

## Regulatory Story

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Rolls-Royce Holdings plc - RR. Result of AGM  
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**Rolls-Royce**

RNS Number : 1929N  
Rolls-Royce Holdings plc  
04 May 2018

**ROLLS-ROYCE HOLDINGS PLC ANNUAL GENERAL MEETING  
3 MAY 2018  
FINAL POLL VOTING FIGURES**

ORDINARY RESOLUTIONS		FOR	AGAINST	TOTAL VOTES (excluding votes withheld)	VOTES WITHHELD	%F
Resolution 1	COMPANY'S ACCOUNTS AND THE REPORTS OF THE DIRECTORS AND THE AUDITOR	1,396,662,468	369,149	1,397,031,617	12,617,664	99
Resolution 2	DIRECTORS' REMUNERATION REPORT	1,390,091,256	15,919,095	1,406,010,351	3,639,984	98
Resolution 3	ELECT NICK LUFF	1,405,525,233	1,328,641	1,406,853,874	2,799,821	99
Resolution 4	ELECT BEVERLY GOULET	1,405,851,377	1,157,063	1,407,008,440	2,645,846	99
Resolution 5	RE-ELECT IAN DAVIS	1,400,884,810	6,144,154	1,407,028,964	2,625,544	99
Resolution 6	RE-ELECT WARREN EAST	1,405,946,063	1,124,519	1,407,070,582	2,583,810	99
Resolution 7	RE-ELECT LEWIS BOOTH CBE	1,392,597,398	14,416,060	1,407,013,458	2,640,536	98

Resolution 8	RE-ELECT RUTH CAIRNIE	1,404,002,079	3,010,727	1,407,012,806	2,641,133	99.79
Resolution 9	RE-ELECT SIR FRANK CHAPMAN	1,405,853,950	1,187,865	1,407,041,815	2,613,129	99.92
Resolution 10	RE-ELECT STEPHEN DAINTITH	1,399,940,638	6,980,879	1,406,921,517	2,732,504	99.50
Resolution 11	RE- ELECT IRENE DORNER	1,396,700,398	10,313,288	1,407,013,686	2,640,915	99.27
Resolution 12	RE-ELECT LEE HSIEN YANG	1,396,870,919	10,123,895	1,406,994,814	2,660,110	99.28
Resolution 13	RE- ELECT BRADLEY SINGER	1,399,624,657	7,344,907	1,406,969,564	2,685,877	99.48
Resolution 14	RE-ELECT SIR KEVIN SMITH	1,405,813,603	1,201,294	1,407,014,897	2,640,349	99.91
Resolution 15	RE-ELECT JASMIN STAIBLIN	1,388,178,352	10,751,838	1,398,930,190	10,724,767	99.23
Resolution 16	TO APPOINT PRICEWATERHOUSE COOPERS	1,400,106,589	7,192,325	1,407,298,914	2,353,176	99.49
Resolution 17	AUDITOR'S REMUNERATION	1,405,118,154	2,187,058	1,407,305,212	2,329,814	99.84

Resolution 18	PAYMENT TO SHAREHOLDERS	1,401,944,167	66,608	1,402,010,775	7,640,313	100.00
Resolution 19	ROLLS-ROYCE LONG-TERM INCENTIVE PLAN	1,389,084,407	12,552,578	1,401,636,985	8,003,977	99.10
Resolution 20	AUTHORISE DIRECTORS TO ALLOT SHARES	1,223,296,196	183,814,300	1,407,110,496	2,544,186	86.94

SPECIAL RESOLUTIONS		FOR	AGAINST	TOTAL VOTES (excluding votes withheld)	VOTES WITHHELD	%FOR
Resolution 21	DISAPPLICATION OF PRE-EMPTION RIGHTS (section 561 amount)	1,405,859,164	985,636	1,406,844,800	2,809,630	99.93
Resolution 22	AUTHORITY TO PURCHASE OWN ORDINARY SHARES	1,394,741,462	11,141,499	1,405,882,961	3,774,879	99.21
Resolution 23	TO CHANGE THE COMPANY'S BORROWING POWERS	1,400,815,353	550,242	1,401,365,595	8,295,642	99.96

A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes 'For' or 'Against' a resolution. **NOTE - % FOR excludes withhold votes within the calculation**

**% of Issued Share Capital Voted      75.67%**

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