

## STAGECOACH GROUP PLC - ANNUAL GENERAL MEETING 2009

The proxy votes received in respect of each of the resolutions proposed to shareholders at the Company's Annual General Meeting ("AGM") held on 28 August 2009 were as follows:

Resolution	Votes For	Votes at Chairman's discretion	% for	Votes Against	% against	Total votes	Votes Withheld
1. To receive the Company's Annual Report, including the Directors' report, the Auditors' report and the financial statements for the year ended 30 April 2009	501,537,998	1,072,549	99.96	195,732	0.04	502,806,279	1,410,836
2. To approve the Directors' remuneration report for the financial year ended 30 April 2009	493,362,231	1,149,491	99.06	4,693,160	0.94	499,204,882	5,012,232
3. To declare a final dividend of 4.2p per ordinary share	503,100,268	1,052,725	99.99	49,652	0.01	504,202,645	14,470
4. To re-elect Ewan Brown as a Director	476,283,423	1,167,435	98.77	5,934,592	1.23	483,385,450	20,831,665
5. To re-elect Ann Gloag as a Director	499,264,559	1,143,956	99.26	3,714,669	0.74	504,123,184	93,931
6. To re-elect Martin Griffiths as a Director	501,488,582	1,177,069	99.72	1,421,259	0.28	504,086,910	130,205
7. To re-elect Sir George Mathewson as a Director	501,407,944	1,169,786	99.71	1,481,559	0.29	504,059,289	157,826
8. To re-elect Robert Speirs as a Director	469,115,841	1,366,150	99.45	2,614,233	0.55	473,096,224	31,120,891
9. To re-appoint PricewaterhouseCoopers LLP as auditors of the Company	501,121,982	1,219,478	99.64	1,815,376	0.36	504,156,836	60,279
10. To authorise the Directors to determine the auditors' remuneration	502,244,575	1,231,236	99.89	536,610	0.11	504,012,421	204,694
11. To authorise the Company and its subsidiaries to make political donations.	491,867,209	1,206,601	97.90	10,578,318	2.10	503,652,128	564,987
12. To increase the authorised share capital of the Company	501,008,944	1,223,181	99.72	1,395,684	0.28	503,627,809	589,305
13. To authorise the directors to allot relevant securities	491,320,825	1,237,856	98.90	5,486,532	1.10	498,045,213	6,171,901
14. To approve the disapplication of pre-emption rights	501,660,205	1,296,061	99.84	828,098	0.16	503,784,364	432,751
15. To renew the share buy-back authority	502,299,056	1,215,811	99.90	487,847	0.10	504,002,714	214,401
16. To approve the notice period for calling general meetings	497,507,686	1,205,498	98.94	5,333,312	1.06	504,046,496	170,619

### Notes:

- The percentage of votes "for" each resolution is calculated taking the aggregate of proxy instructions "for", and the votes at the Chairman's discretion, in respect of that resolution.
- The percentages of votes "for" and "against" each resolution are expressed as a percentage of the total of (1) the votes "for"; (2) votes at the discretion of the chairman; and (3) votes "against" the resolution. A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes "for" and "against" a resolution.
- Resolutions 1 to 13 were passed as ordinary resolutions and resolutions 14 to 16 were passed as special resolutions.
- The total number of shares in issue at the date of the AGM was 719,764,525