

Rentokil Initial

Notice of Annual General Meeting

9 May 2018

12:00 noon

Annual General Meeting (AGM)

ACTION REQUIRED

**This document is important
and requires your immediate
attention.**

If you are in any doubt as to any aspect of the proposals referred to in this document or as to the action you should take, you should seek your own advice from a stockbroker, solicitor, accountant or other appropriate independent professional adviser. If you have sold or otherwise transferred your Rentokil Initial plc shares please pass this Notice of AGM together with the accompanying documents to the purchaser or transferee, or to the person who arranged the sale or transfer so they can pass these documents to whoever now holds the shares.

Dear shareholder

I have pleasure in enclosing the notice of the AGM of Rentokil Initial plc (the Company) which will be held in the Ascot Suite at the Hilton London Gatwick Airport, South Terminal Gatwick Airport, Gatwick, RH6 0LL on Wednesday 9 May 2018 at 12:00 noon. A location map and directions are provided at the back of this notice of meeting. Explanatory notes on all the resolutions are set out on pages 5 to 9 of this notice of meeting.

Since the last AGM Sir Crispin Davis, John Pettigrew and Linda Yueh have been appointed by the Board as Directors of the Company and will, therefore, be standing for election in accordance with the Company's Articles of Association and the UK Corporate Governance Code (the Code). In accordance with the Code and in line with previous years, all other Directors will stand for re-election at the AGM this year.

Biographical details of the Directors seeking election or re-election, as relevant, are set out in the notes to the resolutions which follow the notice of meeting. The Board recommends to shareholders the election or re-election, as relevant, of all Directors on the basis that they are all effective Directors of the Company and demonstrate the appropriate level of commitment to the role.

This year, we are seeking your approval for a new Directors' Remuneration Policy at the AGM. The Remuneration Committee reviewed the existing policy and determined that there was some retention risk due to a lack of opportunity and flexibility within the existing policy. In addition, there were some areas, such as bonus deferral and share holding period, which would benefit from being updated to reflect corporate governance best practice.

The Remuneration Committee undertook a detailed consultation with key shareholders, representing almost 50% of the shareholder register, and several leading proxy agencies over proposals to address these issues. The proposals are designed to maintain the principles of the overall framework approved by shareholders in 2016, while making some changes to align the variable pay opportunity with peers, enhance the retention effect of the annual bonus and long-term incentive scheme and further align the pay of the Executive Directors with shareholder interests. The key changes are outlined in the explanatory notes to the notice of meeting on page 5.

The Board believes that all of the resolutions to be put to the meeting are in the best interests of the Company's members as a whole and will promote the success of the Company for their benefit. The Board unanimously recommends you vote in favour of the resolutions to be put to the meeting, as members of the Board intend to do in respect of their own beneficial shareholdings.

I hope that you will be able to attend the AGM and raise any questions you may have on the matters to be considered at the meeting. If you would like to vote on the resolutions but cannot come to the meeting, please complete and submit your form of proxy online or complete the paper proxy that accompanies this notice and return it to the Company's Registrar, Equiniti. All proxy forms must be received by no later than 12:00 noon on Friday 4 May 2018. Information about how to appoint a proxy electronically is given in note 4 on page 10 of this document.

All resolutions will be put to a poll rather than a show of hands. This reflects best practice and will ensure that shareholders who are not able to attend the meeting, but who have appointed proxies, have their votes fully taken into account. Shareholders who attend the meeting will have the opportunity to ask questions and form a view on any points raised before voting on each resolution. The voting results will be published via a Regulatory Information Service and on the Company's website as soon as possible following the AGM.

Yours faithfully



John McAdam

Chairman
5 April 2018

Rentokil Initial plc
Riverbank, Meadows Business Park,
Blackwater, Camberley, Surrey,
GU17 9AB

Tel: +44 (0)1276 607444
Registered office: as above
Registered in England and Wales; Company No. 5393279

rentokil-initial.com

Notice of AGM 2018

Notice is hereby given that the AGM of Rentokil Initial plc (the Company) will be held in the Ascot Suite at the Hilton London Gatwick Airport, South Terminal Gatwick Airport, Gatwick, RH6 0LL on Wednesday 9 May 2018 at 12:00 noon for the purposes listed below. Resolutions 1 to 17 and 21 will be proposed as ordinary resolutions and resolutions 18, 19, 20, 22 and 23 will be proposed as special resolutions.

Report and Financial Statements

1. To receive the audited financial statements of the Company for the year ended 31 December 2017, the strategic report and the reports of the Directors and auditor thereon.

Remuneration Report

2. To approve the 2018 Directors' Remuneration Policy as set out in the Annual Report and Financial Statements of the Company for the year ended 31 December 2017.
3. To approve the Directors' Remuneration Report (including the Remuneration Committee Chairman's statement but excluding that part containing the Directors' Remuneration Policy) as set out in the Annual Report and Financial Statements of the Company for the year ended 31 December 2017.

Amended Performance Share Plan Rules

4. To approve the amended rules of the Performance Share Plan 2016 (the 2016 PSP). The amendments are summarised in the appendix to this Notice of AGM, a copy of which is produced to the meeting and initialled by the Chairman of the meeting for the purpose of identification.

Dividend

5. To declare a final dividend of 2.74p per ordinary share for the year ended 31 December 2017 as recommended by the Directors.

Directors

6. To elect Sir Crispin Davis, with effect from the end of the meeting, as a Director in accordance with the Company's Articles of Association.
7. To elect John Pettigrew, with effect from the end of the meeting, as a Director in accordance with the Company's Articles of Association.
8. To elect Linda Yueh, with effect from the end of the meeting, as a Director in accordance with the Company's Articles of Association.
9. To re-elect Richard Burrows, with effect from the end of the meeting, as a Director of the Company.
10. To re-elect John McAdam, with effect from the end of the meeting, as a Director of the Company.
11. To re-elect Andy Ransom, with effect from the end of the meeting, as a Director of the Company.
12. To re-elect Angela Seymour-Jackson, with effect from the end of the meeting, as a Director of the Company.
13. To re-elect Julie Southern, with effect from the end of the meeting, as a Director of the Company.
14. To re-elect Jeremy Townsend, with effect from the end of the meeting, as a Director of the Company.

Auditor

15. To re-appoint KPMG LLP as the Company's auditor to hold office until the conclusion of the next general meeting of the Company at which accounts are laid before the Company.
16. To authorise the Directors to agree the auditor's remuneration.

Directors' authority to allot shares

17. That
 - (a) pursuant to Article 12 of the Company's Articles of Association, the Board be generally and unconditionally authorised to allot relevant securities (as defined in s.551 of the Companies Act 2006) and to grant rights to subscribe for or to convert any security into shares in the Company:
 - (i) up to an aggregate nominal amount of £6,124,000; and
 - (ii) comprising equity securities (as defined in s.560(1) of the Companies Act 2006) up to an aggregate nominal amount of £12,248,000 (including within such limit any shares issued or rights granted under (a)(i) above) in connection with an offer by way of a rights issue:
 - (A) to ordinary shareholders in proportion (as nearly as may be practicable) to their existing holdings; and
 - (B) to holders of other equity securities if this is required by the rights of those securities or, as the Directors otherwise consider it necessary, as permitted by the rights of those securities,

and so that the Board may impose any limits or restrictions and make any arrangements which it considers necessary or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter.

Such authorities shall apply (unless previously renewed, varied or revoked by the Company in general meeting) until the end of the AGM of the Company to be held in 2019 (or, if earlier, 15 months from the date of this resolution) but, in each case, so that the Company may make offers and enter into agreements during the relevant period which would, or might, require relevant securities to be allotted after the authority ends and the Board may allot relevant securities under any such offer or agreement as if the authority had not ended;

 - (b) subject to paragraph (c), all existing authorities given to the directors pursuant to s.551 of the Companies Act 2006 be revoked by this resolution; and
 - (c) paragraph (b) shall be without prejudice to the continuing authority of the Directors to allot shares, or grant rights to subscribe for or convert any security into shares, pursuant to an offer or agreement made by the Company before the expiry of the authority pursuant to which such offer or agreement was made.

Disapplication of pre-emption rights

18. That if resolution 17 is passed, and in place of the power given to them pursuant to the special resolution of the Company passed on 10 May 2017, the Board be generally and unconditionally authorised to allot equity securities (as defined in the Companies Act 2006) for cash pursuant to the authority given by resolution 17 as if s.561 of the Companies Act 2006 did not apply to any such allotment or sale, such authority:
 - (a) shall be limited to the allotment of equity securities in connection with an offer of equity securities (but in the case of the authority granted under resolution 17(a)(ii), by way of a rights issue only):
 - (i) to the ordinary shareholders in proportion (as nearly as may be practicable) to their existing holdings; and
 - (ii) to people who hold other equity securities, if this is required by the rights of those securities or, if the Board considers it necessary, as permitted by the rights of those securities,

and so that the Directors may impose any limits or restrictions and make any arrangements which they consider necessary or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter; and

- (b) in the case of the authority granted under resolution 17(a)(i) shall be limited to the allotment of equity securities for cash otherwise than pursuant to paragraph (a) up to an aggregate nominal amount of £918,000; and
- (c) to expire (unless previously renewed, varied or revoked by the Company in general meeting) at the end of the next AGM of the Company (or, if earlier, 15 months from the date of this resolution) but, in each case, prior to its expiry the Company may make offers, and enter into agreements, which would, or might, require equity securities to be allotted (and treasury shares to be sold) after the authority expires and the Board may allot equity securities (and sell treasury shares) under any such offer or agreement as if the authority had not expired.

This power applies in relation to a sale of shares which is an allotment of equity securities by virtue of s.560(3) of the Companies Act 2006 as if in the first paragraph of this resolution the words 'pursuant to the authority given by resolution 17' were omitted.

19. That if resolutions 17 and 18 are passed, and in addition to any authority granted under resolution 18, the Board be generally and unconditionally authorised to allot equity securities (as defined in the Companies Act 2006) for cash pursuant to the authority given by resolution 17 as if s.561(f) of the Companies Act 2006 did not apply to any such allotment or sale, such authority to:

- (a) in the case of the authority granted under resolution 17(a)(i), be:
 - (i) limited to the allotment of equity securities up to an aggregate nominal amount of £918,000; and
 - (ii) used only for the purposes of financing (or refinancing, if the authority is to be used within six months after the original transaction) a transaction which the Board of the Company determines to be an acquisition or other capital investment of a kind contemplated by the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice; and
- (b) to expire (unless previously renewed, varied or revoked by the Company in general meeting) at the end of the next AGM of the Company (or, if earlier, 15 months from the date of this resolution) but, in each case, prior to its expiry the Company may make offers, and enter into agreements, which would, or might, require equity securities to be allotted (and treasury shares to be sold) after the authority expires and the Board may allot equity securities (and sell treasury shares) under any such offer or agreement as if the authority had not expired.

This power applies in relation to a sale of shares which is an allotment of equity securities by virtue of s.560(3) of the Companies Act 2006 as if in the first paragraph of this resolution the words 'pursuant to the authority given by resolution 17' were omitted.

Directors' authority to make market purchases of own shares

20. That the Company be and is hereby generally and unconditionally authorised to make market purchases (within the meaning of s.693(4) of the Companies Act 2006) of its ordinary shares of 1p each in the capital of the Company, subject to the following conditions:
- (a) the maximum number of ordinary shares authorised to be purchased under this authority is 183,700,000;
 - (b) the minimum price (exclusive of expenses) which may be paid for an ordinary share is 1p (being the nominal value of an ordinary share);
 - (c) the maximum price (exclusive of expenses) which may be paid for each ordinary share is the higher of:
 - (i) an amount equal to 105% of the average of the middle market quotations of an ordinary share of the Company as derived from the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which the ordinary share is contracted to be purchased; and

- (ii) an amount equal to the higher of the price of the last independent trade of an ordinary share and the highest current independent bid for an ordinary share as derived from the London Stock Exchange Trading System (SETS);
- (d) this authority shall expire at the close of the AGM of the Company to be held in 2019 (or, if earlier, 15 months from the date of this resolution); and
- (e) a contract to purchase shares under this authority may be made prior to the expiry of this authority, and concluded in whole or in part after the expiry of this authority.

Directors' authority to make political donations

21. That, in accordance with s.336 of the Companies Act 2006 the Company and any company which is or becomes a subsidiary of the Company during the period to which this resolution relates be and is hereby generally authorised to:

- (a) make donations to political parties and independent election candidates;
- (b) make donations to political organisations other than political parties; and
- (c) incur political expenditure, during the period commencing on the date of this resolution and ending at the close of the AGM of the Company to be held in 2019, provided that in each case any such donations and expenditure made by the Company or by any such subsidiary shall not exceed £50,000 per company and together with those made by any such subsidiary and the Company shall not in aggregate exceed £100,000.

Any terms used in this resolution which are defined in Part 14 of the Companies Act 2006 shall bear the same meaning for the purposes of this resolution.

Notice period for general meetings, other than annual general meetings

22. That a general meeting other than an annual general meeting may be called on not less than 14 clear days' notice.

Articles of Association

23. That the Articles of Association of the Company produced to the meeting, and initialled by the Chairman of the meeting for the purpose of identification, be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association.

By order of the Board

Daragh Fagan

Company Secretary
5 April 2018

Registered office:
Rentokil Initial plc
Riverbank, Meadows Business Park,
Blackwater, Camberley, Surrey
GU17 9AB

Registered in England and Wales; Company No. 5393279

rentokil-initial.com

Explanatory notes

Resolutions 1 to 17 and 21 are proposed as ordinary resolutions. This means that for each of those resolutions to be passed, more than half of the votes cast must be in favour of the resolution. Resolutions 18, 19, 20, 22 and 23 are proposed as special resolutions. This means that for each of those resolutions to be passed, at least three-quarters of the votes cast must be in favour of the resolution.

Receiving the reports and accounts (resolution 1)

The Directors must present the report of the Directors and the accounts of the Company for the year ended 31 December 2017 to shareholders at the AGM. These include the financial statements, together with the Strategic Report, the reports of the Directors and the auditor and those parts of the Directors' Remuneration Report that are capable of being audited. These are all contained in the Annual Report 2017.

Approval of Directors' Remuneration Policy (resolution 2)

The Directors' Remuneration Policy (the Policy) is set out on pages 79 to 86 of the Annual Report 2017. It sets out the Company's policy on remuneration and potential payments to directors in future. The Policy must be approved by shareholders (by means of a separate resolution) at least once every three years. Following a shareholder consultation process which is outlined in the Directors' Remuneration Report in the Annual Report 2017, a new Policy is being put forward for shareholder approval. The Policy for which we are seeking your approval this year is mainly unchanged from that approved by shareholders in 2016. The key changes are set out below.

Annual bonus scheme

- Annual bonus opportunity will be increased from 100% to 150% of salary for the Executive Directors, before the application of the individual performance modifier. This bonus opportunity will be based on corporate financial measures only, which are likely to include revenue, cash and profit.
- The individual performance modifier, which is already a feature of the annual bonus and contains financial and non-financial measures, will continue to have the effect of increasing the bonus pay-out by up to 25%, capped at an overall maximum of 180% of salary (currently 120% of salary), or decreasing it to a minimum of zero.
- The Executive Directors will defer 40% of annual bonus (beginning with any bonus earned in relation to 2018 performance) into a new Deferred Bonus Plan, with a minimum deferral period of three years.

Performance Share Plan (PSP)

- Annual share awards under the PSP will be increased from 200% to 250% of salary for the Chief Executive. Annual share awards for the Chief Financial Officer will remain at 200% of salary. This PSP limit of 250% and 200% of salary for the Chief Executive and Chief Financial Officer respectively may be increased to 300% of salary (versus 250% under the current policy) in exceptional circumstances as determined by the Remuneration Committee.
- To further support shareholder alignment, a two-year holding period will apply to any awards granted in or after 2018.

Shareholding guidelines

- The Executive Directors' shareholding guidelines will increase from 200% to 300% of annual base salary for the Chief Executive and from 150% to 200% of annual base salary for the Chief Financial Officer. This will ensure the Executive Directors have an increased financial stake in the business, which further aligns them with shareholders' interests.

Pensions

- The current Executive Directors will retain their current pension arrangements. Any future Executive Directors appointed into the role will be eligible for a pension contribution or cash equivalent of 15% of salary, which reflects the pension arrangements for other senior executives in the Company. The only exception to this would be if an internal candidate was promoted to the Board with a pension entitlement exceeding 15% of salary. In this situation the legacy term would be honoured.

All payments by the Company to Directors and former Directors must be made in accordance with the Directors' Remuneration Policy (unless a payment is separately approved by shareholder resolution).

Approval of Directors' Remuneration Report (resolution 3)

Shareholders are invited to approve the Directors' Remuneration Report, excluding the Directors' Remuneration Policy, which may be found on pages 75 to 78 and 87 to 98 of the Annual Report 2017. It sets out the pay and benefits received by each of the Directors for the year ended 31 December 2017. In line with legislation this vote will be advisory and in respect of the overall remuneration package.

Amendments to the rules of the Rentokil Initial plc Performance Share Plan 2016 (resolution 4)

This resolution approves the revised Performance Share Plan Rules (the 2016 PSP Rules), the amendments to which are summarised in Appendix 1 to this Notice of AGM on page 11 and the Rules of which are produced to the meeting and initialled by the Chairman for the purposes of identification.

The proposed amendments have been made to ensure that the plan can be operated in full compliance with the new Directors' Remuneration Policy and certain other legislative and regulatory changes. The 2016 PSP Rules and proposed operation of the proposed plan would remain the Company's primary long-term incentive arrangement.

Declaration of a final dividend (resolution 5)

Shareholders must approve the final dividend payable for each ordinary share held. The Board proposes a final dividend of 2.74p per share for the year ended 31 December 2017. If approved, the recommended final dividend will be paid on 16 May 2018 to all shareholders who are on the register of members on 13 April 2018.

Election of Directors (resolutions 6 to 8)

Sir Crispin Davis, John Pettigrew and Linda Yueh were appointed as Directors since the last AGM and resolutions 6, 7 and 8 propose their election as required by the Company's Articles of Association. They now stand for election by shareholders.

Sir Crispin Davis, John Pettigrew and Linda Yueh were appointed to the Board on 20 July 2017, 1 January 2018 and 1 November 2017 respectively and their biographies are detailed on pages 6 and 7. The Board believes this information is sufficient to enable shareholders to make an informed decision in respect of each appointment. In reviewing the recommendations of the Nomination Committee concerning these elections, the Board concluded that each Director is independent in character and judgement, and makes effective and valuable contributions to the Board and demonstrates commitment to the role. Accordingly, the Board unanimously recommends their election.

Re-election of Directors (resolutions 9 to 14)

The Directors shall retire and stand for re-election on an annual basis in accordance with best practice as set out in the UK Corporate Governance Code. Resolutions 9 to 14 (inclusive) propose such re-election of each of the Directors of the Company (other than Sir Crispin Davis, John Pettigrew and Linda Yueh, who will be subject to election under resolutions 6 to 8), which will take effect at the conclusion of the AGM. The Board is content that each Non-Executive Director proposed for re-election is independent in character and there are no relationships or circumstances likely to affect their character or judgement.

All of the Directors seeking re-election have wide business knowledge and bring valuable skills and experience to the Board. Following the annual evaluation exercise conducted during the year, the Board considers that each of the Directors proposed for re-election continues to make an effective and valuable contribution and demonstrate commitment to the role. Separate resolutions will be proposed for each of these re-elections. Biographies of each of the Directors' seeking re-election can be found on pages 6 and 7. The Board believes this information is sufficient to enable shareholders to make an informed decision on their re-election.

John McAdam **Chairman**

Appointed: May 2008

Skills and experience

John brings to the Group a deep and strategic understanding of a wide range of industry sectors gained from his career with Imperial Chemical Industries plc (ICI) and Unilever over more than 30 years, and his other Board and advisor appointments. John joined ICI in 1997 and was appointed Group Chief Executive in 2013. Prior to joining ICI, John spent 24 years with Unilever where he held a number of senior management positions. John was Senior Independent Director at J Sainsbury plc from 2005 to 2016 and a Non-Executive Director of Rolls-Royce plc from 2008 to 2017. John received a BSc honours degree in Chemical Physics at Manchester University and later gained a PhD before becoming a research fellow.

Current external commitments

- Chairman, United Utilities Group PLC
- NED and SID, Cobham plc

Andy Ransom **Chief Executive**

Appointed: May 2008

Skills and experience

Andy has broad commercial experience gained in senior executive positions and legal roles. Andy joined Rentokil Initial from ICI where he held various management positions as a senior lawyer and head of the mergers and acquisitions team since 1987. In 2005, he was appointed to the executive management team and had operational responsibility for ICI's Regional and Industrial Division. During his career with ICI he spent several years working in its businesses in the US and Canada. Andy joined Rentokil Initial in 2008 as the Executive Director of the global Pest Control business and became Chief Executive in October 2013. Andy is a graduate of the University of Southampton and a qualified solicitor.

Current external commitments

- Director and Trustee of Street League
- Patron of Malaria No More UK

Jeremy Townsend **Chief Financial Officer and Chief Information Officer**

Appointed: August 2010

Skills and experience

Jeremy has extensive experience in audit and corporate finance gained in various senior and executive roles at Ernst & Young, J Sainsbury plc and Mitchells & Butlers plc. Jeremy has a degree in Management Sciences from Manchester University and is a fellow of the Institute of Chartered Accountants of England and Wales and a former member of the Accounting Council of the Financial Reporting Council.

Current external commitments

- NED, parkrun Trading Limited and parkrun Global Limited
- NED, Galliford Try plc

Richard Burrows **Non-Executive Director**

Appointed: January 2008 and became SID in September 2017

Skills and experience

Richard has significant international business experience ranging from leading successful branded manufacturing and service businesses in the drinks industry to banking and financial services roles. His executive career has been with Irish Distillers, where he was Chief Executive from 1978 to 2000, and at Pernod Ricard, where he was joint Chief Executive from 2000 to 2005. He has served as the Governor of the Bank of Ireland and has held several non-executive positions. Richard is a graduate of Wesley College, Dublin, and is a Fellow of the Institute of Chartered Accountants of Ireland.

Current external commitments

- Chairman, British American Tobacco p.l.c.
- NED, Carlsberg A/S (Denmark)
- Chairman, Craven House Capital plc

Sir Crispin Davis **Non-Executive Director**

Appointed: July 2017

Skills and experience

Sir Crispin has had a distinguished and successful business career across the international media, fast moving consumer goods, and publishing sectors. He was Chief Executive of Reed Elsevier plc from 1999 to 2009, and previously Chief Executive of Aegis Group plc and Group Managing Director of Guinness Group plc. Sir Crispin has experience in leading and delivering business change and transformation, particularly in the digital arena, as well as strong international experience having lived and worked in the US and Germany for substantial periods during his early career at Proctor & Gamble. He has held various non-executive positions and has a degree in Modern History from Oxford University.

Current external commitments

- NED, Vodafone Group Plc
- NED, Hasbro Inc (USA)
- Trustee and Member of the University Board for Oxford University
- Advisor to CVC Capital Partners

John Pettigrew **Non-Executive Director**

Appointed: January 2018

Skills and experience

John is Chief Executive of National Grid with a strong economic background and engineering leadership experience. John has a strong track record of developing and implementing global strategies for profitable growth at National Grid. His skillset includes service provision to a large customer base, delivering world-class levels of safety performance and driving transformational change in highly regulated environments. He has significant experience of the US market having led the generation and distribution businesses of National Grid in North America. John holds a BSc in Economics, an MSc in International Economics, is a fellow of the Institute of Engineering and Technology and sits on the Presidents Committee of the CBI.

Current external commitments

- Chief Executive, National Grid plc

Key

NED – Non-Executive Director

SID – Senior Independent Director

Angela Seymour-Jackson **Non-Executive Director**

Appointed: March 2012

Skills and experience

Angela is a qualified marketing professional and a member of the Chartered Institute of Marketing. She brings to the Board experience of leading highly customer-focused businesses and improving processes and functions for a mobile workforce gained in various executive and other senior roles at RAC Motoring Services, Aviva UK Life, Aegon UK plc and Norwich Union Insurance. She has over 20 years of experience in retail financial services. Angela holds an MSc in Marketing.

Current external commitments

- Deputy Chairman and SID, Gocompare.com Group plc
- NED, Janus Henderson Group plc
- NED, esure Group plc
- NED, PageGroup plc

Julie Southern **Non-Executive Director**

Appointed: July 2014

Skills and experience

Julie has extensive financial experience having had a long, successful career in a number of commercially oriented finance and related roles working for some of the world's best known consumer brands. Julie, through her role as Chief Commercial Officer at Virgin Atlantic Ltd and her various non-executive roles, has gained significant exposure to commercial, legal, HR and operational challenges and responsibilities. Julie is a Chartered Accountant, having trained with Price Waterhouse, and has a BSc in Economics from Cambridge University.

Current external commitments

- NED, NXP Semi-Conductors N.V. (Netherlands)
- NED, DFS Furniture plc
- NED, Cineworld Group plc
- NED, Stagecoach Group plc

Linda Yueh **Non-Executive Director**

Appointed: November 2017

Skills and experience

As an economist, corporate lawyer and financial broadcaster Linda brings a diverse range of skills to the Board, including strong commercial experience gained through her work in corporate law and previous non-executive positions. Linda has acted in various advisory roles, including to the World Bank and the European Commission. Linda has obtained a BA at Yale; Masters at Harvard; Juris Doctorate at New York University; and an MA and doctorate at Oxford.

Current external commitments

- Member of the Policy Committee of the Centre for Economic Performance at the London School of Economics
- Member of the Advisory Board of The Official Monetary and Financial Institutions Forum
- Trustee of Malaria No More UK, Royal Commonwealth Society and Coutts Foundation (Coutts Bank)

Appointment of auditor (resolution 15)

The auditor of a company must be re-appointed at each general meeting at which accounts are laid, to hold office until the conclusion of the next general meeting at which the accounts are laid. Following a thorough, and highly competitive, audit tender exercise undertaken in the second half of 2017, the Board, on the recommendation of the Audit Committee, propose the appointment of KPMG LLP as auditor until the conclusion of the next general meeting of the Company at which the accounts are laid.

Auditor's remuneration (resolution 16)

This resolution gives authority to the Directors, in accordance with standard practice, to determine the auditor's remuneration. The Directors will delegate this authority to the Audit Committee.

Authority to allot shares (resolution 17)

The Company's Directors may only allot shares or grant rights to subscribe for, or convert any security into, shares if authorised to do so by shareholders. The authority conferred on the Directors at last year's AGM under s.551 of the Companies Act 2006 to allot shares expires on the date of the forthcoming AGM.

Accordingly, this resolution 17 seeks to renew the existing authority under s.551 of the Companies Act 2006 which would otherwise expire at the AGM, to, in the case of paragraph (a)(i) give the Board authority to allot the Company's shares or grant rights to subscribe for such shares up to a maximum nominal amount of £6,124,000 and, in the case of paragraph (a)(ii), to give the Board authority to allot ordinary shares (including the shares referred to in paragraph (a)(i)) up to a nominal amount of £12,248,000 in connection with a pre-emptive offer to existing shareholders by way of a rights issue (with exclusions to deal with fractional entitlements to shares and overseas shareholders to whom the rights issue cannot be made due to legal and practical problems). This is in accordance with the latest guidance published by the Investment Association. The amount of £6,124,000 represents approximately one third of the Company's issued ordinary share capital (excluding treasury shares) as at 21 March 2018, being the last practicable date prior to publication of this notice (the Latest Practicable Date). The amount of £12,248,000 represents approximately two thirds of the Company's issued ordinary share capital (excluding treasury shares) as at the Latest Practicable Date. This renewed authority will remain in force until the AGM to be held in 2019 (or, if earlier, 15 months from the date of this resolution). The Board has continued to seek annual renewal of this authority in accordance with best practice and intends to continue to do so. The Company does not hold any treasury shares as at the Latest Practicable Date.

The Board has no present intention to exercise this authority. However, renewal of this authority will ensure that the Board has flexibility in managing the Company's capital resources so that the Board can act in the best interests of shareholders generally.

Disapplication of pre-emption rights (resolutions 18 and 19)

Under s.561(1) of the Companies Act 2006, if the Directors wish to allot ordinary shares, or grant rights to subscribe for, or convert securities into ordinary shares, or sell treasury shares for cash (other than pursuant to an employee share scheme) they must in the first instance offer them to existing shareholders in proportion to their holdings. There may be occasions, however, when the Directors need the flexibility to finance business opportunities by the issue of shares without a pre-emptive offer to existing shareholders. This cannot be done under the Companies Act 2006 unless the shareholders have first given a limited waiver of their pre-emption rights. Resolutions 18 and 19, which will be proposed as special resolutions, seek to replace the authority given to the Board which would otherwise expire at the AGM, to allot equity securities for cash on a non-pre-emptive basis without first offering them to existing shareholders in proportion to their existing shareholdings.

Resolutions 18 and 19 ask shareholders to grant this limited waiver.

Resolution 18 contains a two-part waiver. The first is limited to the allotment of shares for cash in connection with a rights issue to allow the Directors to make appropriate exclusions and other arrangements to resolve legal or practical problems which, for example, might arise in relation to overseas shareholders. The second is limited to the allotment of shares for cash up to an aggregate nominal value of £918,000 (which includes the sale on a non-pre-emptive basis of any shares held in treasury), which represents approximately 5% of the issued ordinary share capital as at the Latest Practicable Date.

The waiver granted by resolution 19 is in addition to the waiver granted by resolution 18. It is limited to the allotment of shares for cash up to an aggregate nominal value of £918,000 (which includes the sale on a non-pre-emptive basis of any shares held in treasury), which represents a further 5% (approximately) of the issued ordinary share capital as at the Latest Practicable Date. This further waiver may only be used for an allotment of shares for cash for the purposes of financing (or refinancing, if the waiver is used within six months of the original transaction) a transaction which the Board determines to be an acquisition or other capital investment of a kind contemplated by the Pre-Emption Group's March 2015 Statement of Principles (PEG Principles).

The PEG Principles indicate that, in addition to the standard annual disapplication of pre-emption rights up to a maximum equal to 5 per cent of issued ordinary share capital (requested in resolution 18), the PEG is supportive of extending the general disapplication authority by an additional 5 per cent in certain specified circumstances. The PEG has recommended that companies request this additional disapplication authority in a separate resolution. The Board is therefore seeking authority for a combined limit of 10% under two separate resolutions in accordance with the PEG Principles. The Board intends to adhere to the provisions in the PEG Principles.

The Board has continued to seek an annual disapplication of the pre-emption rights in accordance with best practice.

The Directors have no present intention of exercising this authority, but this authority will ensure that the Board has flexibility in managing the Company's capital resources so that the Board can act in the best interests of shareholders generally.

The Directors have no current intention to allot shares except in connection with employee share schemes. The Company has issued 14,500,000 ordinary shares in the past three years, on a non-pre-emptive basis, which represents 0.8% of issued share capital. This is in line with the PEG Principles, which state that companies should not issue more than 7.5% of their issued share capital on a non-pre-emptive basis over a rolling three-year period without prior consultation with shareholders.

This authority sought will remain in force until the AGM to be held in 2019 (or, if earlier, 15 months from the date of this resolution).

Authority to purchase own shares (resolution 20)

Resolution 20, which will be proposed as a special resolution, gives the Company authority to buy back its own ordinary shares in the market as permitted by the Companies Act 2006. This renews the authority granted at last year's AGM which expires on the date of the AGM. The authority limits the number of shares that could be purchased to a maximum of 183,700,000 (representing approximately 10% of the issued share capital of the Company (excluding treasury shares) as at the Latest Practicable Date and sets minimum and maximum prices. This authority will expire at the conclusion of the AGM of the Company in 2019 (or, if earlier, 15 months from the date of this resolution).

The Directors have no present intention of exercising the authority to purchase the Company's ordinary shares but will keep the matter under review, taking into account the cash reserves of the Company, the Company's share price and other investment opportunities. The authority will be exercised only if the Directors believe that to do so will result in an increase in earnings per share and will be in the interests of shareholders generally. Furthermore, any Director with a conflict of interest in respect of a particular exercise of the Company's power to purchase its own shares will not be involved in the decision to so exercise such power.

Any purchases of ordinary shares under this authority will be by means of market purchases through the London Stock Exchange. Any shares purchased under this authority may either be cancelled or held as treasury shares. Treasury shares may subsequently be cancelled, sold for cash or used to satisfy options issued to employees pursuant to the Company's employee share schemes. As at the Latest Practicable Date, there were options over 25.5 million ordinary shares in the capital of the Company which represent 1.39% of the Company's issued ordinary share capital (excluding treasury shares).

If the authority to purchase the Company's ordinary shares was exercised in full, these options would thereafter represent 1.54% of the Company's issued ordinary share capital (excluding treasury shares). The authority will only be valid until the conclusion of the next AGM in 2019 (or, if earlier, 15 months from the date of this resolution). The Company has sought the authority of the shareholders to purchase its own shares by way of special resolution.

Authority to make political donations (resolution 21)

It is not proposed or intended to alter the Company's policy of not making political donations, within the normal meaning of that expression. However, given the breadth of the relevant provisions in the Companies Act 2006 it may be that some of the Company's activities may fall within the wide definitions under the Companies Act 2006 and, without the necessary authorisation, the Company's ability to communicate its views effectively to political audiences and to relevant interest groups could be inhibited. Such activities may include briefings at receptions or conferences – when the Company seeks to communicate its views on issues vital to its business interests – including, for example, conferences of a party political nature or of special interest groups. Accordingly, the Company believes that the authority contained in resolution 21 is necessary to allow it (and its subsidiaries) to fund activities which it is in the interests of shareholders that the Company should support. Such authority will enable the Company and its subsidiaries to be sure that they do not, because of any uncertainty as to the bodies or the activities covered by the Companies Act 2006, unintentionally commit a technical breach of the Companies Act 2006. Any expenditure which may be incurred under authority of this resolution will be disclosed in next year's Annual Report.

Notice of general meetings (resolution 22)

This resolution, which will be proposed as a special resolution, is required to reflect the Shareholders' Rights Regulations which had the effect of implementing the Shareholder Rights Directive and increasing the notice period for general meetings of the Company under the Companies Act 2006 to 21 days unless shareholders approve a shorter notice period, which cannot, however, be less than 14 clear days' notice (other than an AGM which will continue to be held on 21 clear days' notice). Before the Shareholders' Rights Regulations came into force in 2009, the Company was able to call general meetings (other than an AGM) on 14 clear days' notice and would like to preserve this ability to do so in future, but shareholders must have approved the calling of meetings on 14 clear days' notice. Resolution 22 seeks such approval.

The approval will be effective until the Company's next AGM in 2019, when it is intended that a similar resolution will be proposed. The Company will also need to meet the requirements for electronic voting under the Shareholders' Rights Regulations before it can call a general meeting on 14 clear days' notice. It is intended that the shorter notice period would not be used as a matter of routine for such meetings but only where the flexibility is merited by the business of the meeting and is thought to be in the interests of shareholders as a whole.

Articles of Association (resolution 23)

It is proposed in this resolution to adopt new Articles of Association (the New Articles) in order to update the Company's current Articles of Association (the Current Articles) which were adopted in 2008. The principal changes introduced in the New Articles are summarised below, and are primarily intended to reflect changes to UK Corporate Governance requirements and developments in market practice (minor, technical and clarifying changes have not been noted).

The New Articles showing all the changes to the Current Articles are available for inspection at rentokil-initial.com, at the Company's registered office and at Freshfields Bruckhaus Deringer LLP, 65 Fleet Street, London, EC4Y 1HS from 09:00 on the date of publication of this notice until the conclusion of the AGM. The main changes are summarised below.

Untraced shareholders

The New Articles amend the provisions of the Current Articles relating to shareholders who are considered untraced after a period of 12 years. The New Articles provide the Company greater flexibility when trying to trace shareholders. They replace the requirement to place notices in newspapers with a requirement for the Company to take reasonable steps to trace the shareholder and let them know that it intends to sell their shares. This can include engaging a professional asset reunification company to search for shareholders who have not kept their details up-to-date on the share register. Shareholders whose shares are sold following this tracing process will not be able to claim the proceeds of the sale and the Company can use these funds as the Board thinks fit. The New Articles also suspend a member's right to receive information by post in certain circumstances where the member cannot be traced, to avoid wasted costs.

Forfeiture of unclaimed dividends

The New Articles reduce the time period for the forfeiture of unclaimed dividends from 12 to six years in line with the statutory limitation period and the approach followed by other FTSE listed companies.

Hybrid general meetings

To make it easier for the Company's shareholders to take part in future general meetings and to increase shareholder engagement, the New Articles permit the Company to hold 'hybrid' general meetings where shareholders have the option to attend and participate either in person (in a main location or in specified satellite locations) or virtually by electronic means. The New Articles will not permit the Company to hold wholly virtual general meetings. Certain consequential changes to facilitate this amendment have been made throughout the New Articles.

Method of payment of dividends

The New Articles permit the Company to pay dividends in a more convenient manner for shareholders. If this resolution is passed, the New Articles will allow the Company to provide flexibility for the payment of dividends by using different distribution channels, including by electronic means, and will also permit the Board to decide which payment method is to be used on any particular occasion. This provision is in line with market practice.

Proxy votes

The New Articles clarify that the Company may specify a deadline for receipt of proxy forms that is no earlier than 48 hours before the meeting. In line with ICSA recommendations, the New Articles also specify that the Company is not required to check that a proxy votes in accordance with instructions given by the appointing shareholder and ensure the validity of a resolution even if a proxy fails to vote in accordance with such instructions.

Share warrants to bearer

The authority to issue bearer shares has been removed from the New Articles in accordance with The Small Business, Enterprise and Employment Act 2015.

Vacation of office by Directors

The New Articles update the circumstances in which a Director must vacate office to reflect the approach taken on mental and physical incapacity in the model articles for public companies produced by the Department for Business, Innovation and Skills. They also allow for vacation of a Director who has been absent from Board meetings for six consecutive months without permission.

Retirement of Directors

The Current Articles require one third of the Directors to retire from the Board at every AGM along with any Director who has been in office for three or more years since their last appointment or re-appointment. The New Articles are updated to reflect the Company's actual practice since 2011 and the requirements of the UK Corporate Governance Code by requiring Directors to retire annually and be re-elected at the AGM.

General

Generally the opportunity has been taken to bring clearer language into the New Articles and in some areas to conform the language of the New Articles with that used in the model articles for public companies produced by the Department for Business, Innovation and Skills.

General notes

1. Documents enclosed

This notice of meeting is being sent to all shareholders who have requested to receive shareholder communications in paper form. It is also available at rentokil-initial.com. A proxy form incorporating an admission card is enclosed with this notice.

2. Admission card

If you are attending the meeting, you should bring the white paper admission card with you.

3. Entitlement to attend and vote

Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, only those members entered in the register of members of the Company as at 18:30 on 4 May 2018, or, if this meeting is adjourned, in the register of members as at 18:30 two days, excluding non-business days, before any adjourned meeting, shall be entitled to attend and vote at the meeting in respect of the number of ordinary shares registered in their name at that time. Changes to the entries in the register of members after 18:30 on 4 May 2018, or, if this meeting is adjourned, in the register of members after 18:30 two days, excluding non-business days, before any adjourned meeting, shall be disregarded in determining the rights of any person to attend or vote at the meeting.

In the case of joint holders of a share, the vote of the senior shareholder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose seniority shall be determined by the order in which the names of the holders stand in the register.

4. Proxies, corporate representatives and nominated persons

Proxies

Registered shareholders who are unable to attend the meeting may appoint a proxy to exercise all or any of their rights to attend, speak and vote on their behalf at the AGM. A shareholder may appoint more than one proxy in relation to the meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder. A proxy need not be a shareholder of the Company (but must attend the meeting on your behalf) and may be appointed by:

- (a) completing and returning the proxy form that accompanies this notice;
- (b) going to sharevote.co.uk and following the instructions provided; or
- (c) if you are a user of the CREST system (including CREST Personal Members), having an appropriate CREST message transmitted.

To appoint a proxy or to give or amend an instruction to a previously appointed proxy via the CREST system, the CREST message must be received by the issuer's agent RA19 by 12:00 noon on Friday 4 May 2018. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message. After this time any change of instructions to a proxy appointed through CREST should be communicated to the proxy by other means. CREST Personal Members or other CREST sponsored members, and those CREST Members who have appointed voting service provider(s) should contact their CREST sponsor or voting service provider(s) for assistance with appointing proxies via CREST. For further information on CREST procedures, limitations and system timings please refer to the CREST Manual. We may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

IMPORTANT: To be effective your proxy form must be received by the Company's Registrar no later than 12:00 noon on Friday 4 May 2018. Further details regarding the appointment of proxies are given in the notes to the proxy form. The rights of shareholders in relation to the appointment of proxies as stated above do not apply to a person nominated under s.146 of the Companies Act 2006 to enjoy information rights (a Nominated Person). Such rights can only be exercised by shareholders of the Company.

Corporate representatives

Corporate shareholders may appoint one or more corporate representatives, who may exercise on its behalf all its powers, provided that if two or more representatives are appointed either:

- (a) each corporate representative is appointed to exercise the rights attached to a different share or shares held by that shareholder; or
- (b) the corporate representatives vote in respect of the same shares, the power is treated as exercised only if they purport to exercise the power in the same way as each other (in other cases, the power is treated as unexercised).

Nominated Person(s)

Any Nominated Person to whom this notice has been sent may, under an agreement between him/her and the shareholder by whom he/she was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the meeting. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he/she may, under such agreement, have a right to give instructions to the shareholder as to the exercise of voting rights.

5. AGM business

Shareholders attending the meeting have a right to ask questions at the AGM relating to the business of the meeting and the Company must cause such questions to be answered, unless such answers would interfere unduly with the preparation of the meeting, involve the disclosure of confidential information, the answer has already been published on the Company's website or it is not in the interests of the Company or the good order of the meeting that the question be answered.

6. Website publication of audit concerns

Under s.527 of the Companies Act 2006, shareholders meeting the threshold requirements set out in that section have the right to request publication on the Company's website of any concerns that they propose to raise at the meeting relating to:

- (a) the audit of the Company's accounts (including the auditor's report and conduct of the audit) that are to be submitted to the meeting; or
- (b) any circumstance connected with an auditor of the Company ceasing to hold office since the last AGM of the Company. The Company will publish the statement if sufficient requests have been received in accordance with s.527(2) of the Companies Act 2006. The Company may not require the shareholders requesting any such website publication to pay its expenses in complying with s.527 or 528 of the Companies Act 2006. Where the Company is required to place a statement on a website under s.527 of the Companies Act 2006, it must forward the statement to the Company's auditor not later than the time when it makes the statement available on the website. The business which may be dealt with at the annual general meeting includes any statement that the Company has been required under s.527 of the Companies Act 2006 to publish on a website.

7. Total voting rights

As at the Latest Practicable Date, the Company's issued share capital consisted of 1,837,332,965 ordinary shares, carrying one vote each.

8. Sending documents relating to the meeting to the Company

Any documents or information relating to the proceedings at the meeting may only be sent to the Company in one of the ways set out in this notice of meeting.

9. Documents available for inspection

The following documents are available for inspection during normal business hours at the Company's offices at Riverbank, Meadows Business Park, Blackwater, Camberley, Surrey, GU17 9AB and at the offices of the Company's legal advisors, Freshfields Bruckhaus Deringer LLP, at 65 Fleet Street, London, EC4Y 1HS from 09:00 on the date of publication of this notice until the conclusion of the AGM and will also be available for inspection at the AGM venue for at least 15 minutes prior to and during the AGM itself:

- (a) copies of the Executive Directors' service contracts and the Non-Executive Directors' letters of appointment by the Company;
- (b) copies of the Directors' deeds of indemnity;
- (c) a copy of the proposed Performance Share Plan rules;
- (d) a copy of the Current Articles of Association of the Company; and
- (e) a copy of the proposed New Articles of Association

In accordance with s.311A of the Companies Act 2006, a copy of this notice, and other information required by such section, is available on the Company's website at rentokil-initial.com.

10. Voting outcome

The results of the voting at the AGM will be announced through a Regulatory Information Service and will appear on our website rentokil-initial.com as soon as possible following the meeting.

11. Shareholder enquiries

Any enquiries in relation to shareholdings or regarding the appointment of a proxy should be directed to the Company's Registrar, Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA, or by telephone on 0333 207 6581 or +44 121 415 0077 if calling from overseas. Lines are open between 08:30 and 17:30, Monday to Friday excluding public holidays in England and Wales. Any other enquiries in relation to the AGM should be directed to the office of the Company Secretary at secretariat@rentokil-initial.com.

Appendix 1

Summary of the amendments to the rules of the Rentokil Initial plc Performance Share Plan 2016

The Performance Share Plan (PSP) was first approved by shareholders at the AGM in 2016. Rentokil Initial plc (the Company) seeks approval for some minor amendments to its existing terms. The proposed amendments have been made to ensure that the 2016 PSP can be operated in full compliance with the new Directors' Remuneration Policy (the Policy) and other legislative changes. The amendments are summarised below.

Individual limits

It is proposed that this be changed to mirror the proposals in the new Policy, with an individual limit of 250% of the salary of that individual (increased from 200%) and 300% in exceptional circumstances, as determined by the Committee (increased from 250%); with both limits subject to any other limit as set out in the prevailing Policy, where applicable.

Holding period

The 2016 PSP already permitted a discretionary holding period to be applied at grant for a period of two years, meaning that an award would not vest for a total of five years (a performance period of three years followed by a holding period of two years). It is proposed that the rules include the requirement for participants to enter into a tax election, where there is a holding period, when required to do so by the Company.

Clawback

The 2016 PSP previously permitted clawback to be applied for two years from the vesting date. It is proposed that this is updated so that it will be applied for five years from the grant date. This is to accommodate awards that may have different vesting dates due to holding periods.

Dividend equivalents

The 2016 PSP permitted dividend equivalents to be accrued between the grant date and date of vest or the grant date and the date one month prior to exercise. This was originally drafted to reflect restrictions imposed by the administration of the plan. As these no longer apply it is proposed that this be updated so that dividends accrue between the grant date and the actual date of vest or exercise (i.e. not one month before). The reference to gross dividends has also been removed following the changes to dividend tax in 2016.

Good leavers

The 2016 PSP permitted early vesting in the event of death, ill health or disability. In these cases performance is measured early at the early vesting date. It is proposed that the Remuneration Committee are given discretion to also allow early vesting in the event of any other exceptional circumstance.

Legislative and regulatory changes

Proposed amendments have been made throughout the rules for compliance with legislative changes. These include the Market Abuse Regulations which came into effect in 2016 and the General Data Protection Regulation which applies in full from 25 May 2018.

French schedule

It is proposed that an addendum be added to the 2016 PSP (which will be valid until the expiry of the 2016 PSP) to allow the granting of awards to participants in France under an approved plan. This arrangement should result in more favourable tax treatment for these participants.

US schedule

Proposed amendments have been made to the US Schedule to ensure that the awards to US tax payers are in accordance with US tax rules following the changes to the main body of the PSP.

Directions

The Hilton London Gatwick Airport (Ascot Suite), South Terminal
Gatwick Airport, Gatwick, RH6 0LL.

By rail

The hotel is 30 minutes from central London via the Gatwick Express (London Victoria) or by trains operated by First Capital Connect and Southern railways. Gatwick Airport train station is located in the South Terminal building. On exiting the station, follow signs towards Taxis/Car rentals and Hotels, and then follow the Hilton Hotel signs.

By air (Gatwick)

From the South Terminal (international arrivals) exit right towards the Travelex desk and then follow the signs to Taxis/Car rentals and Hotels. After the travelator, continue right under the covered concourse, over the pedestrian crossing towards the car park and follow the Hilton Hotel signs. It is a five minute walk from the South Terminal building.

From Gatwick North Terminal take the free rail shuttle to the South Terminal and on alighting in the South Terminal follow the directions above.

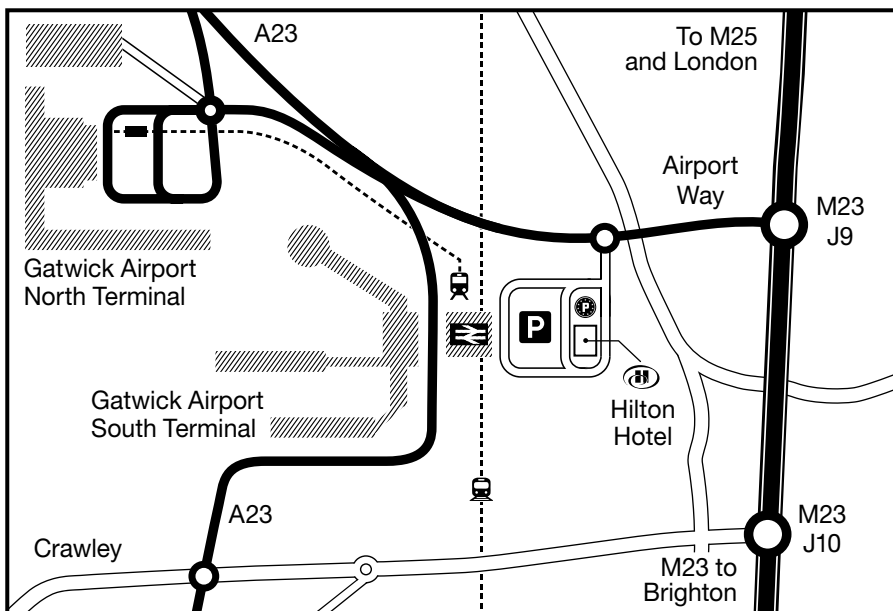
By car

From the M25, proceed towards the M23 southbound towards Gatwick Airport. Exit the M23 at junction 9 (Crawley and London Gatwick Airport). At the roundabout follow the signs to the South Terminal and remain in the right hand lane to follow signs to the Hilton Hotel.

Parking

There is a small Euro car park just beyond the drop off point for the Hilton Hotel (first turning on left). This car park can become full very quickly. Alternatively there is short-term parking in the larger multi-storey car parks situated at the Gatwick South Terminal.

Please note that charges do apply in all car parks.



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