

Tuesday 15 December 2015

**Volution Group plc
Results of Annual General Meeting**

Volution Group plc (the “Company”, LSE: FAN) a leading supplier of ventilation products to the residential and commercial construction market, announces that all resolutions put to the Annual General Meeting held at 11.00am on 15 December 2015 at Norton Rose Fulbright LLP, 3 More London Riverside, London SE1 2AQ, were duly passed on a poll. The results of the poll, incorporating the proxy votes lodged in advance of the meeting, are set out below.

Resolution		FOR ¹		AGAINST		WITHHELD ²	TOTAL VOTE
		Number of votes	% of votes cast	Number of votes	% of votes cast	Number of votes	Number of votes
VOTES OF ALL SHAREHOLDERS							
01	Annual Report and Accounts	189,469,603	100.00%	0	0.00%	0	189,469,603
02	Directors’ Remuneration Report	183,934,721	100.00%	0	0.00%	5,534,882	189,469,603
03	Final Dividend	189,469,603	100.00%	0	0.00%	0	189,469,603
04	Re-elect Peter Hill	189,469,603	100.00%	0	0.00%	0	189,469,603
05	Re-elect Adrian Barden	189,469,603	100.00%	0	0.00%	0	189,469,603
06	Re-elect Gavin Chittick	189,469,603	100.00%	0	0.00%	0	189,469,603
07	Re-elect Ian Dew	189,469,603	100.00%	0	0.00%	0	189,469,603
08	Re-elect Ronnie George	189,469,603	100.00%	0	0.00%	0	189,469,603
09	Re-elect Paul Hollingworth	189,469,603	100.00%	0	0.00%	0	189,469,603
10	Re-elect Tony Reading	188,173,184	100.00%	0	0.00%	1,296,419	189,469,603
11	Re-appoint auditor	189,469,603	100.00%	0	0.00%	0	189,469,603
12	Remuneration of auditor	189,469,603	100.00%	0	0.00%	0	189,469,603
13	Authority to incur Political donations	181,384,834	95.73%	8,084,769	4.27%	0	189,469,603
14	Authority to allot shares	187,866,045	99.15%	1,603,558	0.85%	0	189,469,603
15 ³	Authority to disapply pre-emption rights	180,458,947	95.24%	9,010,656	4.76%	0	189,469,603
16 ³	Authority to call a general meeting on 14 clear days’ notice	188,856,885	99.68%	612,718	0.32%	0	189,469,603

VOTES OF SHAREHOLDERS EXCLUDING CONTROLLING SHAREHOLDER							
05	Re-elect Adrian Barden	104,718,516	100.00%	0	0.00%	0	104,718,516
09	Re-elect Paul Hollingworth	104,718,516	100.00%	0	0.00%	0	104,718,516
10	Re-elect Tony Reading	103,422,097	100.00%	0	0.00%	1,296,419	104,718,516

Notes:

1. Any proxy appointments giving discretion to the Chairman of the Meeting have been included in the "For" totals above.
2. A vote "Withheld" is not a vote in law and is not counted in the calculation of the votes "For" or "Against" a resolution.
3. Indicates Special Resolutions requiring a 75% majority to be passed.
4. As the Company has a controlling shareholder (Windmill Holdings B.V.) as defined in the Financial Conduct Authority's Listing Rules, each resolution to elect an independent director (resolutions 5, 9 & 10) has under Listing Rule 9.2.2E been approved by a majority of the votes cast by:
 - the shareholders of the Company as a whole; and
 - the independent shareholders of the Company, that is, all the shareholders entitled to vote on each resolution excluding the controlling shareholder.
5. The Company's total ordinary shares in issue (total voting rights) as at 15 December 2015, was 200,000,000 ordinary shares of 1 pence each. The total ordinary shares (total voting rights) held by shareholders excluding the controlling shareholder as at 15 December 2015 was 115,248,913 ordinary shares of 1 pence each. Ordinary shareholders are entitled to one vote per ordinary share held.
6. The proxy votes received, including votes withheld, amount to 94.73% of the total issued share capital.

In accordance with UK Listing Rule 9.6.2 copies of all the resolutions passed other than resolutions concerning ordinary business have been submitted to the UK Listing Authority via the National Storage Mechanism and will shortly be available for inspection at www.Hemscott.com/nsm.do.

The Notice of Annual General Meeting 2015 together with the Annual Report and Accounts 2015 can be found on the Company's website at: <http://www.volutiongroupplc.com/investors/reports-results-and-presentations>

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Enquiries:

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Notes to Editors:

Volution Group plc (LSE: FAN) is a leading supplier of ventilation products to the residential and commercial construction market in the UK and northern Europe.

The Group sold approximately 21 million ventilation products and accessories in the twelve months ended 31 July 2015. The Volution Group operates through two divisions: the Ventilation Group and the OEM (Torin-Sifan) division. The Ventilation Group consists of 7 key brands - Vent-Axia, Manrose, Fresh, PAX, inVENTer, Brüggemann and Ventilair focused primarily on the UK, Nordic, German and Benelux ventilation markets. The Ventilation Group principally supplies ventilation products for residential and commercial ventilation applications. The OEM division (Torin-Sifan), supplies motors, fans and blowers to OEMs of heating and ventilation products for both residential and commercial construction applications in Europe.

For more information, please go to: <http://www.volutiongroupplc.com/>