

Result of AGM

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 Restaurant Group PLC
 12 May 2016

The Restaurant Group plc (the "Company")

Results of AGM

The Annual General Meeting of The Restaurant Group plc was held on 12 May 2016.

Voting was conducted by way of a poll and all resolutions put to the Annual General Meeting were passed. The number of votes for and against each of the resolutions and the number of votes withheld were as follows:

Resolution	Votes For	%	Votes against	%	Total votes cast	Votes withheld
1 Annual Report and Accounts 2015	150,745,756	99.94	87,237	0.06	150,832,993	514,048
2 Directors' Remuneration Report	101,294,728	73.17	37,145,533	26.83	138,440,261	12,906,780
3 Declare a final dividend	150,872,308	100.00	88	0.00	150,872,396	474,645
4 Re-elect Debbie Hewitt	149,666,556	99.61	590,595	0.39	150,257,151	1,089,890
5 Re-elect Danny Breithaupt	142,158,094	94.24	8,696,340	5.76	150,854,434	492,607
6 Re-elect Stephen Critoph	Resolution Withdrawn					
7 Re-elect Simon Cloke	149,653,106	99.35	985,491	0.65	150,638,597	708,444
8 Re-elect Sally Cowdry	149,993,719	99.43	863,206	0.57	150,856,925	490,116
9 Elect Mike Tye	150,778,384	99.96	62,779	0.04	150,841,163	505,878
10 Re-appoint Auditors and determine remuneration	144,211,450	95.59	6,652,977	4.41	150,864,427	482,614
11 Authority to allot shares	147,792,096	99.96	52,272	0.04	147,844,368	3,502,673
12 Disapplication of pre-emption rights	145,383,475	96.48	5,311,540	3.52	150,695,015	652,026
13 Authority to purchase own shares	147,928,623	98.14	2,809,065	1.86	150,737,688	609,353
14 Short notice of general meetings	145,267,296	96.30	5,582,898	3.70	150,850,194	496,847

Cont.

Notes:

- 1) The Company notes the significant number of votes cast against Resolution 2, the advisory vote on the Directors' Remuneration Report. The Company understands that this reflects the concerns of a number of investors in respect of the termination arrangements for Alan Jackson and the level of the Executive Director annual bonus awards for 2015. The Remuneration Committee will carry out a detailed review of all of the feedback received to understand fully all of the reasons behind the vote result so that it can reflect, where appropriate, in its approach going forward.
- 2) The total number of shares in issue at 12 May 2016 was 201,046,447.
- 3) Where shareholders have appointed the Chairman of the meeting as their proxy with discretion as to voting, those votes have been cast in favour of the resolutions and are included in the total of those votes for.
- 4) Certified copies of resolutions 12, 13 and 14 have been submitted to the National Storage Mechanism and will shortly be available for inspection at: www.morningstar.co.uk/UK/nsm
- 5) A 'vote withheld' is not a vote in law and is not counted in the calculation of the proportion of votes validly cast.

Enquiries:

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