

Holidaybreak plc
2009 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	38,684,316	1,799	17,552	0
2. To declare a final dividend on the ordinary shares in the Company	38,682,670	1,117	17,295	2,585
3. To approve the Directors' Remuneration Report	37,378,959	1,120,778	18,801	185,128
4. To re-elect Carl Michel as a Director	38,172,494	329,903	18,869	182,400
5. To re-elect Steve Whitfield as a Director	37,364,294	1,138,103	18,869	182,400
6. To reappoint Chris Stephens as a Director	38,651,979	30,587	18,869	2,232
7. To reappoint Neil Bright as a Director	38,652,521	30,045	18,869	2,232
8. To reappoint Deloitte LLP as auditors of the Company	38,172,148	512,938	18,580	0
9. To authorise the Audit Committee to fix the auditors' remuneration	38,473,832	208,767	20,221	847
10. To authorise political donations and political expenditure	37,658,675	311,914	14,795	718,282
11. To authorise Directors to allot relevant securities	38,675,861	5,961	19,295	2,550
12. To disapply pre-emption rights	38,668,702	8,959	21,801	4,205
13. To authorise the purchases of own shares	38,674,890	8,074	18,453	2,250
14. To amend the Company's Articles of Association	38,646,664	31,861	19,652	5,490
Total issued share capital at 22 February 2009	48,857,266			
Total number of shares included in proxy cards	38,703,667			
Total % issued share capital represented by proxy	79.22%			

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.