

MAN GROUP plc AGM HELD 7 JULY 2004

Statement of forms of proxy validly received

Resolution	FOR		DISCRETIONARY		AGAINST		ABSTENTIONS		TOTAL	
	Votes	Cards	Votes	Cards	Votes	Cards	Votes	Cards	Votes	Cards
1. Report & Accounts	158,900,648	1,042	3,725,687	67	742,130	6	5,634,204	12	169,002,669	1,127
2. Remuneration Report	133,016,804	801	3,728,252	70	12,458,953	160	19,798,660	122	169,002,669	1,153
3. Final Dividend	165,053,042	1,043	3,730,393	73	4,198	1	215,036	3	169,002,669	1,120
4. Re-elect JR Aisbitt	160,927,215	974	3,738,878	77	2,614,518	43	1,722,058	36	169,002,669	1,130
5. Re-elect CM Chambers	162,153,605	1,002	3,737,657	76	2,893,321	46	218,086	6	169,002,669	1,130
6. Re-elect JC Nicholls	160,870,727	959	3,791,453	77	2,618,369	57	1,722,120	37	169,002,669	1,130
7. Re-Elect AJ Carnwath	160,929,704	965	3,737,337	75	2,611,108	51	1,724,520	39	169,002,669	1,130
8. Re-elect HA McGrath	157,965,740	994	3,738,644	75	3,598,802	42	3,699,483	28	169,002,669	1,139
9. Re-elect GR Moreno	155,764,016	953	3,742,741	78	7,680,699	93	1,815,213	14	169,002,669	1,138
10. Reappoint Auditors	160,684,382	1,002	3,735,338	78	4,329,891	40	253,058	9	169,002,669	1,129
11. Auditors' Remuneration	164,708,052	1,019	3,736,436	81	339,268	10	218,913	13	169,002,669	1,123
12. Shares in lieu of cash dividend	165,024,225	1,018	3,732,135	74	29,790	22	216,519	6	169,002,669	1,120
13. Capital reduction, increase & redenomination	164,802,594	930	3,743,563	87	221,219	75	235,293	29	169,002,669	1,121
14. Redenomination changes to Articles of Association	164,942,212	932	3,742,539	87	83,942	74	233,976	27	169,002,669	1,120
15. Allot Securities (S.80)	162,349,077	957	3,798,359	89	2,633,419	63	221,814	18	169,002,669	1,127
16. Pre-emption rights (S.95)	164,735,481	945	3,740,419	85	502,754	80	24,015	15	169,002,669	1,125
17. Purchase of Shares (S.166)	164,963,699	1,010	3,734,337	76	87,749	28	216,884	8	169,002,669	1,122
18. Amend Articles of Association re Directors' fees	163,858,398	922	4,797,252	89	116,955	88	230,064	23	169,002,669	1,122