

RENTOKIL INITIAL PLC (RTO) **RESULTS OF ANNUAL GENERAL MEETING 2014 ('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 14 May 2014, each resolution as set out in the notice of meeting dated 9 April 2014 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	1,356,417,480	99.998%	30,332	0.002%	1,356,447,812	170,199
2	To approve the directors' remuneration policy report	1,302,180,656	96.061%	53,393,193	3.939%	1,355,573,849	1,044,162
3	To approve the directors' annual remuneration report	1,349,370,992	99.482%	7,026,064	0.518%	1,356,397,056	220,955
4	To declare a final dividend	1,356,523,936	100.000%	3,632	0.000%	1,356,527,568	90,443
5	To re-elect John McAdam as a director	1,285,090,392	96.039%	52,997,938	3.961%	1,338,088,330	18,529,681
6	To re-elect Peter Bamford as a director	1,335,208,455	99.785%	2,881,843	0.215%	1,338,090,298	18,527,713
7	To re-elect Richard Burrows as a director	1,354,371,273	99.846%	2,082,335	0.154%	1,356,453,608	164,403
8	To re-elect Alan Giles as a director	1,354,043,160	99.822%	2,411,615	0.178%	1,356,454,775	163,236
9	To re-elect Peter Long as a director	1,328,065,723	99.251%	10,026,491	0.749%	1,338,092,214	18,525,797
10	To re-elect Andy Ransom as a director	1,354,532,003	99.858%	1,922,830	0.142%	1,356,454,833	163,178
11	To re-elect Angela Seymour-Jackson as a director	1,354,338,451	99.850%	2,040,135	0.150%	1,356,378,586	239,425
12	To re-elect Jeremy Townsend as a director	1,354,526,892	99.858%	1,928,276	0.142%	1,356,455,168	162,843
13	To appoint KPMG LLP as the Company's auditor	1,334,378,537	98.370%	22,107,308	1.630%	1,356,485,845	132,166
14	To authorise the directors to agree the auditor's remuneration	1,355,983,375	99.963%	500,282	0.037%	1,356,483,657	134,354
15	Special Resolution - To authorise the calling of a general meeting (other than an AGM) on 14 days' clear notice	1,317,119,587	97.096%	39,394,309	2.904%	1,356,513,896	104,115
16	To authorise the directors to allot shares	1,347,170,298	99.316%	9,273,005	0.684%	1,356,443,303	174,708
17	Special Resolution - To disapply statutory pre-emption rights	1,355,909,266	99.963%	498,605	0.037%	1,356,407,871	210,140
18	Special Resolution - To authorise the board to make market purchases of its own shares	1,355,956,657	99.991%	115,926	0.009%	1,356,072,583	545,428
19	To authorise the making of political donations	1,220,132,583	91.208%	117,609,221	8.792%	1,337,741,804	18,876,207

*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.