

EQUINITI

Final Voting Report

Client	RPS Group Plc	Parameters
Task Name	Annual General Meeting	RPS Group Plc
Meeting Date	01-May-2018	Annual General Meeting
	Meeting Time	11:00:00 AM
Issued Capital	225,055,053	Treasury Holding
		0
Voting Capital	225,055,053	

Resolution Number	Resolution Name	Number of Cards For	Number of Votes For	% of Votes For	Number of Cards Against	Number of Votes Against	% of Votes Against	Number of Cards Discretionary	Number of Votes Discretionary	% of Votes Discretionary	Number of Cards For & Discretionary	Number of Votes For & Discretionary	% of Votes For & Discretionary	Total Votes Cast (Excluding Withheld)	Number of Cards Withheld	Number of Votes Withheld	% Votes Withheld	Total Votes Cast (Including Withheld)	Total % of Voting Capital voted (Including Withheld)
01	Report and Accounts	246	185,744,310	99.88%	0	0	0.00%	12	28,042	0.02%	258	185,772,351	100.00%	185,772,351	2	2,914,323	1.54%	188,686,684	83.84%
02	Dividend	246	185,932,347	99.98%	0	0	0.00%	11	27,992	0.02%	257	185,960,339	100.00%	185,960,339	2	2,728,345	1.44%	188,686,684	83.84%
03	Remuneration	230	172,986,547	93.24%	21	12,522,844	6.75%	11	27,992	0.02%	241	173,014,539	93.25%	185,537,383	5	3,149,300	1.67%	188,686,683	83.84%
04	John Douglas	239	185,060,750	99.52%	8	869,090	0.47%	12	28,042	0.02%	251	185,068,792	99.53%	185,957,882	5	2,728,802	1.45%	188,686,684	83.84%
05	Allison Bainbridge	239	185,434,681	99.72%	5	495,159	0.27%	12	28,042	0.02%	251	185,462,723	99.73%	185,957,882	5	2,728,802	1.45%	188,686,684	83.84%
06	Elizabeth Pecca	238	185,428,257	99.72%	6	501,583	0.27%	12	28,042	0.02%	250	185,456,299	99.73%	185,957,882	5	2,728,802	1.45%	188,686,684	83.84%
07	Ken Lever	209	161,112,849	89.89%	45	17,899,921	10.00%	12	28,042	0.02%	221	181,140,691	90.00%	179,040,812	10	9,846,070	5.11%	188,886,882	83.84%
08	Robert Miller-Bakewell	236	183,876,253	98.88%	11	2,054,232	1.10%	12	28,042	0.02%	248	183,904,295	98.90%	185,958,527	4	2,728,157	1.45%	188,686,684	83.84%
09	Gary Young	237	184,825,721	98.39%	11	1,104,764	0.59%	12	28,042	0.02%	249	184,853,763	99.41%	185,958,527	4	2,728,157	1.45%	188,686,684	83.84%
10	Auditors	236	178,326,889	99.87%	6	201,879	0.11%	12	28,042	0.02%	250	178,354,731	99.89%	176,558,610	6	12,130,073	6.43%	188,688,683	83.84%
11	Auditors Remuneration	241	185,526,549	99.77%	3	396,623	0.21%	12	28,042	0.02%	253	185,554,591	99.79%	185,951,214	4	2,735,470	1.45%	188,686,684	83.84%
12	Allot Shares	234	184,083,244	98.08%	15	1,859,978	1.00%	11	27,992	0.02%	245	184,081,236	99.00%	185,951,214	4	2,735,470	1.45%	188,686,684	83.84%
13	Pre-Emption Rights	229	184,389,374	99.16%	13	1,530,611	0.82%	12	28,042	0.02%	241	184,417,416	99.18%	185,948,027	6	2,738,657	1.45%	188,686,684	83.84%
14	Pre-Emption Rights in Limited Circumstances	224	173,870,230	83.50%	20	12,049,411	6.48%	12	28,042	0.02%	236	173,898,272	83.52%	185,947,883	7	2,739,000	1.45%	188,686,683	83.84%
15	Purchase own Shares	236	178,186,089	94.79%	11	9,861,495	5.20%	11	27,992	0.02%	247	178,214,081	94.80%	185,875,556	6	2,811,127	1.49%	188,686,683	83.84%
16	General Meeting	228	180,428,869	97.02%	26	5,505,535	2.86%	12	28,042	0.02%	240	180,456,911	97.04%	185,960,446	1	2,728,238	1.44%	188,686,684	83.84%

PERCENTAGES OF VOTES CAST FOR, AGAINST & DISCRETIONARY HAVE BEEN CALCULATED EXCLUDING THE WITHHELD VOTES. PERCENTAGES ARE ROUNDED TO 2 DECIMAL PLACES.