

The Rank Group Plc - 2016 Annual General Meeting

At The Rank Group Plc annual general meeting held on Friday, 14 October 2016 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 Votes Cast No of votes	% of shares on register: 12 Oct 2016	Withheld No of votes
			No of votes	%	No of votes	%			
Votes of all shareholders									
1.	Approval of 2015/16 report and financial statements	Ordinary	365,213,880	99.72	1,027,865	0.28	366,241,745	93.74%	93,547
2.	Approval of 2015/16 directors' remuneration report	Ordinary	289,199,389	84.24	54,094,227	15.76	343,293,616	87.87%	23,041,675
3.	Declaration of final dividend	Ordinary	366,330,934	100.00	4,132	0.00	366,335,066	93.77%	226
4.	Election of Steven Esom	Ordinary	366,251,399	99.98	74,290	0.02	366,325,689	93.77%	9,603
5.	Re-election of Chris Bell (senior independent director) as a director	Ordinary	366,200,844	99.96	129,885	0.04	366,330,729	93.77%	4,563
6.	Re-election of Henry Birch as a director	Ordinary	362,203,554	98.87	4,126,549	1.13	366,330,103	93.77%	5,189
7.	Re-election of Ian Burke (non-executive chairman) as a director	Ordinary	361,038,872	98.59	5,180,998	1.41	366,219,870	93.74%	115,420
8.	Re-election of Susan Hooper as a director	Ordinary	366,199,425	99.96	128,238	0.04	366,327,663	93.77%	7,629
9.	Re-election of Clive Jennings as a director	Ordinary	366,198,922	99.96	132,647	0.04	366,331,569	93.77%	3,723
10.	Re-election of Lord Kilmorey as a director	Ordinary	366,180,440	99.96	149,431	0.04	366,329,871	93.77%	5,421
11.	Re-election of Owen O'Donnell as a director	Ordinary	366,196,415	99.96	131,995	0.04	366,328,410	93.77%	6,882
12.	Re-appointment of Ernst & Young LLP as auditor	Ordinary	366,000,897	99.97	98,926	0.03	366,099,823	93.71%	235,468
13.	Remuneration of auditor	Ordinary	366,171,118	99.96	148,344	0.04	366,319,462	93.76%	15,829
14.	Authority to purchase own shares	Special	366,228,950	99.97	97,927	0.03	366,326,877	93.77%	8,415
15.	Authority to make political donations and political expenditure	Ordinary	359,037,452	98.01	7,280,337	1.99	366,317,789	93.76%	17,503
16.	Authority to call general meetings on 14 clear days' notice	Special	363,754,533	99.30	2,579,416	0.70	366,333,949	93.77%	1,343

No	Resolution	Type	For		Against		Total Votes Cast No of votes (excluding controlling shareholder)	% of shares (excluding controlling shareholder) on register: 12 Oct 2016	Withheld No of votes
			No of votes	%	No of votes	%			
<i>Votes of shareholders excluding controlling shareholder</i>									
17.	Election of Steven Esom as a director	Ordinary	146,836,960	99.95	71,792	0.05	146,908,752	85.60%	306,320
18.	Re-election of Chris Bell as a director	Ordinary	146,782,057	99.91	129,504	0.09	146,911,561	85.60%	303,511
19.	Re-election of Susan Hooper as a director	Ordinary	146,782,541	99.91	126,877	0.09	146,909,418	85.60%	305,654
20.	Re-election of Lord Kilmorey as a director	Ordinary	146,764,580	99.90	145,572	0.10	146,910,152	85.60%	304,920
21.	Re-election of Owen O'Donnell as a director	Ordinary	146,781,517	99.91	130,396	0.09	146,911,913	85.60%	303,159

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>.