

**RENTOKIL INITIAL PLC (RTO)
RESULTS OF ANNUAL GENERAL MEETING 2013 ('AGM')**

At the AGM of Rentokil Initial plc duly convened and held in the Desoutter Suite, at the Sofitel London Gatwick Airport, North Terminal, Gatwick Airport, Crawley, West Sussex, RH6 OPH on Wednesday 15 May 2013, each resolution as set out in the notice of meeting dated 8 April 2013 were passed on a poll. The results are set out below.

Resolution	For (No. of votes)*	%	Against (No. of votes)	%	Total votes cast (No. of votes)	Withheld (No. of votes)**
1 To receive the directors' report and accounts	1,541,557,162	99.88%	1,884,135	0.12%	1,543,441,297	80,130
2 To approve the directors' remuneration report	1,512,707,486	98.28%	26,398,941	1.72%	1,539,106,427	4,415,000
3 To declare a final dividend	1,543,242,460	99.98%	252,761	0.02%	1,543,495,221	26,206
4 To re-elect John McAdam as a director	1,518,733,369	98.40%	24,682,656	1.60%	1,543,416,025	105,402
5 To re-elect Alan Brown as a director	1,541,448,261	99.87%	1,964,917	0.13%	1,543,413,178	108,249
6 To re-elect Peter Bamford as a director	1,524,142,692	99.81%	2,840,640	0.19%	1,526,983,332	16,538,095
7 To re-elect Richard Burrows as a director	1,524,821,622	99.86%	2,137,342	0.14%	1,526,958,964	16,562,463
8 To re-elect Alan Giles as a director	1,541,060,053	99.85%	2,342,657	0.15%	1,543,402,710	118,717
9 To re-elect Peter Long as a director	1,538,621,426	99.69%	4,782,688	0.31%	1,543,404,114	117,313
10 To re-elect Andy Ransom as a director	1,541,585,007	99.88%	1,825,658	0.12%	1,543,410,665	110,762
11 To re-elect Angela Seymour-Jackson as a director	1,541,443,309	99.87%	1,962,536	0.13%	1,543,405,845	115,582
12 To re-elect Duncan Tatton-Brown as a director	1,541,055,557	99.85%	2,353,825	0.15%	1,543,409,382	112,045
13 To re-elect Jeremy Townsend as a director	1,541,583,989	99.88%	1,820,650	0.12%	1,543,404,639	116,788
14 To re-appoint KPMG Audit Plc as auditors	1,524,819,079	98.79%	18,610,736	1.21%	1,543,429,815	91,612
15 To authorise the directors to agree the auditors' remuneration	1,543,102,342	99.98%	335,930	0.02%	1,543,438,272	83,155
16 Special Resolution - To authorise the calling of a general meeting (other than an AGM) on 14 days' clear notice	1,495,097,467	97.52%	38,079,739	2.48%	1,533,177,206	10,344,221
17 To authorise the directors to allot shares	1,523,157,522	99.48%	7,886,613	0.52%	1,531,044,135	12,477,292
18 Special Resolution - To disapply statutory pre-emption rights	1,532,631,646	99.97%	487,662	0.03%	1,533,119,308	10,402,119
19 Special Resolution - To authorise the board to make market purchases of its own shares	1,543,026,229	99.97%	424,215	0.03%	1,543,450,444	70,983
20 To authorise the making of political donations	1,458,268,587	95.50%	68,684,772	4.50%	1,526,953,359	16,568,068

*Votes "For" include those votes giving the Chairman discretion.

**A vote withheld is not a vote in law and is not counted in the calculation of proportion of votes cast for or against a resolution.