionary proxy votes: 45,037
Proxy votes against: 88,395
Proxy votes withheld: 0

3. To re-elect Mr C. G. H. Weaver, who having served more than nine years on the Board, offers himself for re-election as a Director of the Company, in accordance with the Financial Reporting Council's Combined Code on Corporate Governance;

Proxy votes for: 53,810,337
Discretionary proxy votes: 47,302
Proxy votes against: 1,159,622
Proxy votes withheld: 15,292,813

4. To re-elect Mr W. J. Weeks, who retires by rotation, as a Director of the Company;

Proxy votes for: 70,187,660
Discretionary proxy votes: 47,302
Proxy votes against: 74,409
Proxy votes withheld: 703

5. To re-elect Mr M. C. Bonning-Snook who, having been first appointed as a Director on 1 August 2007 offers himself for re-election, as a Director of the Company;

Proxy votes for: 69,635,084
Discretionary proxy votes: 47,302
Proxy votes against: 547,585
Proxy votes withheld: 80,103

6. To re-elect Mr J. S. Pitman who, having been first appointed as a Director on 1 August 2007 offers himself for re-election, as a Director of the Company;

Proxy votes for: 69,635,084
Discretionary proxy votes: 47,302
Proxy votes against: 626,985
Proxy votes withheld: 703

7. To re-appoint Grant Thornton UK LLP as auditors until the conclusion of the next general meeting of the Company at which accounts are laid; and

Proxy votes for: 70,263,240
Discretionary proxy votes: 45,037
Proxy votes against: 1,797
Proxy votes withheld: 0

8. To authorise the Directors to fix the remuneration of the auditors.

Proxy votes for: 70,263,634
Discretionary proxy votes: 45,037
Proxy votes against: 1,000
Proxy votes withheld: 403

Special business

To consider and, if thought fit, pass the following resolutions, of which resolutions 9 and 10 will be proposed as ordinary resolutions and resolutions 11, 12 and 13 will be proposed as special resolutions:

9. That the directors' remuneration report for the year ended 31 March 2008 be and is hereby approved;

Proxy votes for: 69,861,420
Discretionary proxy votes: 46,037
Proxy votes against: 101,242
Proxy votes withheld: 301,375

10. That, in substitution for all unused existing authorities, the Directors be and they are hereby generally and unconditionally authorised, pursuant to Section 80 of the Companies Act 1985 (the "Act") Act, to exercise all powers of the Company to allot relevant securities (as defined in Section 80 of the Act) up to an aggregate nominal amount of £319,108 provided that this authority shall expire on 22 July 2009 save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of any such offer or agreement as if the authority conferred hereby had not expired;

Proxy votes for: 70,261,706
Discretionary proxy votes: 45,037
Proxy votes against: 2,331
Proxy votes withheld: 1,000

11. That, the Directors be and are hereby empowered pursuant to Section 95(1) of the Act to:

(a) subject to the passing of resolution 10 above, allot equity securities (as defined in Section 94 of the Act) for cash pursuant to the authority conferred by resolution 10 above as if Section 89(1) of the Act did not apply to any such allotment; and

(b) sell relevant shares (as defined in Section 94(5) of the Act) in the Company if, immediately before the sale, such shares are held by the Company as treasury shares (as defined in Section 162A(3) of the Act) ("Treasury Shares") for cash (as defined in Section 162D(2) of the Act), as if Section 89(1) of the Act did not apply to any such sale, provided that such power shall be limited to the allotment of equity securities and the sale of Treasury Shares:

(i) in connection with or pursuant to a rights issue or open offer or any other pre-emptive offer in favour of ordinary shareholders in proportion (as nearly as practicable) to the respective number of equity securities held by them on the record date for such allotment but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with fractional entitlements, Treasury Shares, record dates or legal or practical problems arising under the laws of any overseas territory or the requirements of any regulatory body or stock exchange in any territory or any other matter whatsoever; and

(ii) (otherwise than pursuant to sub-paragraph (i) above) up to an aggregate maximum nominal amount of £47,866; and this power shall expire on 22 July 2009, save that the Company may before the expiry of such power make an offer or agreement which would or might require equity securities to be allotted, or treasury shares to be sold, after such expiry and the Directors may allot equity securities or sell treasury shares in pursuance of such offer or agreement as if the power conferred hereby had not expired;

Proxy votes for: 70,235,229
Discretionary proxy votes: 45,037
Proxy votes against: 28,428
Proxy votes withheld: 1,380

12. That the Company is hereby generally and unconditionally authorised for the purposes of Section 166 of the Act to make one or more market purchases (within the meaning of Section 163(3) of the Act) on the London Stock Exchange of any of the ordinary shares of 1 pence each in the capital of the Company ("Ordinary Shares") on such terms and in such manner as the Directors may from time to time determine and, where such shares are held as treasury shares, the Company may use them for the purposes of its employee share schemes, provided that:

(a) the maximum number of Ordinary Shares hereby authorised to be purchased is 9,563,672;

(b) the maximum price which may be paid for an Ordinary Share is an amount equal to 105 per cent. of the average of the middle market quotations for an Ordinary Share as derived from the London Stock Exchange's Daily Official List for the five business days immediately preceding the day on which the Ordinary Share is contracted to be purchased;

(c) the minimum price which shall be paid for an Ordinary Share is 1 pence (exclusive of expenses, if any);

(d) the authority hereby conferred shall be in lieu of any existing authority conferred by ordinary or special resolution to purchase Ordinary Shares (but without prejudice to any purchase of Ordinary Shares previously made pursuant to such authority);

(e) unless previously renewed, revoked or varied, the authority hereby conferred shall expire at the conclusion of the next annual general meeting of the Company or on 30 September 2009, whichever is the earlier, unless such authority is renewed prior to such time; and

(f) the Company may make a contract to purchase the Ordinary Shares under the authority hereby conferred prior to the expiry of such authority which will or may be executed wholly or partly after the expiry of such authority and may make purchases of Ordinary Shares in pursuance of any such contract as if this authority had not expired; and

Proxy votes for: 70,264,657
Discretionary proxy votes: 45,037
Proxy votes against: 380
Proxy votes withheld: 0

13. (a) That with immediate effect, the proposed new articles of association (the "New Articles") of the Company as submitted to the meeting marked "X" and initialled by the Chairman for the purposes of identification be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company; and

(b) That with effect from 00.01 a.m. on 1 October 2008 (or such later date as section 175 of the Companies Act 2006 shall be brought into force), the New Articles be amended by the insertion of new Article 104.7 in the form of the draft produced to the meeting marked 'Y' and initialled by the Chairman for the purposes of identification.

Proxy votes for: 68,095,370
Discretionary proxy votes: 51,452
Proxy votes against: 170,518
Proxy votes withheld: 1,992,734