

**RENISHAW plc**

**PROXY APPOINTMENT DISCLOSURE**

The AGM of Renishaw plc (the “Company”) was held on 13 October 2006

Proxy appointments<sup>(a)</sup> were received from shareholders representing 62,640,451 shares amounting to 86.06% of the issued share capital.

Total number of shares in issue : 72,788,543

The resolutions were passed by the shareholders at the AGM on a show of hands. The following levels of proxy appointments and associated instructions had been received by the Company up to 48 hours prior to the time of the meeting:

Resolution number	For		Against		Chairman’s discretion		Total proxy votes cast
	No of shares	% of total votes cast	No of shares	% of total votes cast	No of shares	% of total votes cast	
1	61,161,837	97.64	523,222	0.83	955,392	1.53	62,640,451
2	61,685,945	98.48	0	0	953,351	1.52	<sup>(b)</sup> 62,639,296
3	61,671,114	98.46	8,300	0.01	959,442	1.53	<sup>(c)</sup> 62,638,856
4	61,671,114	98.46	8,300	0.01	959,442	1.53	<sup>(d)</sup> 62,638,856
5	60,128,107	96.40	1,286,816	2.06	958,651	1.54	<sup>(e)</sup> 62,373,574
6	61,477,111	98.14	207,989	0.33	955,351	1.53	62,640,451
7	61,670,123	98.45	10,677	0.02	959,651	1.53	62,640,451

**Resolutions:**

- 1 To adopt the audited financial statements and directors’ report
- 2 To declare a final dividend
- 3 To re-elect Mr B R Taylor as a director
- 4 To re-elect Mr J P McGeehan as a director
- 5 To approve the directors’ remuneration report
- 6 To re-appoint the auditors and to authorise the directors to determinate their remuneration
- 7 To authorise the Company to purchase its own shares

**Notes:**

(a) The appointment of a proxy is not a precise indicator of the way that the shareholder would have voted on a poll. It merely reflects the shareholder’s intention at the time the instruction was given. Voting instructions can be changed at any time prior to a poll being completed and shareholders having lodged a proxy appointment, are still entitled to attend the meeting and vote their shares themselves as they wish.

(b) Shareholders representing 1,155 shares directed on their proxy cards that the proxy should abstain.

(c) Shareholders representing 1,595 shares directed on their proxy cards that the proxy should abstain.

(d) Shareholders representing 1,595 shares directed on their proxy cards that the proxy should abstain.

(e) Shareholders representing 266,877 shares directed on their proxy cards that the proxy should abstain.