

## RESULTS OF ANNUAL GENERAL MEETING 2017 ('AGM')

At the AGM of Rentokil Initial plc duly convened and held in the Ascot Suite at the Hilton London Gatwick Airport on Wednesday 10 May 2017 at 12 noon, each resolution as set out in the notice of meeting dated 5 April 2017 was passed on a poll. The results are set out below and will be placed on the Company website at [www.rentokil-initial.com/investors](http://www.rentokil-initial.com/investors).

RESOLUTION		VOTES FOR*	%	VOTES AGAINST	%	TOTAL VOTES	% of ISC VOTED	VOTES WITHHELD* *
1	To receive the audited financial statements of the Company and the directors' and auditors' reports thereon	1,404,494,749	99.93	960,370	0.07	1,405,455,119	76.49%	1,663,977
2	To approve the Directors' Remuneration Report	1,281,729,638	91.10	125,210,885	8.90	1,406,940,523	76.58%	178,573
3	To declare a final dividend	1,407,027,971	100.00	3,271	0.00	1,407,031,242	76.58%	87,854
4	To elect Chris Geoghegan as a director	1,404,199,230	99.80	2,802,474	0.20	1,407,001,704	76.58%	117,392
5	To re-elect John McAdam as a director	1,370,849,441	97.43	36,166,860	2.57	1,407,016,301	76.58%	102,795
6	To re-elect Richard Burrows as a director	1,226,130,179	98.86	14,166,251	1.14	1,240,296,430	67.51%	166,822,666
7	To re-elect Andy Ransom as a director	1,403,722,206	99.77	3,284,782	0.23	1,407,006,988	76.58%	112,108
8	To re-elect Angela Seymour-Jackson as a director	1,403,315,912	99.74	3,693,513	0.26	1,407,009,425	76.58%	109,671
9	To re-elect Julie Southern as a director	1,221,164,852	98.02	24,623,933	1.98	1,245,788,785	67.80%	161,330,311
10	To re-elect Jeremy Townsend as a director	1,403,623,195	99.76	3,381,316	0.24	1,407,004,511	76.58%	114,585
11	To re-appoint KPMG LLP as auditors	1,369,050,960	99.78	3,060,303	0.22	1,372,111,263	74.68%	35,007,833
12	To authorise the directors to agree the auditors' remuneration	1,383,988,382	99.49	7,062,173	0.51	1,391,050,555	75.71%	16,068,471
13	To authorise the directors to allot shares	1,383,436,548	98.34	23,380,920	1.66	1,406,817,468	76.57%	300,558
14	To disapply statutory pre-emption rights	1,406,728,593	99.98	273,201	0.02	1,407,001,794	76.58%	117,302
15	To disapply statutory pre-emption rights - additional 5%	1,373,925,532	97.65	33,072,352	2.35	1,406,997,884	76.58%	121,212
16	To authorise the directors to make market purchases of the Company's own shares	1,378,421,431	98.39	22,503,952	1.61	1,400,925,383	76.25%	6,193,643
17	To authorise the making of political donations	1,310,899,585	93.17	96,088,202	6.83	1,406,987,787	76.58%	131,309

18	To authorise the calling of a general meeting (other than an annual general meeting) on 14 days' clear notice	1,361,626,525	96.77	45,402,014	3.23	1,407,028,539	76.58%	90,557
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*\*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.*

The number of ordinary shares in issue at close of business on 9 May 2017 was 1,837,332,965 ordinary shares of 1p each. Resolutions 14, 15, 16 and 18 were proposed as special resolutions. A copy of the resolutions can be found in the Notice of Meeting available at [www.rentokil-initial.com/investors](http://www.rentokil-initial.com/investors).

A copy of the resolutions passed concerning special business has been submitted and will shortly be available for inspection at the National Storage Mechanism located at <http://www.morningstar.co.uk/uk/NSM>.

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