

RATHBONES GROUP PLC (the “Company”)
LEI: 213800MBTHM6UE8ZQP29

RESULTS OF THE 2024 ANNUAL GENERAL MEETING
NOTIFICATION REQUIRED BY LISTING RULE 9.6.18

At the fifty-third Annual General Meeting of the Company, held at 8 Finsbury Circus, London, EC2M 7AZ on Thursday 9 May 2024, all the resolutions proposed (which were contained in the Notice of Meeting dated 8 April 2024) were passed on a poll.

Resolutions 1 to 18 were ordinary resolutions and resolutions 19 to 22 were special resolutions.

The full text of the resolutions is set out in the Notice of Meeting, a copy of which is on the Company’s at www.rathbones.com/investor-relations/corporate-governance/general-meetings. In accordance with Listing Rule 9.6.2, a copy of the resolutions passed as special business will be submitted to the Financial Conduct Authority via the National Storage Mechanism at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

The results of the poll are 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 2023 | 76,490,796 | 99.99 | 4,702 | 0.01 | 76,495,498 | 84.31% | 204,270 |
| 2 | To approve the directors’ remuneration report for the year ended 31 December 2023 | 70,556,860 | 92.07 | 6,079,542 | 7.93 | 76,636,402 | 84.46% | 63,366 |
| 3 | To approve the directors’ remuneration policy | 71,867,181 | 93.78 | 4,767,961 | 6.22 | 76,635,142 | 84.46% | 63,367 |
| 4 | To approve the Rathbones Group Plc Performance Share Plan (‘Plan’) | 73,357,345 | 95.72 | 3,280,775 | 4.28 | 76,638,120 | 84.46% | 61,648 |
| 5 | To declare a final dividend of 24p per share for the year ended 31 December 2023 | 76,394,449 | 99.63 | 281,394 | 0.37 | 76,675,843 | 84.51% | 22,221 |
| 6 | To re-elect Clive Bannister as a director | 73,335,926 | 95.64 | 3,343,778 | 4.36 | 76,679,704 | 84.51% | 20,064 |
| 7 | To re-elect Paul Stockton as a director | 73,545,871 | 95.96 | 3,096,568 | 4.04 | 76,642,439 | 84.47% | 57,329 |
| 8 | To elect Iain Hooley as a director | 76,557,247 | 99.85 | 113,822 | 0.15 | 76,671,069 | 84.50% | 28,699 |
| 9 | To re-elect Iain Cummings as a director | 76,302,840 | 99.51 | 372,693 | 0.49 | 76,675,533 | 84.51% | 24,235 |
| 10 | To re-elect Terri Duhon as a director | 76,289,831 | 99.50 | 381,111 | 0.50 | 76,670,942 | 84.50% | 28,826 |

| | | | | | | | | |
|----|---|------------|-------|-----------|------|------------|--------|--------|
| 11 | To re-elect Sarah Gentleman as a director | 75,772,115 | 98.82 | 903,417 | 1.18 | 76,675,532 | 84.51% | 24,236 |
| 12 | To re-elect Dharmash Mistry as a director | 73,447,543 | 95.78 | 3,232,289 | 4.22 | 76,679,832 | 84.51% | 19,936 |
| 13 | To elect Henrietta Baldock as a director | 76,311,762 | 99.53 | 357,182 | 0.47 | 76,668,944 | 84.50% | 30,824 |
| 14 | To elect Ruth Leas as a director | 76,311,724 | 99.53 | 358,433 | 0.47 | 76,670,157 | 84.50% | 28,352 |
| 15 | To re-appoint Deloitte LLP as auditors of the company | 76,670,055 | 99.99 | 7,468 | 0.01 | 76,677,523 | 84.51% | 22,245 |
| 16 | To authorise the audit committee to agree the remuneration of the auditors | 76,662,744 | 99.98 | 14,803 | 0.02 | 76,677,547 | 84.51% | 22,221 |
| 17 | To approve an authority to make political donations and to incur political expenditure | 74,113,272 | 96.66 | 2,559,144 | 3.34 | 76,672,416 | 84.50% | 27,352 |
| 18 | To approve a general authority to allot ordinary shares | 72,021,603 | 93.93 | 4,655,816 | 6.07 | 76,677,419 | 84.51% | 22,349 |
| 19 | To authorise the disapplication of pre-emption rights | 72,411,346 | 94.44 | 4,263,057 | 5.56 | 76,674,403 | 84.50% | 25,365 |
| 20 | To further authorise the disapplication of pre-emption rights regarding shares issued in connection with an acquisition or capital investment | 72,100,344 | 94.04 | 4,573,450 | 5.96 | 76,673,794 | 84.50% | 25,974 |
| 21 | To authorise market purchases of ordinary shares | 76,352,506 | 99.59 | 316,673 | 0.41 | 76,669,179 | 84.50% | 30,589 |
| 22 | To authorise the convening of a general meeting (other than the AGM) of not less than 14 days' notice | 73,585,917 | 95.97 | 3,090,225 | 4.03 | 76,676,142 | 84.51% | 23,626 |

For the purposes of section 341 of the Companies Act 2006, the votes cast are expressed as a percentage of 90,734,875 ordinary shares. A vote “withheld” is not a vote in law and has not been counted as a vote “for” or “against” a resolution.

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