



Submission of Matters to a Vote of Security Holders

Enesco plc held its 2013 annual general meeting of shareholders in London, England on 20 May 2013.

There were 232,867,842 Class A ordinary shares (“shares”) entitled to vote at the meeting based on the 28 March 2013 record date, of which 198,668,504 shares, or approximately 85%, were present and voting in person or by proxy. The following matters, detailed descriptions of which are contained in the Company’s proxy statement dated 4 April 2013, were voted on at the meeting:

(i) To re-elect Francis S. Kalman as a director of the Company:

Votes For	Votes Against	Votes Abstain	Broker Non-Votes
183,097,604	1,240,759	252,521	14,077,620

(ii) To elect Roxanne J. Decyk as a director of the Company:

Votes For	Votes Against	Votes Abstain	Broker Non-Votes
183,053,790	1,283,304	253,790	14,077,620

(iii) To elect Mary Francis CBE as a director of the Company:

Votes For	Votes Against	Votes Abstain	Broker Non-Votes
183,042,280	1,291,707	256,897	14,077,620

(iv) To ratify the Audit Committee’s appointment of KPMG LLP as the Company’s U.S. independent registered public accounting firm for the year ended 31 December 2013:

Votes For	Votes Against	Votes Abstain	Broker Non-Votes
197,097,317	1,306,644	264,543	N/A

(v) To re-appoint KPMG Audit Plc as the Company’s U.K. statutory auditors under the U.K. Companies Act 2006 (to hold office until the conclusion of the next annual general meeting at which accounts are laid before the Company):

Votes For	Votes Against	Votes Abstain	Broker Non-Votes
197,088,802	1,311,120	268,582	N/A

(vi) To authorize the Audit Committee to determine the Company's U.K. statutory auditors' remuneration:

Votes For	Votes Against	Votes Abstain	Broker Non-Votes
198,011,127	362,990	294,387	N/A



(vii) A non-binding advisory vote to approve the compensation of the Company's named executive officers:

Votes For	Votes Against	Votes Abstain	Broker Non-Votes
170,329,120	13,182,349	1,079,415	14,077,620

(viii) A non-binding vote to approve the Directors' Remuneration Report for the year ended 31 December 2012:

Votes For	Votes Against	Votes Abstain	Broker Non-Votes
175,046,230	8,315,423	1,229,231	14,077,620

(ix) A non-binding advisory vote to approve the reports of the auditors and the directors and the U.K. statutory accounts for the year ended 31 December 2012:

Votes For	Votes Against	Votes Abstain	Broker Non-Votes
197,784,872	166,372	717,260	N/A

(x) To adopt the Articles of Association (produced at the meeting and initialed by the Chairman for the purpose of identification) as the Articles of Association of the Company, in substitution for and to the exclusion of the existing Articles of Association, with effect from the conclusion of the meeting, which would declassify the Company's Board and effectuate certain other non-substantive changes relating to the conversion of the Company's American Depositary Shares to Class A ordinary shares:

Votes For	Votes Against	Votes Abstain	Broker Non-Votes
184,162,735	102,752	325,397	14,077,620

(xi) To (i) approve the terms of the proposed purchase agreement or agreements (produced at the meeting and initialed by the Chairman for the purpose of identification) providing for the purchase by the Company of shares for up to a maximum of US\$2 billion in aggregate from one or more financial intermediaries (each acting as principal) who are not shareholders of the Company holding shares to which this resolution relates (or to the extent that they are, the voting rights attaching to any shares held by them will not count towards this resolution) and (ii) authorise the Company to make off-market purchases of Class A ordinary shares pursuant to such agreement or agreements. The authority conferred by this resolution xi will, unless varied, revoked or renewed by the shareholders prior to such time, expire five years after the date of the passing of this resolution:

Votes For	Votes Against	Votes Abstain	Broker Non-Votes
182,254,450	1,565,499	770,935	14,077,620