

RATHBONE BROTHERS PLC ('Rathbones')

RESULTS OF THE 2020 ANNUAL GENERAL MEETING NOTIFICATION REQUIRED BY LISTING RULE 9.6.18

At the forty-ninth Annual General Meeting of the Company held at 8 Finsbury Circus, London, EC2M 7AZ on Thursday 7 May 2020, all the resolutions proposed (which were contained in the Notice of Meeting dated 15 April 2020) were passed on a poll.

Resolutions 1 to 15 were ordinary resolutions and resolutions 16 to 19 were special resolutions.

The full text of the resolutions is set out in the Notice of Annual General Meeting, a copy of which is on the Company's website at www.rathbones.com/investor-relations/corporate-governance/general-meetings . A copy has also been made available for inspection through the Financial Conduct Authority via the National Storage Mechanism which can be found at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

The results of the poll were as follows:

	Resolution	For	%	Against	%	Votes cast	Votes cast as a % of the voting capital	Withheld
1	To adopt the report and accounts for the year ended 31 December 2019	44,196,199	99.99	6,392	0.01	44,287,991	78.46	85,400
2	To approve the directors' remuneration report for the year ended 31 December 2019	39,330,020	88.82	4,952,879	11.18	44,287,992	78.46	5,093
3	To declare a final dividend of 45p per share for the year ended 31 December 2019	44,283,741	100.00	935	0.00	44,287,992	78.46	3,316
4	To re-elect Mark Nicholls as a director	43,639,476	98.55	642,462	1.45	44,287,991	78.46	6,053
5	To re-elect Paul Stockton as a director	44,227,579	99.87	59,678	0.13	44,287,992	78.46	735
6	To re-elect Jennifer Mathias as a director	44,209,272	99.84	72,648	0.16	44,287,992	78.46	6,072
7	To re-elect Colin Clark as a director	44,174,196	99.76	104,659	0.24	44,287,992	78.46	9,137
8	To re-elect James Dean as a director	44,174,196	99.76	104,659	0.24	44,287,992	78.46	9,137
9	To re-elect Terri Duhon as a director	44,174,196	99.76	104,659	0.24	44,287,992	78.46	9,137
10	To re-elect Sarah Gentleman as a director	43,595,726	98.46	683,129	1.54	44,287,992	78.46	9,137
11	To re-elect Jim Pettigrew as a director	44,132,864	99.68	141,991	0.32	44,287,992	78.46	13,137

12	To re-appoint Deloitte LLP as auditors of the company	43,896,053	99.15	376,788	0.85	44,287,992	78.46	15,151
13	To authorise the audit committee to agree the remuneration of the auditors	43,898,337	99.15	374,504	0.85	44,287,992	78.46	15,151
14	To approve an authority to make political donations and to incur political expenditure	43,355,964	98.11	836,313	1.89	44,287,992	78.46	95,715
15	To approve a general authority to allot ordinary shares	40,256,528	90.94	4,009,909	9.06	44,287,992	78.46	21,555
16	To authorise the disapplication of pre-emption rights	43,832,753	99.04	426,310	0.96	44,287,992	78.46	28,929
17	To further authorise the disapplication of pre-emption rights regarding shares issued in connection with an acquisition or capital investment	39,691,569	89.67	4,570,093	10.33	44,287,991	78.46	26,329
18	To authorise market purchases of ordinary shares	43,577,447	98.46	683,541	1.54	44,287,991	78.46	27,003
19	To authorise the convening of a general meeting (other than the AGM) of not less than 14 days' notice	43,517,596	98.30	752,755	1.70	44,287,992	78.46	17,641

For the purposes of section 341 of the Companies Act 2006, the votes cast are expressed as a percentage of 56,449,106 ordinary shares. A vote "withheld" is not a vote in law and has not been counted as a vote "for" or "against" a resolution. In accordance with Listing Rule 9.6.2, a copy of the resolutions passed at today's AGM will be submitted to the Financial Conduct Authority via the National Storage Mechanism.

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