

Enstar Group LTD  
Form 8-K  
June 30, 2011

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 8-K  
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): June 28, 2011**

**Enstar Group Limited**

(Exact name of registrant as specified in its charter)

Bermuda

001-33289

N/A

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

P.O. Box HM 2267, Windsor Place, 3<sup>rd</sup> Floor  
18 Queen Street, Hamilton HM JX Bermuda

N/A

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (441) 292-3645

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

(a) On June 28, 2011, Enstar Group Limited (the "Company") held its Annual General Meeting of Shareholders (the "Annual Meeting").

(b) At the Annual Meeting, the shareholders voted on the following 13 proposals and cast their votes as described below.

1. Proposal No. 1A: Approval of the issuance of additional securities in the Third Closing of the private placement of securities to affiliates of Goldman, Sachs & Co. (the "Private Placement") described in the Company's Definitive Proxy Statement, filed with the Securities and Exchange Commission on May 24, 2011 (the "Proxy Statement"). This proposal was approved.

|  | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--|------------|----------------|----------------|-----------------------------|
|  | 10,131,277 | 66,185         | 14,375         | 1,467,359                   |

2. Proposal No. 1B: Amendment to the Company's bye-laws to reallocate the authorized share capital in connection with the Private Placement. This proposal was approved.

|  | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--|------------|----------------|----------------|-----------------------------|
|  | 10,139,587 | 58,672         | 13,578         | 1,467,359                   |

3. Proposal No. 1C: Amendment to the Company's bye-laws to create additional series of non-voting common shares in connection with the Private Placement. This proposal was approved.

|  | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--|------------|----------------|----------------|-----------------------------|
|  | 10,124,845 | 62,728         | 24,264         | 1,467,359                   |

4. Proposal No. 1D: Amendment to the Company's bye-laws relating to the U.S. Shareholder voting power reduction provision in connection with the Private Placement. This proposal was approved.

|  | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--|------------|----------------|----------------|-----------------------------|
|  | 10,162,358 | 25,954         | 23,525         | 1,467,359                   |

5. Proposal No. 1E: Amendment to the Company's bye-laws relating to the indemnification and exculpation of directors and officers in connection with the Private Placement. This proposal was approved.

|  | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--|------------|----------------|----------------|-----------------------------|
|  | 10,149,697 | 37,835         | 24,305         | 1,467,359                   |

6. Proposal No. 1F: Amendment to the Company's bye-laws relating to the corporate opportunity provision in connection with the Private Placement. This proposal was approved.

|  | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--|------------|----------------|----------------|-----------------------------|
|  | 10,162,457 | 25,811         | 23,569         | 1,467,359                   |

7. Proposal No. 2: Election of Class II Directors. The individuals listed below were elected to serve a term expiring at the annual general meeting of shareholders in 2014.

| <b>Directors</b>                                                                        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-----------------------------------------------------------------------------------------|------------|----------------|----------------|-----------------------------|
| Charles T. Akre, Jr.                                                                    | 8,262,423  | 1,935,023      | 14,391         | 1,467,359                   |
| T. Whit Armstrong                                                                       | 10,043,818 | 159,583        | 8,436          | 1,467,359                   |
| 8. Proposal No. 3: Advisory vote on executive compensation. This proposal was approved. |            |                |                |                             |

|                                                                                                                                                   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------------------------------------------------------------------------------------------------------------------------------------|------------|----------------|----------------|-----------------------------|
|                                                                                                                                                   | 8,481,304  | 1,523,663      | 206,870        | 1,467,359                   |
| 9. Proposal No. 4: Advisory vote on the frequency of future advisory votes on executive compensation. This proposal received the following votes: |            |                |                |                             |

|                                                                                                                                          | <b>1 Year</b> | <b>2<br/>Years</b> | <b>3 Years</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------------------------------------------------------------------------------------------------------------------------|---------------|--------------------|----------------|----------------|-----------------------------|
|                                                                                                                                          | 9,092,005     | 2,464              | 910,603        | 206,765        | 1,467,359                   |
| 10. Proposal No. 5: Amendment to the Company's bye-laws regarding the deemed delivery of electronic records. This proposal was approved. |               |                    |                |                |                             |

|                                                                                                                                                                                                                                                                                                                                                                                                  | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker Non-Votes</b> |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|----------------|----------------|-------------------------|
|                                                                                                                                                                                                                                                                                                                                                                                                  | 10,192,021 | 3,597          | 16,219         | 1,467,359               |
| 11. Proposal No. 6: Ratification of the selection of Deloitte & Touche Ltd., Bermuda, to act as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2011 and authorization of the Board of Directors, acting through the Audit Committee, to approve the fees for the independent registered public accounting firm. This proposal was approved. |            |                |                |                         |

|                                                                                                                                                                                                                                                                                                                                                                                                                       | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|----------------|----------------|-----------------------------|
|                                                                                                                                                                                                                                                                                                                                                                                                                       | 11,605,223 | 59,571         | 14,402         | 0                           |
| 12. Proposal No. 7: Election of subsidiary directors identified in Proposal No. 7 of the Company's Proxy Statement. The individuals listed below for the respective subsidiaries received the following votes. The Company's Board of Directors will cause its corporate representative or proxy to vote the shares it holds in its subsidiaries in the same proportion as the votes received at this Annual Meeting. |            |                |                |                             |

7-1 AG AUSTRALIA HOLDINGS LIMITED

| <b>Nominees:</b>     | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|----------------------|------------|----------------|----------------|-----------------------------|
| 1 Paul J. O Shea     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 2 Nicholas A. Packer | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 3 Steven Given       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 4 Sandra O Sullivan  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 5 Nicholas Hall      | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-2 AMERICAN CONCEPT INSURANCE COMPANY

| <b>Nominees:</b>  | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------|------------|----------------|----------------|-----------------------------|
| 6 Karl J. Wall    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 7 Robert Carlson  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 8 Joseph Follis   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 9 Donald Woellner | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 10 Donna L. Stolz | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-3 BANTRY HOLDINGS LTD.

| <b>Nominees:</b>       | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------|------------|----------------|----------------|-----------------------------|
| 11 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 12 Duncan M. Scott     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 13 David Roche         | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-4 B.H. ACQUISITION LIMITED

| <b>Nominees:</b>       | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------|------------|----------------|----------------|-----------------------------|
| 14 Richard J. Harris   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 15 Paul J. O Shea      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 16 David Roche         | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 17 Adrian C. Kimberley | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-5 BLACKROCK HOLDINGS LTD.

| <b>Nominees:</b>       | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------|------------|----------------|----------------|-----------------------------|
| 18 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 19 Duncan M. Scott     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 20 David Roche         | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-6 BOSWORTH RUN-OFF LIMITED

| <b>Nominees:</b>  | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------|------------|----------------|----------------|-----------------------------|
| 21 Gareth Nokes   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 22 Alan Turner    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 23 Albert Maass   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 24 Thomas Nichols | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 25 C. Paul Thomas | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

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|                                        |           |         |         |           |
|----------------------------------------|-----------|---------|---------|-----------|
| 26 Brian Walker                        | 9,688,092 | 103,085 | 420,660 | 1,467,359 |
| 7-7 BRAMPTON INSURANCE COMPANY LIMITED |           |         |         |           |

| <b>Nominees:</b>                    | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------------------|------------|----------------|----------------|-----------------------------|
| 27 Max Lewis                        | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 28 Thomas Nichols                   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 29 Gareth Nokes                     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 30 C. Paul Thomas                   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 31 Alan Turner                      | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 32 Steven Western                   | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-8 BRITTANY INSURANCE COMPANY LTD. |            |                |                |                             |

| <b>Nominees:</b>       | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------|------------|----------------|----------------|-----------------------------|
| 33 Paul J. O Shea      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 34 Richard J. Harris   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 35 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 36 David Rocke         | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 37 Duncan M. Scott     | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-9 CAPITAL ASSURANCE COMPANY INC.

| <b>Nominees:</b>    | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------|------------|----------------|----------------|-----------------------------|
| 38 Karl J. Wall     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 39 Robert Carlson   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 40 Andrea Giannetta | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 41 James Grajewski  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 42 Donna L. Stolz   | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-10 CAPITAL ASSURANCE SERVICES INC.

| <b>Nominees:</b>    | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------|------------|----------------|----------------|-----------------------------|
| 43 Karl J. Wall     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 44 Robert Carlson   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 45 Andrea Giannetta | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 46 James Grajewski  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 47 Donna L. Stolz   | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-11 CASTLEWOOD LIMITED

| <b>Nominees:</b>       | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------|------------|----------------|----------------|-----------------------------|
| 48 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 49 Duncan M. Scott     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 50 Elizabeth DaSilva   | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-12 CAVELL HOLDINGS LIMITED

| <b>Nominees:</b>  | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------|------------|----------------|----------------|-----------------------------|
| 51 Gareth Nokes   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 52 C. Paul Thomas | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 53 Alan Turner    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-13 CAVELL INSURANCE COMPANY LIMITED

| <b>Nominees:</b>  | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------|------------|----------------|----------------|-----------------------------|
| 54 Ian Miller     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 55 Thomas Nichols | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 56 Gareth Nokes   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 57 C. Paul Thomas | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 58 Alan Turner    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-14 CHATSWORTH LIMITED

| <b>Nominees:</b>       | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------|------------|----------------|----------------|-----------------------------|
| 59 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 60 David Roche         | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 61 Elizabeth DaSilva   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 62 Orla Gregory        | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |

7-15 CHURCH BAY LIMITED

| <b>Nominees:</b>                           | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------------------------------|------------|----------------|----------------|-----------------------------|
| 63 Gary Potts                              | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 64 Jann Skinner                            | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 65 Bruce Bollom                            | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 66 Paul J. O Shea                          | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 67 Nicholas A. Packer                      | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-16 CLAREMONT LIABILITY INSURANCE COMPANY |            |                |                |                             |

| <b>Nominees:</b>    | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------|------------|----------------|----------------|-----------------------------|
| 68 Karl J. Wall     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 69 Robert Carlson   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 70 Joseph Follis    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 71 Andrea Giannetta | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 72 Donna L. Stolz   | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-17 CLARENDON HOLDINGS. INC.

| <b>Nominees:</b>   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------|------------|----------------|----------------|-----------------------------|
| 73 Karl J. Wall    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 74 Cheryl D. Davis | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 75 Donna L. Stolz  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 76 Robert Carlson  | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

| <b>Nominees:</b>   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------|------------|----------------|----------------|-----------------------------|
| 77 Karl J. Wall    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 78 Donna L. Stolz  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 79 Robert Carlson  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 80 Cheryl D. Davis | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

| <b>Nominees:</b>       | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------|------------|----------------|----------------|-----------------------------|
| 81 Richard J. Harris   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 82 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 83 Paul J. O Shea      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 84 David Rocke         | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

| <b>Nominees:</b>      | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-----------------------|------------|----------------|----------------|-----------------------------|
| 85 Nicholas A. Packer | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 86 C. Paul Thomas     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 87 Alan Turner        | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

| <b>Nominees:</b>     | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|----------------------|------------|----------------|----------------|-----------------------------|
| 88 Karl J. Wall      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 89 Robert Carlson    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 90 Thomas J. Balkan  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 91 Joseph Follis     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 92 Andrea Giannetta  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 93 Mark A. Kern      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 94 Raymond Rizzi     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 95 Teresa Reali      | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 96 Donna L. Stolz    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 97 James Grajewski   | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 98 Jay Banskota      | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 99 Richard C. Ryan   | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 100 Rudy A. Dimmiing | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-22 THE COPENHAGEN REINSURANCE COMPANY

| <b>Nominees:</b>                                     | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------------------------------------|------------|----------------|----------------|-----------------------------|
| 101 Thomas Nichols                                   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 102 Gareth Nokes                                     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 103 Alan Turner                                      | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-23 THE COPENHAGEN REINSURANCE COMPANY (UK) LIMITED |            |                |                |                             |

| <b>Nominees:</b>                             | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|----------------------------------------------|------------|----------------|----------------|-----------------------------|
| 104 Thomas Nichols                           | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 105 Gareth Nokes                             | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 106 Alan Turner                              | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 107 C. Paul Thomas                           | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 108 Steven Western                           | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-24 COPENHAGEN REINSURANCE SERVICES LIMITED |            |                |                |                             |

| <b>Nominees:</b>   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------|------------|----------------|----------------|-----------------------------|
| 109 Thomas Nichols | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 110 Gareth Nokes   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 111 Alan Turner    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 112 C. Paul Thomas | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-25 COURTENAY HOLDINGS LTD.

| <b>Nominees:</b>                | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------------------|------------|----------------|----------------|-----------------------------|
| 113 Richard J. Harris           | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 114 David Roche                 | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 115 Adrian C. Kimberley         | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-26 CRANMORE ADJUSTERS LIMITED |            |                |                |                             |

| <b>Nominees:</b>                                | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------------------------------|------------|----------------|----------------|-----------------------------|
| 116 Phillip Cooper                              | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 117 David Ellis                                 | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 118 Gareth Nokes                                | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 119 Steven Norrington                           | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 120 Alan Turner                                 | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 121 Mark Wood                                   | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-27 CRANMORE ADJUSTERS (AUSTRALIA) PTY LIMITED |            |                |                |                             |

| <b>Nominees:</b>             | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------------|------------|----------------|----------------|-----------------------------|
| 122 Steven Given             | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 123 Sandra O Sullivan        | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 124 Nicholas Hall            | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 125 Steven Norrington        | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-28 CRANMORE (ASIA) LIMITED |            |                |                |                             |

| <b>Nominees:</b>                 | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|----------------------------------|------------|----------------|----------------|-----------------------------|
| 126 David Roche                  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 127 Paul J. O Shea               | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 128 Richard J. Harris            | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 129 Adrian C. Kimberley          | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 130 Duncan M. Scott              | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-29 CRANMORE ASIA (PTE) LIMITED |            |                |                |                             |

| <b>Nominees:</b>                | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------------------|------------|----------------|----------------|-----------------------------|
| 131 Ian Belcher                 | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 132 Goh Mei Xuan Michelle       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 7-30 CRANMORE (BERMUDA) LIMITED |            |                |                |                             |

| <b>Nominees:</b>        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|----------------|----------------|-----------------------------|
| 133 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 134 Richard J. Harris   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 135 Duncan M. Scott     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 136 David Roche         | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-31 CRANMORE (US) INC. |            |                |                |                             |

| <b>Nominees:</b>              | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------------|------------|----------------|----------------|-----------------------------|
| 137 Karl J. Wall              | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 138 Cheryl D. Davis           | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 139 Donna L. Stolz            | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 140 Robert Carlson            | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-32 CUMBERLAND HOLDINGS LTD. |            |                |                |                             |

| <b>Nominees:</b>             | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------------|------------|----------------|----------------|-----------------------------|
| 141 Adrian C. Kimberley      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 142 Richard J. Harris        | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 143 Paul J. O Shea           | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 144 David Rocke              | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-33 DENMAN HOLDINGS LIMITED |            |                |                |                             |

| <b>Nominees:</b>      | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-----------------------|------------|----------------|----------------|-----------------------------|
| 145 Richard J. Harris | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 146 Cameron Leamy     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 147 Kenneth Thompson  | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-34 ELECTRICITY PRODUCERS INSURANCE COMPANY (BDA) LIMITED

| <b>Nominees:</b>        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|----------------|----------------|-----------------------------|
| 148 Paul J. O Shea      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 149 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 150 David Roche         | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 151 Richard J. Harris   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 152 Orla Gregory        | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 153 Duncan M. Scott     | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-35 ENSTAR (EU) HOLDINGS LIMITED

| <b>Nominees:</b>  | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------|------------|----------------|----------------|-----------------------------|
| 154 David Hackett | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 155 Gareth Nokes  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 156 Alan Turner   | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-36 ENSTAR (EU) LIMITED

| <b>Nominees:</b>      | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-----------------------|------------|----------------|----------------|-----------------------------|
| 157 David Atkins      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 158 David Grisley     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 159 David Hackett     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 160 Duncan McLaughlin | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 161 Thomas Nichols    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 162 Gareth Nokes      | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 163 Derek Reid        | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 164 C. Paul Thomas    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 165 Alan Turner       | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-37 ENSTAR ACQUISITION LTD.

| <b>Nominees:</b>   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------|------------|----------------|----------------|-----------------------------|
| Gareth Nokes       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 166 C. Paul Thomas | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 167 Alan Turner    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-38 ENSTAR AUSTRALIA HOLDINGS PTY LTD.

| <b>Nominees:</b>       | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------|------------|----------------|----------------|-----------------------------|
| 168 Gary Potts         | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 169 Jann Skinner       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 170 Bruce Bollom       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 171 Paul J. O Shea     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 172 Nicholas A. Packer | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-39 ENSTAR AUSTRALIA LIMITED

| <b>Nominees:</b> | <b>For</b> | <b>Against</b> | <b>Abstain</b> |
|------------------|------------|----------------|----------------|
|------------------|------------|----------------|----------------|

|                             |           |         |         | <b>Broker<br/>Non-Votes</b> |
|-----------------------------|-----------|---------|---------|-----------------------------|
| 173 Nicholas A. Packer      | 9,688,112 | 103,065 | 420,660 | 1,467,359                   |
| 174 Nicholas Hall           | 9,688,112 | 103,065 | 420,660 | 1,467,359                   |
| 175 Steven Given            | 9,688,112 | 103,065 | 420,660 | 1,467,359                   |
| 176 Sandra O Sullivan       | 9,688,092 | 103,085 | 420,660 | 1,467,359                   |
| 7-40 ENSTAR BROKERS LIMITED |           |         |         |                             |

| <b>Nominees:</b>                    | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------------------|------------|----------------|----------------|-----------------------------|
| 177 Richard J. Harris               | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 178 Elizabeth DaSilva               | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 179 Adrian C. Kimberley             | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 180 David Rocke                     | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-41 ENSTAR FINANCIAL SERVICES INC. |            |                |                |                             |

| <b>Nominees:</b>    | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------|------------|----------------|----------------|-----------------------------|
| 181 Robert Carlson  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 182 Cheryl D. Davis | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-42 ENSTAR GROUP OPERATIONS INC.

| <b>Nominees:</b>    | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------|------------|----------------|----------------|-----------------------------|
| 183 Robert Carlson  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 184 Cheryl D. Davis | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-43 ENSTAR HOLDINGS (US) INC.

| <b>Nominees:</b>    | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker Non-<br/>Votes</b> |
|---------------------|------------|----------------|----------------|------------------------------|
| 185 Karl J. Wall    | 9,688,112  | 103,065        | 420,660        | 1,467,359                    |
| 186 Cheryl D. Davis | 9,688,112  | 103,065        | 420,660        | 1,467,359                    |
| 187 Donna L. Stolz  | 9,688,112  | 103,065        | 420,660        | 1,467,359                    |
| 188 Robert Carlson  | 9,688,092  | 103,085        | 420,660        | 1,467,359                    |

7-44 ENSTAR INSURANCE MANAGEMENT SERVICES IRELAND LIMITED

| <b>Nominees:</b>       | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------|------------|----------------|----------------|-----------------------------|
| 189 Nicholas A. Packer | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 190 Orla Gregory       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 191 Richard J. Harris  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 192 Kieran Hayes       | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-45 ENSTAR INVESTMENTS INC.

| <b>Nominees:</b>    | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------|------------|----------------|----------------|-----------------------------|
| 193 Karl J. Wall    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 194 Cheryl D. Davis | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 195 Donna L. Stolz  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 196 Robert Carlson  | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-46 ENSTAR LIMITED

| <b>Nominees:</b>        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|----------------|----------------|-----------------------------|
| 197 Paul J. O Shea      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 198 Richard J. Harris   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 199 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 200 David Rocke         | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 201 Elizabeth DaSilva   | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-47 ENSTAR NEW YORK, INC.

| <b>Nominees:</b>    | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------|------------|----------------|----------------|-----------------------------|
| 202 Karl J. Wall    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 203 Cheryl D. Davis | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 204 Donna L. Stolz  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 205 Robert Carlson  | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-48 ENSTAR (US) INC.

| <b>Nominees:</b>     | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|----------------------|------------|----------------|----------------|-----------------------------|
| 206 Karl J. Wall     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 207 Cheryl D. Davis  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 208 Donna L. Stolz   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 209 Robert Carlson   | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-49 ENSTAR USA INC. |            |                |                |                             |

| <b>Nominees:</b>                         | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------------------------|------------|----------------|----------------|-----------------------------|
| 210 Robert Carlson                       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 211 Cheryl D. Davis                      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 212 Karl J. Wall                         | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-50 FIELDMILL INSURANCE COMPANY LIMITED |            |                |                |                             |

| <b>Nominees:</b>   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------|------------|----------------|----------------|-----------------------------|
| 213 Ian Miller     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 214 Thomas Nichols | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 215 Gareth Nokes   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 216 C.Paul Thomas  | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 217 Alan Turner    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-51 FITZWILLIAM INSURANCE LIMITED

| <b>Nominees:</b>        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|----------------|----------------|-----------------------------|
| 218 Paul J. O Shea      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 219 Richard J. Harris   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 220 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 221 David Roche         | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 222 Nicholas A. Packer  | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-52 FLATTS LIMITED

| <b>Nominees:</b>   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------|------------|----------------|----------------|-----------------------------|
| 223 Gareth Nokes   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 224 C. Paul Thomas | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 225 Alan Turner    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-53 FORSAKRINGSAKTIEBOLAGET ASSURANSINVEST MF

| <b>Nominees:</b>       | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------|------------|----------------|----------------|-----------------------------|
| 226 Mats Hoglund       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 227 Gareth Nokes       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 228 Alan Turner        | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 229 Nicholas A. Packer | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-54 GORDIAN RUNOFF LIMITED

| <b>Nominees:</b>       | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------|------------|----------------|----------------|-----------------------------|
| 230 Gary Potts         | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 231 Jann Skinner       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 232 Bruce Bollom       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 233 Paul J. O Shea     | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 234 Nicholas A. Packer | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-55 GOSHAWK DEDICATED LTD.

| <b>Nominees:</b>   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------|------------|----------------|----------------|-----------------------------|
| 235 Gareth Nokes   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 236 C. Paul Thomas | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 237 Alan Turner    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-56 GOSHAWK HOLDINGS (BERMUDA) LIMITED

| <b>Nominees:</b>        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|----------------|----------------|-----------------------------|
| 238 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 239 Orla Gregory        | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 240 David Roche         | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 241 Richard J. Harris   | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-57 GOSHAWK INSURANCE HOLDINGS LIMITED

| <b>Nominees:</b>                         | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------------------------|------------|----------------|----------------|-----------------------------|
| 242 Gareth Nokes                         | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 243 C. Paul Thomas                       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 244 Alan Turner                          | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-58 GUILDHALL INSURANCE COMPANY LIMITED |            |                |                |                             |

| <b>Nominees:</b>    | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------|------------|----------------|----------------|-----------------------------|
| 245 Kathleen Barker | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 246 Thomas Nichols  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 247 Gareth Nokes    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 248 C. Paul Thomas  | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 249 Alan Turner     | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

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## 7-59 HARPER HOLDINGS SARL

| <b>Nominees:</b>              | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------------|------------|----------------|----------------|-----------------------------|
| 250 Nicholas A. Packer        | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 251 John Cassin               | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 7-60 HARPER INSURANCE LIMITED |            |                |                |                             |

| <b>Nominees:</b>              | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------------|------------|----------------|----------------|-----------------------------|
| 252 Michael H.P. Handler      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 253 Stefan Wehrenberg         | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 254 Dr. Florian von Meiss     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 255 Richard J. Harris         | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 256 Andreas K. Iselin         | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-61 HARRINGTON SOUND LIMITED |            |                |                |                             |

| <b>Nominees:</b>           | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|----------------------------|------------|----------------|----------------|-----------------------------|
| 257 Paul J. O Shea         | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 258 Nicholas A. Packer     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 259 Steven Given           | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 260 Nicholas Hall          | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 261 Sandra O Sullivan      | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-62 HILLCOT HOLDINGS LTD. |            |                |                |                             |

| <b>Nominees:</b>         | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------------|------------|----------------|----------------|-----------------------------|
| 262 Paul J. O Shea       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 263 Adrian C. Kimberley  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 264 Richard J. Harris    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 7-63. HILLCOT RE LIMITED |            |                |                |                             |

| <b>Nominees:</b>                              | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-----------------------------------------------|------------|----------------|----------------|-----------------------------|
| 265 Ian Millar                                | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 266 Thomas Nichols                            | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 267 Gareth Nokes                              | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 268 C. Paul Thomas                            | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 269 Alan Turner                               | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-64. HILLCOT UNDERWRITING MANAGEMENT LIMITED |            |                |                |                             |

| <b>Nominees:</b>            | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-----------------------------|------------|----------------|----------------|-----------------------------|
| 270 Gareth Nokes            | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 271 C. Paul Thomas          | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 272 Alan Turner             | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-65. HOVE HOLDINGS LIMITED |            |                |                |                             |

| <b>Nominees:</b>                         | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------------------------|------------|----------------|----------------|-----------------------------|
| 273 Richard J. Harris                    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 274 Adrian C. Kimberley                  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 275 David Roche                          | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 276 Elizabeth DaSilva                    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-66. HUDSON REINSURANCE COMPANY LIMITED |            |                |                |                             |

| <b>Nominees:</b>        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|----------------|----------------|-----------------------------|
| 277 Paul J. O Shea      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 278 Richard J. Harris   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 279 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 280 David Roche         | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 281 Duncan M. Scott     | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-67. INTER-OCEAN HOLDINGS LTD.

| <b>Nominees:</b>                          | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------------------------|------------|----------------|----------------|-----------------------------|
| 282 Adrian C. Kimberley                   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 283 Duncan M. Scott                       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 284 Richard J. Harris                     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 285 Orla Gregory                          | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-68. INTER-OCEAN REINSURANCE COMPANY LTD |            |                |                |                             |

| <b>Nominees:</b>                             | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|----------------------------------------------|------------|----------------|----------------|-----------------------------|
| 286 Adrian C. Kimberley                      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 287 Duncan M. Scott                          | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 288 Richard J. Harris                        | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 289 Paul J. O Shea                           | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 290 Orla Gregory                             | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-69. INTER-OCEAN REINSURANCE (IRELAND) LTD. |            |                |                |                             |

| <b>Nominees:</b>            | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-----------------------------|------------|----------------|----------------|-----------------------------|
| 291 Richard J. Harris       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 292 Orla Gregory            | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 293 Kevin O Connor          | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 7-70. KENMARE HOLDINGS LTD. |            |                |                |                             |

| <b>Nominees:</b>              | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------------|------------|----------------|----------------|-----------------------------|
| 294 Richard J. Harris         | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 295 Paul J. O Shea            | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 296 Adrian C. Kimberley       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 297 Dominic F. Silvester      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 298 David Roche               | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 299 Nicholas A. Packer        | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-71. KINSALE BROKERS LIMITED |            |                |                |                             |

| <b>Nominees:</b>               | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------------------|------------|----------------|----------------|-----------------------------|
| 300 Philip Hernon              | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 301 Gareth Nokes               | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 302 Alan Turner                | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-72. KNAPTON HOLDINGS LIMITED |            |                |                |                             |

| <b>Nominees:</b>                | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------------------|------------|----------------|----------------|-----------------------------|
| 303 Gareth Nokes                | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 304 C. Paul Thomas              | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 305 Alan Turner                 | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-73. KNAPTON INSURANCE LIMITED |            |                |                |                             |

| <b>Nominees:</b>          | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------------|------------|----------------|----------------|-----------------------------|
| 306 Gareth Nokes          | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 307 Thomas Nichols        | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 308 Jeremy Riley          | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 309 C. Paul Thomas        | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 310 Alan Turner           | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 311 Brian J. Walker       | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-74. LAGUNA LIFE LIMITED |            |                |                |                             |

| <b>Nominees:</b>       | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------|------------|----------------|----------------|-----------------------------|
| 312 Orla Gregory       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 313 Paul J. O Shea     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 314 Nicholas A. Packer | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 315 Richard J. Harris  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 316 Kieran Hayes       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 317 David Allen        | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 318 Alastair Nicoll    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-75. LONGMYND INSURANCE COMPANY LIMITED

| <b>Nominees:</b>   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------|------------|----------------|----------------|-----------------------------|
| 319 Ian Millar     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 320 Gareth Nokes   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 321 Thomas Nichols | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 322 C. Paul Thomas | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 323 Alan Turner    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-76. MARLON INSURANCE COMPANY LIMITED

| <b>Nominees:</b>   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------|------------|----------------|----------------|-----------------------------|
| 324 Gareth Nokes   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 325 Thomas Nichols | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 326 C. Paul Thomas | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 327 Alan Turner    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 328 Steven Western | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-77. MARLON MANAGEMENT SERVICES LIMITED

| <b>Nominees:</b>   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------|------------|----------------|----------------|-----------------------------|
| 329 Gareth Nokes   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 330 C. Paul Thomas | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 331 Alan Turner    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |

7-78. MERCANTILE INDEMNITY COMPANY LIMITED

| <b>Nominees:</b>   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------|------------|----------------|----------------|-----------------------------|
| 332 Ian Millar     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 333 Thomas Nichols | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 334 Gareth Nokes   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 335 C. Paul Thomas | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 336 Alan Turner    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-79. MONGARD LTD.

| <b>Nominees:</b>        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|----------------|----------------|-----------------------------|
| 337 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 338 Duncan M. Scott     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 339 Orla Gregory        | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 340 Richard J. Harris   | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-80. NORDIC RUN-OFF LIMITED

| <b>Nominees:</b>   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------|------------|----------------|----------------|-----------------------------|
| 341 Gareth Nokes   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 342 C. Paul Thomas | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 343 Alan Turner    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |

## 7-81. NEW CASTLE REINSURANCE COMPANY LTD.

| <b>Nominees:</b>        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|----------------|----------------|-----------------------------|
| 344 Richard J. Harris   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 345 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 346 Paul J. O Shea      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 347 David Roche         | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-82. NORTSHORE HOLDINGS LIMITED

| <b>Nominees:</b>        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|----------------|----------------|-----------------------------|
| 348 Elizabeth DaSilva   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 349 Richard J. Harris   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 350 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |

## 7-83. OCEANIA HOLDINGS LTD.

| <b>Nominees:</b>        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|----------------|----------------|-----------------------------|
| 351 Richard J. Harris   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 352 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 353 David Roche         | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |

## 7-84. OVERSEAS REINSURANCE CORPORATION LIMITED

| <b>Nominees:</b>        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|----------------|----------------|-----------------------------|
| 354 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 355 Paul J. O Shea      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 356 Richard J. Harris   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 357 David Rocke         | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-85. PAGET HOLDINGS GMBH LIMITED

| <b>Nominees:</b>        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|----------------|----------------|-----------------------------|
| 358 David Rocke         | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 359 Paul J. O Shea      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 360 Richard J. Harris   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 361 Adrian C. Kimberley | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-86. PROVIDENCE WASHINGTON HOLDINGS, INC.

| <b>Nominees:</b>    | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------|------------|----------------|----------------|-----------------------------|
| 362 Karl J. Wall    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 363 Robert Carlson  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 364 Donald Woellner | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 365 Donna L. Stolz  | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-87. PROVIDENCE WASHINGTON INSURANCE COMPANY

| <b>Nominees:</b>    | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------|------------|----------------|----------------|-----------------------------|
| 366 Karl J. Wall    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 367 Robert Carlson  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 368 Joseph Follis   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 369 Donald Woellner | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 370 Donna L. Stolz  | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-88. PROVIDENCE WASHINGTON INSURANCE SOLUTIONS, LLC

| <b>Nominees:</b>    | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------|------------|----------------|----------------|-----------------------------|
| 371 Karl J. Wall    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 372 Robert Carlson  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 373 Cheryl D. Davis | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 374 Donna L. Stolz  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |

## 7-89. PWAC HOLDINGS INC.

| <b>Nominees:</b>    | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------|------------|----------------|----------------|-----------------------------|
| 375 Karl J. Wall    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 376 Cheryl D. Davis | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 377 Donna L. Stolz  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 378 Robert Carlson  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |

## 7-90. PW ACQUISITION CO.

| <b>Nominees:</b>        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|----------------|----------------|-----------------------------|
| 379 Karl J. Wall        | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 380 Robert Carlson      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 381 Donald Woellner     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 382 Donna L. Stolz      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 7-91. PW HOLDINGS, INC. |            |                |                |                             |

| <b>Nominees:</b>             | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------------|------------|----------------|----------------|-----------------------------|
| 383 Karl J. Wall             | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 384 Robert Carlson           | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 385 Donald Woellner          | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 386 Donna L. Stolz           | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 7-92. REGIS AGENCIES LIMITED |            |                |                |                             |

| <b>Nominees:</b>   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------|------------|----------------|----------------|-----------------------------|
| 387 Gareth Nokes   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 388 C. Paul Thomas | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 389 Alan Turner    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |

## 7-93. REVIR LIMITED

| <b>Nominees:</b>        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|----------------|----------------|-----------------------------|
| 390 Richard J. Harris   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 391 Elizabeth DaSilva   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 392 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 393 David Roche         | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-94. RIVER THAMES INSURANCE COMPANY LIMITED

| <b>Nominees:</b>   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------|------------|----------------|----------------|-----------------------------|
| 394 Max Lewis      | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 395 Ian Millar     | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 396 Thomas Nichols | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 397 Gareth Nokes   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 398 C. Paul Thomas | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 399 Alan Turner    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-95. ROMBALDS LIMITED

| <b>Nominees:</b>  | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------|------------|----------------|----------------|-----------------------------|
| 400 Gareth Nokes  | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 401C. Paul Thomas | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 402 Alan Turner   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |

## 7-96. ROSEMONT REINSURANCE LTD.

| <b>Nominees:</b>        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|----------------|----------------|-----------------------------|
| 403 Paul J. O Shea      | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 404 Orla Gregory        | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 405 Richard J. Harris   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 406 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 407 David Roche         | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

## 7-97. ROYSTON HOLDINGS LTD.

| <b>Nominees:</b>        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|----------------|----------------|-----------------------------|
| 408 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 409 Richard J. Harris   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 410 David Roche         | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 411 Duncan M. Scott     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |

## 7-98. ROYSTON RUN-OFF LTD.

| <b>Nominees:</b>   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------|------------|----------------|----------------|-----------------------------|
| 412 Thomas Nichols | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 413 Gareth Nokes   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 414 C. Paul Thomas | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

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|                                |           |         |         |           |
|--------------------------------|-----------|---------|---------|-----------|
| 415 Alan Turner                | 9,688,092 | 103,085 | 420,660 | 1,467,359 |
| 7-99. SEATON INSURANCE COMPANY |           |         |         |           |

| <b>Nominees:</b>      | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-----------------------|------------|----------------|----------------|-----------------------------|
| 416 Karl J. Wall      | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 417 Robert Carlson    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 418 Joseph Follis     | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 419 Andrea Giannetta  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 420 Donna L. Stolz    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 7-100. SGL NO. 1 LTD. |            |                |                |                             |

| <b>Nominees:</b>      | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-----------------------|------------|----------------|----------------|-----------------------------|
| 421 Richard J. Harris | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 422 Timothy Hanford   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 423 Gareth Nokes      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |

7-101. SGL NO. 3 LTD.

| <b>Nominees:</b>      | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-----------------------|------------|----------------|----------------|-----------------------------|
| 424 Richard J. Harris | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 425 Timothy Hanford   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |

7-102. SHELBOURNE GROUP LIMITED

| <b>Nominees:</b>       | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------|------------|----------------|----------------|-----------------------------|
| 426 Timothy Hanford    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 427 Richard J. Harris  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 428 Philip Martin      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 429 Gareth Nokes       | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 430 Paul J. O Shea     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 431 Nicholas A. Packer | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |

7-103. SHELBOURNE SYNDICATE SERVICES LIMITED

| <b>Nominees:</b>       | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------|------------|----------------|----------------|-----------------------------|
| 432 Norman Bernard     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 433 Paul Carruthers    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 434 Andrew Elliot      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 435 Ewen Gilmour       | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 436 Timothy Hanford    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 437 Richard J. Harris  | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 438 Philip Martin      | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 439 Gareth Nokes       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 440 Paul J. O Shea     | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 441 Nicholas A. Packer | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 442 Darren S. Truman   | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-104. SHELLY BAY HOLDINGS LIMITED

| <b>Nominees:</b>       | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------|------------|----------------|----------------|-----------------------------|
| 443 Nicholas A. Packer | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 444 Paul J. O Shea     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 445 Steven Given       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 446 Sandra O Sullivan  | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 447 Nicholas Hall      | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-105. SIMCOE HOLDINGS LTD.

| <b>Nominees:</b>        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|----------------|----------------|-----------------------------|
| 448 Richard J. Harris   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 449 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 450 David Rocke         | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 451 Elizabeth DaSilva   | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-106. SUN GULF HOLDINGS, INC.

| <b>Nominees:</b>                | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------------------|------------|----------------|----------------|-----------------------------|
| 452 Karl J. Wall                | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 453 Robert Carlson              | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 454 Cheryl D. Davis             | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 455 Donna L. Stolz              | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 7-107. SUNDOWN HOLDINGS LIMITED |            |                |                |                             |

| <b>Nominees:</b>                       | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|----------------------------------------|------------|----------------|----------------|-----------------------------|
| 456 Adrian C. Kimberley                | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 457 David Roche                        | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 458 Richard J. Harris                  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 7-108. TATE & LYLE REINSURANCE LIMITED |            |                |                |                             |

| <b>Nominees:</b>        | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-------------------------|------------|----------------|----------------|-----------------------------|
| 459 Adrian C. Kimberley | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 460 David Roche         | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 461 Richard J. Harris   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |

7-109. TGI AUSTRALIA LIMITED

| <b>Nominees:</b>       | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------------------|------------|----------------|----------------|-----------------------------|
| 462 Gary Potts         | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 463 Jann Skinner       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 464 Bruce Bollom       | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 465 Paul J. O Shea     | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 466 Nicholas A. Packer | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-110. UNIONAMERICA ACQUISITION COMPANY LIMITED

| <b>Nominees:</b>   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------|------------|----------------|----------------|-----------------------------|
| 467 Thomas Nichols | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 468 Gareth Nokes   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 469 C. Paul Thomas | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 470 Alan Turner    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-111. UNIONAMERICA HOLDINGS LIMITED

| <b>Nominees:</b>   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------|------------|----------------|----------------|-----------------------------|
| 471 Thomas Nichols | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 472 Gareth Nokes   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 473 C. Paul Thomas | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 474 Alan Turner    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

7-112. UNIONAMERICA INSURANCE COMPANY LIMITED

| <b>Nominees:</b>    | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------|------------|----------------|----------------|-----------------------------|
| 475 Kathleen Barker | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 476 Thomas Nichols  | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 477 Gareth Nokes    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 478 Jeremy Riley    | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 479 C. Paul Thomas  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 480 Alan Turner     | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |

7-113. UNIONE ITALIANA (UK) REINSURANCE COMPANY LIMITED

| <b>Nominees:</b>   | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|--------------------|------------|----------------|----------------|-----------------------------|
| 481 Ian Millar     | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 482 Thomas Nichols | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 483 Gareth Nokes   | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 484 C. Paul Thomas | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 485 Alan Turner    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |

7-114. VIRGINIA HOLDINGS LTD.

| <b>Nominees:</b>      | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|-----------------------|------------|----------------|----------------|-----------------------------|
| 486 Richard J. Harris | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |

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|                               |           |         |         |           |
|-------------------------------|-----------|---------|---------|-----------|
| 487 Adrian C. Kimberley       | 9,688,112 | 103,065 | 420,660 | 1,467,359 |
| 488 David Roche               | 9,688,112 | 103,065 | 420,660 | 1,467,359 |
| 7-115. YORK INSURANCE COMPANY |           |         |         |           |

| <b>Nominees:</b>    | <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------|------------|----------------|----------------|-----------------------------|
| 489 Karl J. Wall    | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 490 Robert Carlson  | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 491 Joseph Follis   | 9,688,112  | 103,065        | 420,660        | 1,467,359                   |
| 492 Donald Woellner | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |
| 493 Donna L. Stolz  | 9,688,092  | 103,085        | 420,660        | 1,467,359                   |

13. Proposal No. 8: Authorization of proxies to adjourn or postpone the Annual Meeting in their discretion. This proposal was approved.

| <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|------------|----------------|----------------|-----------------------------|
| 11,037,717 | 627,750        | 13,729         | 0                           |

(d) A plurality of shareholders favored an annual vote on the Company's executive compensation. Based on these results, and consistent with the Board's recommendation, the Company will include an advisory vote on executive compensation in its proxy materials annually until the next required vote on the frequency of shareholder votes on executive compensation.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ENSTAR GROUP LIMITED

Date: June 30, 2011

By: /s/ Richard J. Harris  
Richard J. Harris  
Chief Financial Officer