

Gartmore Irish Growth Fund PLC

Result of the Annual General Meeting of Gartmore Irish Growth Fund PLC on 3 September 2009.

Each of the resolutions put to shareholders at the meeting was passed on a show of hands.

Proxy votes lodged with the Registrar in respect of each resolution were as follows:

| Resolution | Votes For (including votes at the discretion of the Chairman) | Votes Against | Votes Withheld |
|------------|---|---------------|----------------|
| 1. | 5,528,550 | 0 | 13,891 |
| 2. | 5,534,914 | 4,149 | 3,378 |
| 3. | 5,541,835 | 0 | 607 |
| 4. | 5,541,835 | 0 | 607 |
| 5. | 4,300,444 | 290,013 | 951,982 |
| 6. | 4,296,397 | 120,500 | 1,125,541 |
| 7. | 4,050,112 | 364,788 | 1,127,541 |
| 8. | 4,053,251 | 363,648 | 1,125,541 |
| 9. | 5,539,670 | 1,646 | 1,126 |
| 10. | 5,540,834 | 54 | 1,554 |
| 11. | 4,593,439 | 946,454 | 2,549 |
| 12. | 4,591,746 | 947,749 | 2,945 |
| 13. | 5,536,534 | 3,979 | 1,928 |
| 14. | 5,525,635 | 1,502 | 15,303 |
| 15. | 5,538,213 | 2,801 | 1,426 |

The resolutions were as follows:

Ordinary Business

- 1 To receive the Report of the Directors and the audited financial statements for the year ended 31 March 2009.
- 2 To receive the Directors' Remuneration Report for the year ended 31 March 2009.
- 3 To declare a final dividend of 1.27p per Ordinary 25p share in respect of the year ended 31 March 2009.
- 4 To declare a special dividend of 10.88p per Ordinary 25p share in respect of the year ended 31 March 2009.
- 5 To re-elect Mr Sheridan a Director of the Company.
- 6 To re-elect Mr Baillie a Director of the Company.
- 7 To re-elect Mr Caldwell a Director of the Company.
- 8 To re-elect Mr Milliken a Director of the Company.
- 9 To re-appoint Ernst & Young LLP as Auditor to the Company and to authorise the Directors to determine the Auditor's remuneration.

Special Business

To consider and, if thought fit, to pass the following Resolutions as Ordinary Resolutions:

- 10 THAT the investment objective of the Company be amended by the addition of the words "or are listed on the ISEQ Index".
- 11 THAT in substitution for any existing power under Section 80 of the Companies Act 1985 (as amended and in force from time to time) ("the Act") but without prejudice to the exercise of any such power prior to the date hereof, the Directors be and are hereby generally and unconditionally authorised in accordance with Section 80 of the Act to exercise all the powers of the Company to allot relevant securities (as defined in Section 80(2) of the Act) up to an aggregate nominal value of £914,028, such authority to expire on the conclusion of the next Annual General Meeting of the Company or fifteen months from the passing of this resolution, whichever is earlier, but so that such authority shall allow the Company to make offers or agreements before the expiry of such authority which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such offers or agreements as if the power conferred hereby had not expired.

To consider and, if thought fit, to pass the following Resolutions as Special Resolutions:

12 THAT

- (a) the Directors of the Company be and they are hereby empowered, pursuant to section 95 of the Companies Act 1985 (the "Act") to allot equity securities (within the meaning of Section 94 of the Act) for cash pursuant to the authority conferred by Resolution 11 above and to sell equity securities (within the meaning of Section 94 of the Act) which are held by the Company in Treasury as if Section 89(1) of the Act did not apply to any such allotments and sales of equity, provided that this power shall be limited to the allotment and sales of equity securities:
 - (i) in connection with or the subject of an offer or invitation, open for acceptance for a period fixed by the Directors, to holders of Ordinary shares ("Shares") of 25p each and such other equity securities of the Company as the Directors may determine on the register on a fixed record date in proportion (as nearly as may be) to their respective holdings of such securities or in accordance with the rights attached thereto (including equity securities which, in connection with such offer or invitation, are the subject of such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with fractional entitlements that would otherwise arise or with legal or practical problems under the laws of, or the requirements of any recognised regulatory body or any stock exchange in, any territory);
 - (ii) otherwise than pursuant to sub-paragraph (i) above, up to an aggregate nominal amount of £274,208, and
 - (iii) at a price of not less than net asset value per Share as close as practicable to the allotment or sale,

and shall expire at the conclusion of the next Annual General Meeting of the Company or fifteen months from the passing of this resolution, whichever is earlier, except that the Company may before such expiry make offers or agreements which would or might require equity securities to be allotted or sold after such expiry;

- (b) all authorities previously conferred under Section 95 of the Act be and they are hereby revoked, provided that such revocation shall not have retrospective effect.

13 THAT the Company be generally and subject as hereinafter appears unconditionally authorised in accordance with Section 166 of the Companies Act 1985 (the "Act") to make market purchases (within the meaning of Section 163 of the Act) of its issued Ordinary shares of 25p each in the capital of the Company ("Shares") for cancellation or placing into Treasury, provided always that:

- (i) the maximum number of Shares hereby authorised to be purchased shall be 1,644,154 (or, if less, 14.99% of the Ordinary shares in issue immediately following the passing of this Resolution);
- (ii) the minimum price which may be paid for a Share shall be 25p;
- (iii) the maximum price which may be paid for a Share shall be the higher of (i) 105% of the average of the middle market quotations for a Share taken from and calculated by reference to the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which the Share is purchased and (ii) the higher of the price of the last independent trade and the highest current bid on the London Stock Exchange;
- (iv) any purchase of Shares will be made in the market for cash at prices below the prevailing net asset value per Share (as determined by the Directors);
- (v) the authority hereby conferred shall expire at the conclusion of the Annual General Meeting of the Company in 2010 or fifteen months from the passing of this resolution, whichever is earlier, unless the authority is renewed at any other general meeting prior to such time; and
- (vi) the Company may make a contract to purchase Shares under the authority hereby conferred prior to the expiry of such authority which will or may be executed wholly or partly after the expiration of such authority and may make a purchase of Shares pursuant to any such contract.

14 THAT:

- (i) with effect from 1 October 2009 the Articles of Association of the Company be amended by deleting all the provisions of the Company's Memorandum of Association which, by virtue of Section 28 Companies Act 2006, are to be treated as provisions of the Company's Articles of Association; and
- (ii) the Articles of Association of the Company produced to the meeting and initialled by the Chairman of the meeting for the purpose of identification be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association.

15 THAT the Company be and is hereby generally and unconditionally authorised to hold general meetings (other than annual general meetings) on 14 clear days' notice.