

RATHBONES GROUP PLC ('the Company')
LEI: 213800MBTHM6UE8ZQP29

RESULTS OF THE 2022 ANNUAL GENERAL MEETING
NOTIFICATION REQUIRED BY LISTING RULE 9.6.18

At the fifty-first Annual General Meeting of the Company held at 8 Finsbury Circus, London, EC2M 7AZ on Thursday 5 May 2022, all the resolutions proposed (which were contained in the Notice of Meeting dated 31 March 2022) were passed on a poll.

Resolutions 1 to 15 were ordinary resolutions and resolutions 16 to 20 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 2021 | 48,949,906 | 100.00 | 2,020 | 0.00 | 48,951,926 | 78.58% | 106,744 |
| 2 | To approve the directors' remuneration report for the year ended 31 December 2021 | 43,603,530 | 88.89 | 5,447,775 | 11.11 | 49,051,305 | 78.74% | 7,365 |
| 3 | To declare a final dividend of 54p per share for the year ended 31 December 2021 | 49,048,516 | 99.99 | 7,052 | 0.01 | 49,055,568 | 78.75% | 3,102 |
| 4 | To re-elect Clive Bannister as a director | 48,583,334 | 99.21 | 386,582 | 0.79 | 48,969,916 | 78.61% | 88,754 |
| 5 | To re-elect Paul Stockton as a director | 48,946,617 | 99.78 | 107,660 | 0.22 | 49,054,277 | 78.75% | 4,393 |
| 6 | To re-elect Jennifer Mathias as a director | 48,838,766 | 99.74 | 126,362 | 0.26 | 48,965,128 | 78.60% | 93,542 |
| 7 | To re-elect Colin Clark as a director | 45,523,378 | 92.96 | 3,445,373 | 7.04 | 48,968,751 | 78.61% | 89,919 |
| 8 | To elect Iain Cummings as a director | 48,855,170 | 99.79 | 102,444 | 0.21 | 48,957,614 | 78.59% | 101,056 |
| 9 | To re-elect Terri Duhon as a director | 45,522,486 | 92.96 | 3,447,430 | 7.04 | 48,969,916 | 78.61% | 88,754 |
| 10 | To re-elect Sarah Gentleman as a director | 44,144,575 | 90.16 | 4,818,045 | 9.84 | 48,962,620 | 78.60% | 96,050 |
| 11 | To elect Dharmash Mistry as a director | 48,861,490 | 99.79 | 103,179 | 0.21 | 48,964,669 | 78.60% | 94,001 |

| | | | | | | | | |
|----|---|------------|-------|-----------|-------|------------|--------|---------|
| 12 | To re-appoint Deloitte LLP as auditors of the company | 48,779,420 | 99.47 | 261,539 | 0.53 | 49,040,959 | 78.73% | 17,711 |
| 13 | To authorise the audit committee to agree the remuneration of the auditors | 48,771,219 | 99.44 | 276,416 | 0.56 | 49,047,635 | 78.74% | 11,035 |
| 14 | To approve an authority to make political donations and to incur political expenditure | 46,763,655 | 95.52 | 2,194,583 | 4.48 | 48,958,238 | 78.59% | 100,432 |
| 15 | To approve a general authority to allot ordinary shares | 44,393,837 | 90.51 | 4,653,258 | 9.49 | 49,047,095 | 78.74% | 11,035 |
| 16 | To authorise the disapplication of pre-emption rights | 43,450,633 | 88.70 | 5,533,119 | 11.30 | 48,983,752 | 78.63% | 74,918 |
| 17 | To further authorise the disapplication of pre-emption rights regarding shares issued in connection with an acquisition or capital investment | 42,386,462 | 86.53 | 6,597,153 | 13.47 | 48,983,615 | 78.63% | 75,055 |
| 18 | To authorise market purchases of ordinary shares | 48,712,917 | 99.35 | 320,800 | 0.65 | 49,033,717 | 78.71% | 24,953 |
| 19 | To adopt an amended set of Articles of Association | 49,029,894 | 99.97 | 17,073 | 0.03 | 49,046,967 | 78.74% | 11,703 |
| 20 | To authorise the convening of a general meeting (other than the AGM) of not less than 14 days' notice | 45,144,660 | 92.04 | 3,905,575 | 7.96 | 49,050,235 | 78.74% | 8,435 |

For the purposes of section 341 of the Companies Act 2006, the votes cast are expressed as a percentage of 62,292,806 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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