

RWS Holdings plc

Annual General Meeting: 11 February 2014

The Company confirms that at its Annual General Meeting all resolutions proposed were duly passed.

For information the votes received were as follows:

Resolution 1	To receive and adopt the Company's annual accounts and the reports of the directors and auditor for the year ended 30 September 2013:			
	Votes for	31,412,100	including	0 left to the discretion of the Chairman
	Votes against	15,000		
	Left to the discretion of a third party	3,335		
	Votes withheld	101,978		
	The resolution was passed as an Ordinary Resolution.			
Resolution 2	To approve the directors' remuneration report for the year ended 30 September 2013:			
	Votes for	23,422,791	including	0 left to the discretion of the Chairman
	Votes against	7,744,338		
	Left to the discretion of a third party	3,335		
	Votes withheld	370,949		
	The resolution was passed as an Ordinary Resolution.			
Resolution 3	To declare the final dividend for the year ended 30 September 2013:			
	Votes for	31,436,100	including	0 left to the discretion of the Chairman
	Votes against	0		
	Left to the discretion of a third party	3,335		
	Votes withheld	101,978		
	The resolution was passed as an Ordinary Resolution.			
Resolution 4	To reappoint Peter Mountford as a director:			
	Votes for	26,012,437	including	0 left to the discretion of the Chairman
	Votes against	5,423,663		
	Left to the discretion of a third party	3,335		
	Votes withheld	101,978		
	The resolution was passed as an Ordinary Resolution.			
Resolution 5	To reappoint BDO LLP as auditors and authorise the directors to determine their remuneration:			
	Votes for	31,330,392	including	0 left to the discretion of the Chairman
	Votes against	105,708		
	Left to the discretion of a third party	3,335		
	Votes withheld	101,978		
	The resolution was passed as an Ordinary Resolution.			
Resolution 6	To authorise the directors to allot shares:			
	Votes for	31,431,768	including	0 left to the discretion of the Chairman
	Votes against	3,332		
	Left to the discretion of a third party	3,335		
	Votes withheld	102,978		
	The resolution was passed as an Ordinary Resolution.			
Resolution 7	To authorise the directors to disapply statutory pre-emption rights:			
	Votes for	31,244,912	including	0 left to the discretion of the Chairman
	Votes against	189,188		
	Left to the discretion of a third party	3,335		
	Votes withheld	103,978		
	The resolution was passed as a Special Resolution.			
Resolution 8	To grant authority to purchase the Company's shares:			
	Votes for	31,430,835	including	0 left to the discretion of the Chairman
	Votes against	5,265		
	Left to the discretion of a third party	3,335		
	Votes withheld	101,978		
	The resolution was passed as a Special Resolution.			
Resolution 9	To approve the Rule 9 waiver:			
	Votes for	7,097,858	including	0 left to the discretion of the Chairman
	Votes against	6,362,835		
	Left to the discretion of a third party	3,335		
	Votes withheld	103,578		
	The resolution was taken on a poll vote and was passed as an Ordinary Resolution.			