

The Rank Group Plc - 2018 Annual General Meeting

At The Rank Group Plc annual general meeting held on Thursday, 18 October 2018 a poll was taken on all resolutions put to the meeting. All resolutions were passed by the members entitled to vote.

The results of the poll incorporating proxy votes lodged in advance of the meeting are set out below.

No	Resolution	Type	For		Against		Total No of Votes Cast	% of shares on register: 16 Oct 2018	Withheld No of votes
			No of votes	%	No of votes	%			
<i>Votes of all shareholders</i>									
1.	Approval of 2017/18 report and financial statements	Ordinary	374,612,529	100	6,492	0.00	374,619,021	95.89	37,385
2.	Approval of 2017/18 directors' remuneration report	Ordinary	323,451,489	95.56	15,018,245	4.44	338,469,734	86.64	36,186,671
3.	Declaration of final dividend	Ordinary	374,651,252	100	2,430	0.00	374,653,682	95.90	2,724
4.	Election of John O'Reilly	Ordinary	374,572,308	99.98	62,488	0.02	374,634,796	95.89	21,610
5.	Election of Alan Morgan	Ordinary	374,565,798	99.98	62,890	0.02	374,628,688	95.89	27,718
6.	Re-election of Chris Bell as a director	Ordinary	331,054,954	97.81	7,421,177	2.19	338,476,131	86.64	36,180,273
7.	Re-election of Ian Burke (non-executive chairman) as a director	Ordinary	333,315,628	98.45	5,245,862	1.55	338,561,490	86.66	36,094,915
8.	Re-election of Steven Esom as a director	Ordinary	325,119,063	96.03	13,444,648	3.97	338,563,711	86.66	36,092,694
9.	Re-election of Susan Hooper as a director	Ordinary	371,649,504	99.20	2,982,525	0.80	374,632,029	95.89	24,376
10.	Re-election of Alex Thursby as a director	Ordinary	371,729,593	99.23	2,902,408	0.77	374,632,001	95.89	24,405
11.	Re-appointment of Ernst & Young LLP as auditor	Ordinary	374,520,601	99.99	30,715	0.01	374,551,316	95.87	105,089
12.	Remuneration of auditor	Ordinary	374,611,418	99.99	25,846	0.01	374,637,264	95.89	19,142
13.	Authority to purchase own shares	Special	155,404,226	99.93	112,726	0.07	155,516,952	39.81	219,139,453

№	Resolution	Type	For		Against		Total № of Votes Cast	% of shares on register on 16 Oct 2018	Withheld № of votes
			№ of votes	%	№ of votes	%			
14.	Authority to make political donations and political expenditure	Ordinary	364,907,198	97.40	9,734,604	2.60	374,641,802	95.89	14,604
15.	Authority to call general meetings on 14 clear days' notice	Special	317,039,193	84.63	57,591,612	15.37	374,630,805	95.89	25,600
<i>Votes of shareholders excluding controlling shareholder</i>									
16.	Re-election of Chris Bell as a director	Ordinary	111,926,291	93.77	7,431,437	6.25	119,357,728	69.66	36,178,456
17.	Re-election of Steven Esom as a director	Ordinary	106,005,470	88.75	13,435,740	11.25	119,441,210	69.71	36,094,975
18.	Re-election of Susan Hooper as a director	Ordinary	152,526,200	98.08	2,981,387	1.92	155,507,587	90.76	28,598
19.	Re-election of Alex Thursby as a director	Ordinary	152,605,936	98.13	2,901,402	1.87	155,507,338	90.76	28,848

Notes:

1. Total ordinary shares in issue at the date of the meeting were 390,683,521. Total ordinary shares held by shareholders excluding the controlling shareholder at the date of the meeting were 171,333,300.
2. Any proxy appointments giving discretion to "the Chairman of the meeting" have been included in the "For" totals above.
3. "Withheld" is not a vote in law and therefore is excluded from the calculation of the proportion of the votes for or against a resolution.

The full text of the resolutions can be found in the notice of annual general meeting which is available for inspection at the National Storage Mechanism www.morningstar.co.uk/uk/nsm and on the Company's website <http://www.rank.com/en/shareholder-centre.html>.