



PHOENIX GROUP

Phoenix Group Holdings Results of Annual General Meeting 2 May 2013

Phoenix Group Holdings (the "Company") announces that at the Annual General Meeting convened and held on 2 May 2013 at 1st Floor, 32 Commercial Street, St Helier, Jersey, all the proposed resolutions, as detailed within the notice of meeting, were passed by a vote on a show of hands.

Proxy votes received were as follows:

Annual General Meeting

Description of Resolution	Votes for	Votes against	Discretion	Votes withheld*
1. To receive the report of the Directors and the financial statements for the year ended 31 December 2012 together with the auditor's report thereon	147,208,191 (99.99%)	0 (0.00%)	4,305 (0.01%)	0
2. To approve the Directors' Remuneration Report for the year ended 31 December 2012	146,109,177 (99.25%)	1,096,716 (0.74%)	4,305 (0.01%)	2,298
3. To authorise the Directors to allot new Equity Securities	146,862,163 (99.76%)	344,447 (0.23%)	4,305 (0.01%)	1,581
4. To authorise the limited disapplication of pre-emption rights	146,477,580 (99.50%)	732,372 (0.49%)	2,513 (0.01%)	31
5. To authorise the Company to purchase its own Ordinary Shares	147,190,600 (99.98%)	15,345 (0.01%)	4,305 (0.01%)	2,246
6. To re-elect Rene-Pierre Azria as a director	146,857,620 (99.76%)	350,519 (0.23%)	4,357 (0.01%)	0
7. To re-elect Clive Bannister as a director	147,059,124 (99.90%)	149,067 (0.09%)	4,305 (0.01%)	0
8. To re-elect David Barnes as a director	142,639,326 (97.56%)	3,564,033 (2.43%)	4,305 (0.01%)	1,004,832



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9. To re-elect Ian Cormack as a director	145,966,935 (99.84%)	236,424 (0.15%)	4,305 (0.01%)	1,004,832
10. To re-elect Tom Cross Brown as a director	145,764,342 (99.70%)	439,017 (0.29%)	4,305 (0.01%)	1,004,832
11. To re-elect Manjit Dale as a director	140,510,747 (96.10%)	5,692,612 (3.89%)	4,305 (0.01%)	1,004,832
12. To re-elect Isabel Hudson as a director	145,286,760 (98.69%)	1,921,431 (1.30%)	4,305 (0.01%)	0
13. To re-elect Alastair Lyons as a director	144,111,888 (98.57%)	2,090,277 (1.42%)	4,305 (0.01%)	1,006,026
14. To re-elect Hugh Osmond as a director	140,436,659 (96.05%)	5,765,704 (3.94%)	4,314 (0.01%)	1,005,819
15. To re-elect David Woods as a director	147,051,389 (99.89%)	156,793 (0.10%)	4,314 (0.01%)	0
16. To elect Jim McConville as a director	147,060,767 (99.90%)	147,415 (0.09%)	4,314 (0.01%)	0
17. To elect Howard Davies as a director	147,035,023 (99.88%)	173,159 (0.11%)	4,314 (0.01%)	0
18. To declare and approve the payment of a final dividend of 26.7 pence per Ordinary Share for the year ended 31 December 2012	147,207,712 (99.98%)	52 (0.01%)	4,732 (0.01%)	0
19. To re-appoint Ernst & Young Accountants LLP as the Company's Auditor	143,974,316 (98.47%)	2,228,982 (1.52%)	4,314 (0.01%)	1,004,884



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20. To authorise the Directors to determine the amount of the Auditor's Remuneration	145,067,111 (98.54%)	2,141,019 (1.45%)	4,314 (0.01%)	52
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* A "vote withheld" is not a vote in law and is not counted in the calculation of the votes for or against the resolution.

In accordance with Listing Rule 9.6.2, copies of the resolutions passed as special business have been submitted to the National Storage Mechanism and will shortly be available for inspection at www.hemscott.com/nsm.do.

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