

Rathbone Brothers Plc
Annual General Meeting
Wednesday 7 May 2008
Total shareholder proxy votes cast

All resolutions were approved by shareholders at the meeting on a show of hands.
Proxy votes lodged were as follows.

Resolution	For	Against	Vote withheld
1 To adopt the 2007 report and accounts	21,615,092	31,800	1,097,717
2 To approve the Remuneration report for 2007	20,943,157	255,589	1,545,863
3 To approve the final dividend of 25p for 2007	21,624,344	0	1,120,265
4 To elect Mr. D T D Harrel as a director	21,389,612	257,280	1,097,717
5 To elect Mr. J M May as a director	20,999,161	556,782	1,188,666
6 To re-elect Mr. I M Buckley as a director	21,327,822	319,070	1,097,717
7 To re-elect Mr. P D G Chavasse as a director	21,389,437	257,455	1,097,717
8 To re-elect Mr. P G Pearson Lund as a director	21,382,253	257,455	1,104,901
9 To re-elect Mr. G M Powell as a director	19,164,502	257,280	3,322,827
10 To appoint PricewaterhouseCoopers LLP as auditors until the next AGM	21,379,933	2,200	1,362,476
11 To authorise the directors to agree the remuneration of the auditors	21,646,692	200	1,097,717
12 To approve an authority to make political donations and incur political expenditure	21,581,555	41,789	1,121,265
13 To approve an authority to allot ordinary shares	21,640,435	6,457	1,097,717
14 To authorise the waiving of pre-emption rights	21,640,260	6,632	1,097,717
15 To authorise market repurchases of ordinary shares	21,622,360	1,984	1,120,265
16 To approve amendments to the Articles to reflect the implementation of the Companies Act 2006	21,398,644	225,700	1,120,265
17 To amend the Articles (with effect from 1 October 2008) to give directors the authority to authorise, where appropriate, a director's conflict of interest	21,645,602	830	1,098,177