

ROYAL BANK OF SCOTLAND GROUP PLC
Form 6-K
June 23, 2015

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 June 23, 2015

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

23 June 2015

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, 21 and 23 were passed as special resolutions.

| | For | % o f v o t e s c a s t | A g a i n s t v o t e s c a s t | % o f v o t e s c a s t | T o t a l v o t e s c a s t | W i t h h e l d * a s % o f V o t i n g S h a r e C a p i t a l |
|--|----------------|-------------------------------|---------------------------------------|-------------------------------|-----------------------------------|--|
| Resolution 1 To receive the accounts for the year ended 31 December 2014 and the reports of the directors and auditors thereon | 21,952,310,400 | 99.83 | 37,640,156 | 0.17 | 84.97 | 29,513,112 |
| Resolution 2 To approve the Annual Report on Remuneration in the Directors' Remuneration Report | 21,832,926,636 | 99.32 | 149,116,116 | 0.68 | 84.94 | 37,397,980 |
| Resolution 3 To re-elect Philip Hampton as a director | 21,944,429,688 | 99.79 | 45,155,432 | 0.21 | 84.96 | 29,900,224 |
| Resolution 4 To re-elect Ross McEwan as a director | 21,975,224,836 | 99.93 | 14,321,144 | 0.07 | 84.96 | 29,865,432 |
| Resolution 5 To re-elect Ewen Stevenson as a director | 21,975,272,940 | 99.94 | 14,277,636 | 0.06 | 84.96 | 29,927,536 |
| Resolution 6 To re-elect Sandy Crombie as a director | 21,961,187,972 | 99.87 | 28,432,084 | 0.13 | 84.97 | 29,869,496 |

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| | | | | | | |
|---|----------------|-------|------------|------|-------|------------|
| Approval of Sandy Crombie's re-election by independent shareholders only | 6,103,253,896 | 99.54 | 28,432,084 | 0.46 | 61.18 | 29,869,496 |
| Resolution 7 To re-elect Alison Davis as a director | 21,958,958,200 | 99.86 | 30,366,780 | 0.14 | 84.96 | 29,944,620 |
| Approval of Alison Davis's re-election by independent shareholders only | 6,101,024,124 | 99.50 | 30,366,780 | 0.50 | 61.17 | 29,944,620 |
| Resolution 8 To elect Howard Davies as a director | Withdrawn | | | | | |
| Approval of Howard Davies's election by independent shareholders only | Withdrawn | | | | | |
| Resolution 9 To re-elect Morten Friis as a director | 21,974,491,056 | 99.93 | 14,743,624 | 0.07 | 84.96 | 29,988,660 |
| Approval of Morten Friis's re-election by independent shareholders only | 6,116,556,980 | 99.76 | 14,743,624 | 0.24 | 61.17 | 29,988,660 |
| Resolution 10 To re-elect Robert Gillespie as a director | 21,973,458,672 | 99.93 | 15,789,744 | 0.07 | 84.96 | 30,015,868 |
| Approval of Robert Gillespie's re-election by independent shareholders only | 6,115,524,596 | 99.74 | 15,789,744 | 0.26 | 61.17 | 30,015,868 |
| Resolution 11 | 21,961,355,332 | 99.87 | 28,004,888 | 0.13 | 84.96 | 29,911,232 |

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| | | | | | | |
|--|----------------|-------|-------------|------|-------|------------|
| To re-elect Penny Hughes as a director | | | | | | |
| Approval of Penny Hughes' re-election by independent shareholders only | 6,103,421,256 | 99.54 | 28,004,888 | 0.46 | 61.17 | 29,911,232 |
| Resolution 12 | 21,961,323,984 | 99.87 | 27,936,740 | 0.13 | 84.96 | 30,020,460 |
| To re-elect Brendan Nelson as a director | | | | | | |
| Approval of Brendan Nelson's re-election by independent shareholders only | 6,103,389,908 | 99.54 | 27,936,740 | 0.46 | 61.17 | 30,020,460 |
| Resolution 13 | 21,960,509,264 | 99.87 | 28,861,372 | 0.13 | 84.96 | 29,886,664 |
| To re-elect Baroness Noakes as a director | | | | | | |
| Approval of Baroness Noakes's re-election by independent shareholders only | 6,102,575,188 | 99.53 | 28,861,372 | 0.47 | 61.17 | 29,886,664 |
| Resolution 14 | 21,928,694,540 | 99.72 | 61,148,384 | 0.28 | 84.97 | 29,619,680 |
| To re-appoint Deloitte LLP as auditors | | | | | | |
| Resolution 15 | 21,986,050,880 | 99.98 | 3,766,968 | 0.02 | 84.97 | 29,668,504 |
| To authorise the Group Audit Committee to fix the remuneration of the auditors | | | | | | |
| Resolution 16 | 21,747,723,776 | 98.90 | 241,772,028 | 1.10 | 84.96 | 29,987,824 |
| To renew the directors' authority to allot securities | | | | | | |
| Resolution 17 | 21,977,143,536 | 99.94 | 12,556,832 | 0.06 | 84.97 | 29,724,228 |
| To renew the directors' | | | | | | |

authority to
allot equity
shares on a non
pre-emptive
basis

| | | | | | | |
|---------------|----------------|-------|-------------|------|-------|------------|
| Resolution 18 | 21,805,905,500 | 99.17 | 183,284,300 | 0.83 | 84.96 | 30,058,124 |
|---------------|----------------|-------|-------------|------|-------|------------|

To authorise the
directors to
allot ordinary
shares in the
company or
grant rights to
subscribe for or
to convert any
security into
ordinary shares
in connection
with the issue
of Equity
Convertible
Notes

| | | | | | | |
|---------------|----------------|-------|-------------|------|-------|------------|
| Resolution 19 | 21,590,138,112 | 98.18 | 399,194,200 | 1.82 | 84.96 | 30,149,476 |
|---------------|----------------|-------|-------------|------|-------|------------|

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

| | | | | | | |
|---------------|----------------|-------|------------|------|-------|------------|
| Resolution 20 | 21,959,434,520 | 99.86 | 30,006,880 | 0.14 | 84.96 | 30,046,948 |
|---------------|----------------|-------|------------|------|-------|------------|

To authorise the
directors' to
allot preference
shares

| | | | | | | |
|---------------|----------------|-------|-------------|------|-------|------------|
| Resolution 21 | 21,475,120,164 | 97.67 | 512,129,832 | 2.33 | 84.96 | 32,228,840 |
|---------------|----------------|-------|-------------|------|-------|------------|

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

| | | | | | | |
|---------------|----------------|-------|-------------|------|-------|------------|
| Resolution 22 | 21,615,296,080 | 98.30 | 373,364,040 | 1.70 | 84.96 | 30,555,280 |
|---------------|----------------|-------|-------------|------|-------|------------|

To authorise
political
donations and
expenditure by
the Group in

terms of
Section 366 of
the Companies
Act 2006

| | | | | | |
|---------------|-----------------------|-----------|------|-------|------------|
| Resolution 23 | 21,981,110,676,999.96 | 8,723,824 | 0.04 | 84.97 | 29,604,880 |
|---------------|-----------------------|-----------|------|-------|------------|

To authorise
market
purchases of
ordinary shares

| | | | | | | |
|---------------|---------------|-------|-----------|------|-------|------------|
| Resolution 24 | 6,100,652,444 | 99.90 | 5,850,072 | 0.10 | 60.93 | 54,812,424 |
|---------------|---------------|-------|-----------|------|-------|------------|

To approve the
performance of
the Resale

Rights
Agreement and
the Registration
Rights
Agreement

* 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 19 June 2015 (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 as at 19 June 2014 was 25,880,796,108.

In relation to Resolution 24, on which HM Treasury were not permitted to vote, the total voting rights as at 19 June 2015 was 10,022,862,032.

Contact

RBS Media Centre
+44 (0)131 523 4205

Signatures

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: 23 June 2015

THE ROYAL BANK OF
SCOTLAND GROUP plc
(Registrant)

By: /s/ Jan Cargill

Name: Jan Cargill
Title: Deputy Secretary