ANNUAL GENERAL MEETING: RESOLUTIONS

Wolseley plc (the "Company") is pleased to announce that, at its AGM held earlier today, shareholders passed each of the ordinary and special resolutions by the requisite majorities on a poll. The full text of each resolution is contained in the Notice of Annual General Meeting, which is available on the Company's website, www.wolseley.com.

The total number of votes cast for each resolution is set out in the table below.

Resolution	For	%*	Against	%*	Votes Total	% Votes cast**	Votes Withheld***
1. To receive the Company's Annual Report and Accounts	206,496,158	100.00	3,394	0.00	206,499,552	81.67	19,169
2. To approve the Directors' Remuneration Report	193,161,428	98.11	3,722,912	1.89	196,884,340	77.86	9,634,381
3. To declare a final dividend	206,510,731	100.00	198	0.00	206,510,929	81.67	7,792
4. To re-elect Tessa Bamford	203,910,899	98.74	2,596,703	1.26	206,507,602	81.67	11,119
5. To re-elect John Daly	203,906,549	98.74	2,601,279	1.26	206,507,828	81.67	10,893
6. To re-elect Gareth Davis	188,637,713	92.73	14,779,910	7.27	203,417,623	80.45	3,101,098
7. To re-elect Pilar López	201,308,024	97.48	5,200,100	2.52	206,508,124	81.67	10,597
8. To re-elect John Martin	206,094,030	99.80	405,945	0.20	206,499,975	81.67	18,746
9. To re-elect Alan Murray	203,857,788	98.72	2,650,213	1.28	206,508,001	81.67	10,720
10. To re-elect Frank Roach	206,102,475	99.80	405,645	0.20	206,508,120	81.67	10,601
11. To re-elect Darren Shapland	203,777,057	98.68	2,730,586	1.32	206,507,643	81.67	11,078
12. To re-elect Jacqueline Simmonds	203,876,657	98.73	2,631,417	1.27	206,508,074	81.67	10,647
13. To re-appoint Deloitte LLP as auditors	206,374,701	99.93	135,193	0.07	206,509,894	81.67	8,827
14. To authorise the Audit Committee to agree the auditor's remuneration	206,501,241	100.00	3,026	0.00	206,504,267	81.67	14,454
15. Authority of limited political expenditure and political donations	204,108,921	99.42	1,183,737	0.58	205,292,658	81.19	1,226,063
16. Authority to allot securities	182,168,854	88.54	23,581,058	11.46	205,749,912	81.37	768,809
17. Authority to disapply pre-emption rights	198,794,245	96.29	7,659,725	3.71	206,453,970	81.65	64,751
18. Additional authority to disapply pre-emption rights for specified capital investment	182,407,372	88.35	24,045,278	11.65	206,452,650	81.65	66,071
19. Authority to purchase own shares	197,874,315	96.38	7,429,034	3.62	205,303,349	81.19	1,215,372

* percentage of votes cast excludes withheld votes
** percentage of issued share capital (excluding 13,779,023 treasury shares)
*** a vote withheld is not a vote in law and is not counted in the calculation of the proportion of the votes "For" or "Against" a resolution

As at 27 November 2016, the Company:

(i) had 266,636,106 issued ordinary shares of $10^{53}/_{66}$ pence, each ordinary share having one vote;

(ii) held 13,779,023 ordinary shares in treasury. The voting rights of treasury shares are automatically suspended; and

(iii) accordingly, had total voting rights of 252,857,083.

For further information please contact:

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