

The Rank Group Plc - 2017 Annual General Meeting

At The Rank Group Plc annual general meeting held on Thursday, 19 October 2017 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: 17 Oct 2017	Withheld No of votes
			No of votes	%	No of votes	%			
<i>Votes of all shareholders</i>									
1.	Approval of 2016/17 report and financial statements	Ordinary	369,519,474	99.78	806,754	0.22	370,326,228	94.79%	78,755
2.	Approval of 2016/17 directors' remuneration report	Ordinary	363,476,271	98.37	6,032,864	1.63	369,509,135	94.58%	895,848
3.	Declaration of final dividend	Ordinary	370,385,523	100.00	5,046	0.00	370,390,569	94.81%	14,414
4.	Election of Alex Thursby	Ordinary	370,178,155	99.94	206,182	0.06	370,384,337	94.80%	20,646
5.	Re-election of Chris Bell (senior independent director) as a director	Ordinary	370,182,534	99.94	204,034	0.06	370,386,568	94.80%	18,415
6.	Re-election of Henry Birch as a director	Ordinary	370,165,395	99.94	220,089	0.06	370,385,484	94.80%	19,499
7.	Re-election of Ian Burke (non-executive chairman) as a director	Ordinary	368,944,588	99.64	1,336,085	0.36	370,280,673	94.78%	124,310
8.	Re-election of Steven Esom as a director	Ordinary	368,020,291	99.36	2,362,978	0.64	370,383,269	94.80%	21,714
9.	Re-election of Susan Hooper as a director	Ordinary	370,178,660	99.95	203,076	0.05	370,381,736	94.80%	23,247
10.	Re-election of Clive Jennings as a director	Ordinary	370,172,211	99.94	214,083	0.06	370,386,294	94.80%	18,689
11.	Re-election of Lord Kilmorey as a director	Ordinary	370,174,263	99.94	212,779	0.06	370,387,042	94.80%	17,941
12.	Re-appointment of Ernst & Young LLP as auditor	Ordinary	369,812,258	99.85	566,119	0.15	370,378,377	94.80%	26,606
13.	Remuneration of auditor	Ordinary	369,998,562	99.89	395,216	0.11	370,393,778	94.81%	11,205
14.	Authority to purchase own shares	Special	370,226,447	99.96	152,022	0.04	370,378,469	94.80%	26,514

No	Resolution	Type	For		Against		Total No of Votes Cast	% of shares on register on 17 Oct 2017	Withheld No of votes
			No of votes	%	No of votes	%			
15.	Authority to make political donations and political expenditure	Ordinary	361,148,412	97.51	9,237,523	2.49	370,385,935	94.80%	19,048
16.	Adoption of new articles of association	Special	339,206,684	91.59	31,160,919	8.41	370,367,603	94.80%	37,380
17.	Authority to call general meetings on 14 clear days' notice	Special	368,078,805	99.37	2,317,263	0.63	370,396,068	94.81%	8,915
<i>Votes of shareholders excluding controlling shareholder</i>									
18.	Election of Alex Thursby	Ordinary	151,052,407	99.86	206,990	0.14	151,259,397	88.32%	25,367
19.	Re-election of Chris Bell as a director	Ordinary	151,048,857	99.86	208,317	0.14	151,257,174	88.32%	27,590
20.	Re-election of Steven Esom as a director	Ordinary	149,689,741	98.96	1,568,250	1.04	151,257,991	88.32%	26,773
21.	Re-election of Susan Hooper as a director	Ordinary	151,054,952	99.86	206,033	0.14	151,260,985	88.32%	23,779
22.	Re-election of Lord Kilmorey as a director	Ordinary	151,048,249	99.86	213,699	0.14	151,261,948	88.32%	22,816

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 171,263,300.
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>.