

ROYAL BANK OF SCOTLAND GROUP PLC  
Form 6-K  
May 04, 2016

FORM 6-K  
SECURITIES AND EXCHANGE COMMISSION  
Washington D.C. 20549

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16  
of the Securities Exchange Act of 1934

For May 04, 2016

Commission File Number: 001-10306

The Royal Bank of Scotland Group plc

RBS, Gogarburn, PO Box 1000  
Edinburgh EH12 1HQ

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  X

Form 40-F  \_\_\_

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): \_\_\_\_\_

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): \_\_\_\_\_

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  \_\_\_

No  X

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-  
\_\_\_\_\_

---

The following information was issued as a Company announcement in London, England and is furnished pursuant to General Instruction B to the General Instructions to Form 6-K:

## The Royal Bank of Scotland Group plc - Result of Annual General Meeting

4 May 2016

Following the Annual General Meeting held today, The Royal Bank of Scotland Group plc announces the results of the poll vote for each resolution as follows. Resolutions 17, 19, 20 and 22 were passed as special resolutions.

	For	% of votes cast	Against	% of votes cast	Total votes cast as % of Voting Share Capital	Withheld *
Resolution 1	42,870,073,884	99.98	7,232,572	0.02	91.62	3,265,972
To receive the accounts for the year ended 31 December 2015 and the reports of the directors and auditors therein						
Resolution 2	42,686,046,288	99.56	188,029,796	0.44	91.61	6,603,412
To approve the Annual Report on Remuneration in the Directors' Remuneration Report						
Resolution 3	42,820,770,396	99.86	57,943,312	0.14	91.62	1,842,668
To elect Howard Davies as a director						
Resolution 4	42,858,022,712	99.95	20,963,832	0.05	91.62	1,494,752
To re-elect Ross McEwan as a director						
Resolution 5	42,857,042,372	99.95	21,687,276	0.05	91.62	1,748,848
To re-elect Ewen Stevenson as a director						
Resolution 6	42,842,323,048	99.92	36,365,244	0.08	91.62	1,780,668
To re-elect Sandy Crombie as a director						

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

Approval of Sandy Crombie's re-election by independent shareholders only	9,104,388,972	99.60	36,365,244	0.40	69.99	1,780,668
Resolution 7	42,830,426,776	99.89	48,327,684	0.11	91.62	1,803,624
To re-elect Alison Davis as a director						
Approval of Alison Davis's re-election by independent shareholders only	9,092,492,700	99.47	48,327,684	0.53	69.99	1,803,624
Resolution 8	42,859,044,320	99.95	19,603,572	0.05	91.62	1,907,624
To re-elect Morten Friis as a director						
Approval of Morten Friis' re-election by independent shareholders only	9,121,110,244	99.79	19,603,572	0.21	69.99	1,907,624
Resolution 9	42,857,289,076	99.95	21,423,500	0.05	91.62	1,841,792
To re-elect Robert Gillespie as a director						
Approval of Robert Gillespie's re-election by independent shareholders only	9,119,355,000	99.77	21,423,500	0.23	69.99	1,841,792
Resolution 10	42,858,666,604	99.95	20,069,352	0.05	91.62	1,811,844
To re-elect Penny Hughes as a director						
Approval of Penny Hughes' re-election by independent shareholders only	9,120,732,528	99.78	20,069,352	0.22	69.99	1,811,844
Resolution 11	42,853,467,756	99.94	25,256,916	0.06	91.62	1,823,480
To re-elect Brendan Nelson as a director						
Approval of Brendan Nelson's re-election by independent shareholders only	9,115,533,680	99.72	25,256,916	0.28	69.99	1,823,480
Resolution 12	42,850,946,232	99.93	27,899,072	0.07	91.62	1,702,644

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

To re-elect Baroness Noakes  
as a director

Approval of Baroness Noakes' re-election by independent shareholders only	9,113,012,156	99.69	27,899,072	0.31	69.99	1,702,644
---	---------------	-------	------------	------	-------	-----------

Resolution 13	42,853,845,328	99.95	23,536,232	0.05	91.62	3,170,756
---------------	----------------	-------	------------	------	-------	-----------

To elect Mike Rogers as a  
director

Approval of Mike Rogers' election by independent shareholders only	9,115,911,252	99.74	23,536,232	0.26	69.98	3,170,756
--	---------------	-------	------------	------	-------	-----------

Resolution 14	42,873,971,708	99.99	5,545,120	0.01	91.63	1,212,452
---------------	----------------	-------	-----------	------	-------	-----------

To appoint Ernst & Young  
LLP as auditors

Resolution 15	42,876,148,532	99.99	3,127,204	0.01	91.62	1,365,892
---------------	----------------	-------	-----------	------	-------	-----------

To authorise the Group Audit  
Committee to fix the  
remuneration of the auditors

Resolution 16	42,617,034,176	99.39	260,313,764	0.61	91.62	3,294,572
---------------	----------------	-------	-------------	------	-------	-----------

To renew the directors'  
authority to allot securities

Resolution 17	42,506,422,492	99.26	316,339,872	0.74	91.50	57,955,464
---------------	----------------	-------	-------------	------	-------	------------

To renew the directors'  
authority to allot equity shares  
on a non pre-emptive basis

Resolution 18	42,603,829,928	99.36	274,661,504	0.64	91.62	2,225,520
---------------	----------------	-------	-------------	------	-------	-----------

To renew the directors'  
authority to allot shares or  
grant rights to subscribe for or  
to convert any security into  
shares in connection with the  
issue of Equity Convertible  
Notes

Resolution 19	42,317,590,584	98.69	560,893,256	1.31	91.62	2,243,864
---------------	----------------	-------	-------------	------	-------	-----------

To renew the directors' authority to allot equity securities on a non pre-emptive basis in connection with the issue of Equity Convertible Notes

Resolution 20	42,150,049,380	98.30	729,250,516	1.70	91.62	1,416,720
---------------	----------------	-------	-------------	------	-------	-----------

To permit the holding of General Meetings at 14 days' notice

Resolution 21	42,367,621,296	98.81	508,465,256	1.19	91.62	4,576,532
---------------	----------------	-------	-------------	------	-------	-----------

To renew the authority in respect of political donations and expenditure by the Company in terms of Section 366 of the Companies Act 2006

Resolution 22	42,769,863,048	99.75	109,333,876	0.25	91.62	1,524,428
---------------	----------------	-------	-------------	------	-------	-----------

To renew the authority for the Company to purchase its own shares on a recognised investment exchange

\* A vote Withheld is not a vote in law and is not counted in the calculation of the proportion of votes "For" and "Against" a resolution.

In accordance with the UK Listing Authority's listing rules, copies of resolutions that do not constitute ordinary business at an annual general meeting will shortly be available for inspection at the National Storage Mechanism which is located at: [www.Hemscott.com/nsm.do](http://www.Hemscott.com/nsm.do)

As at 29 April 2016 (being the latest date by which shareholders who wanted to vote at the Annual General Meeting must have been entered on the company's Register of Members) the total number of voting rights in the company was 46,798,773,168.

Contact

RBS Media Centre  
+44 (0)131 523 4205

Signatures

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: 04 May 2016

THE ROYAL BANK OF  
SCOTLAND GROUP plc  
(Registrant)

By: /s/ Jan Cargill

Name: Jan Cargill  
Title: Deputy Secretary