

**The Rank Group Plc**  
**Annual General Meeting 2012**

At The Rank Group Plc annual general meeting held on Friday, 19 October 2012 the following resolutions were duly proposed and passed by shareholders on a show of hands.

In relation to the resolutions proposed to the meeting, proxy votes were received by the Company from shareholders prior to the meeting as follows:

<b>Type</b>	<b>No</b>	<b>Description</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
Ordinary	Resolution 1	Report and financial statements	368,751,912	760,852	113,482
Ordinary	Resolution 2	Approval of remuneration report	358,094,688	9,219,343	2,312,962
Ordinary	Resolution 3	Declare final dividend	369,625,776	5,404	1,831
Ordinary	Resolution 4	Election of Colin Child	369,512,756	84,173	15,176
Ordinary	Resolution 5	Election of Clive Jennings	369,538,601	25,207	15,821
Ordinary	Resolution 6	Election of Sir Richard Needham	368,784,782	645,759	179,908
Ordinary	Resolution 7	Re-election of Ian Burke	365,648,034	2,036,883	1,929,557
Ordinary	Resolution 8	Re-election of Richard Greenhalgh	368,856,447	708,168	14,477
Ordinary	Resolution 9	Re-election of Owen O'Donnell	368,818,546	765,039	26,671
Ordinary	Resolution 10	Re-election of Tim Scoble	368,358,002	1,211,190	41,350
Ordinary	Resolution 11	Re-election of Bill Shannon	368,573,677	873,335	162,401
Ordinary	Resolution 12	Re-election of John Warren	368,830,696	766,193	12,822
Ordinary	Resolution 13	Re-appointment of Ernst & Young as auditors	368,469,463	1,141,246	10,216
Ordinary	Resolution 14	Remuneration of auditors	369,178,685	375,612	35,780
Ordinary	Resolution 15	Authority to make political donations	368,767,314	841,309	19,717
Special	Resolution 16	Authority to call general meetings on 14 days' notice	368,153,110	1,424,758	12,303
Ordinary	Resolution 17	Approval of subsistence of 2010 & 2011 LTIP share awards	369,348,742	178,158	92,205

**Total Ordinary Shares in issue = 390,613,426**

Notes:

1. Any proxy appointments giving discretion to "the Chairman of the meeting" have been included in the "For" totals above.
2. An "Abstain" is not a vote in law and therefore is excluded from the calculation of the proportion of the votes for or against a resolution.