

**NewRiver Retail Limited (the “Company”)
Results of proxy voting for General Meeting on Thursday 8 January 2015**



The full text of each resolution is set out in the EGM notice dated 8 December 2014 contained in the Circular of the same date. All forms received appointed the Chairman as proxy. The results of the proxy voting were as follows:

	Resolution	FOR		AGAINST		Total shares represented	% of issued share capital**	No of proxy votes WITHHELD on show of hands	Shares represented by proxy votes withheld***
		Number of shares represented	%	Number of shares represented	%				
1	Ordinary Resolution								
	Authority to allot 27,272,727 Ordinary Shares	68,399,437	99.69%	213,166	0.31%	68,612,603	68.75%	0	0
2	Special Resolution								
	Dis-application of pre-emption rights in relation to the Placing	68,278,701	99.51%	333,562	0.49%	68,612,263	68.75%	1	340

Notes:

** As at the date of the EGM, the total number of shares with voting rights in the Company was 99,805,168. This excluded 496,500 treasury shares.

*** A “vote withheld” is not a vote in law and cannot be counted in the calculation of the votes for and against a resolution.