

GRAFTON GROUP (UK) PLC

Total Number of Shares and Voting Rights as at 29 March 2010, the date of Notice of General Meetings

General Meeting of 'C' Ordinary Shareholders of Grafton Group (UK) plc

The total number of shares in which members are entitled to exercise voting rights at the General Meeting of 'C' Ordinary Shareholders are as follows:

231,012,717 'C' Ordinary Shares of 0.0001p each

On a show of hands each member present (either personally or by proxy) is entitled to one vote. On a poll each member present (either personally or by proxy) is entitled to one vote per share held.

General Meeting of Grafton Group (UK) plc

The total number of shares in which members are entitled to exercise voting rights at the General Meeting of Grafton Group (UK) plc are as follows:

42,550,000 'A' Ordinary Shares of £1.00 each, 100,000 'B' Ordinary Shares of £1.00 each and 231,012,717 'C' Ordinary Shares of 0.0001p each

On a show of hands each member present (either personally or by proxy) is entitled to one vote. On a poll each member present (either personally or by proxy) is entitled to one vote per share held.