

**Holidaybreak plc**  
**2010 Annual General Meeting**  
**Results of Proxy Voting**

<u>Resolution</u>	<u>Votes for</u>	<u>Votes against</u>	<u>Discretion</u>	<u>Withheld</u>
1. To receive and consider the Directors' Report, Auditors Report and the audited financial statements	58,977,401	40,945	11,480	0
2. To declare a final dividend on the ordinary shares in the Company	58,766,036	251,856	11,934	0
3. To approve the Directors' Remuneration Report	56,958,768	8,312	19,173	2,043,57
4. To re-elect Bob Baddeley as a Director	57,914,582	754,261	16,488	344,495
5. To re-elect James Greenbury as a Director	57,799,704	1,212,191	14,820	3,111
6. To reappoint John Coleman as a Director	57,501,537	1,167,880	14,860	345,549
7. To reappoint Deloitte LLP as auditors of the Company	56,299,722	1,923,820	12,134	794,150
8. To authorise the Audit Committee to fix the auditors' remuneration	57,434,016	1,580,518	12,222	3,070
9. To authorise political donations and political expenditure	57,439,410	932,027	10,492	647,897
10. To authorise Directors to allot relevant securities	58,971,177	41,639	16,288	722
11. To disapply pre-emption rights	58,699,606	8,225	14,094	307,901
12. To authorise the purchases of own shares	59,004,713	11,801	13,312	0
13. To authorise the Company to call general meetings on 14 clear days' notice	57,688,869	1,325,922	14,458	577
14. To amend the Company's Articles of Association	57,413,219	1,255,573	16,476	344,558
<b>Total issued share capital at 22 February 2010</b>	<b>70,571,606</b>			
Total number of shares included in proxy cards	59,029,826			
Total % issued share capital represented by proxy	83.6%			

Notes

- It should be noted that the appointment of a proxy is not an unequivocally precise indicator of the way that the shareholder would have voted on a poll, it merely reflects their intention at the time the instruction was given. Voting instructions can be changed at any time prior to a poll being demanded and a shareholder, having lodged a proxy, is still entitled to attend the Meeting and having heard/participated in the debate vote their shares themselves as they see fit.
- The 'vote withheld' totals indicate those members who have abstained on a particular resolution. 'Vote withheld' is not a vote in law and has not been counted in the calculation of the proportion of votes 'for' and 'against' a resolution.