

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

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