

ROYAL BANK OF SCOTLAND GROUP PLC
Form 6-K
June 25, 2014

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 25, 2014

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
25 June 2014

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 16 and 17 were passed as special resolutions.

| | For | % of votes cast | Against | % of votes cast | Total votes cast as % of Voting Share Capital | Withheld * |
|--|----------------|-----------------------|------------|-----------------------|--|------------|
| Resolution 1 To receive and approve the accounts for the year ended 31 December 2013 and the reports of the directors and auditors thereon | 21,103,132,200 | 100.00 | 833,184 | 0.00 | 83.74 | 29,427,360 |
| Resolution 2 To elect Morten Friis as a director | 21,090,839,012 | 99.94 | 12,875,344 | 0.06 | 83.74 | 29,656,976 |
| Resolution 3 To elect Robert Gillespie as a director | 21,091,278,860 | 99.94 | 12,960,872 | 0.06 | 83.74 | 29,548,660 |
| Resolution 4 To elect Ross McEwan as a director | 21,092,075,224 | 99.94 | 12,296,936 | 0.06 | 83.74 | 29,465,580 |
| Resolution 5 To elect Ewen Stevenson as a director | 21,091,766,972 | 99.94 | 12,314,588 | 0.06 | 83.74 | 29,751,220 |
| Resolution 6 To re-elect Sandy Crombie as a director | 21,077,884,224 | 99.87 | 26,446,772 | 0.13 | 83.74 | 29,544,580 |
| Resolution 7 To re-elect Alison Davis as a director | 21,016,023,336 | 99.82 | 37,663,772 | 0.18 | 83.54 | 80,178,152 |
| Resolution 8 | 21,066,741,544 | 99.82 | 37,743,252 | 0.18 | 83.74 | 29,473,040 |

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| | | | | | | | |
|---|----------------|-------|-------------|------|-------|------------|--|
| To re-elect Philip Hampton as a director Resolution 9 | | | | | | | |
| To re-elect Penny Hughes as a director Resolution 10 | 21,079,279,472 | 99.88 | 25,077,896 | 0.12 | 83.74 | 29,542,364 | |
| To re-elect Brendan Nelson as a director Resolution 11 | 21,078,570,716 | 99.88 | 25,436,432 | 0.12 | 83.74 | 29,531,580 | |
| To re-elect Baroness Noakes as a director Resolution 12 | 21,077,939,264 | 99.87 | 26,525,880 | 0.13 | 83.74 | 29,442,972 | |
| To re-elect Philip Scott as a director Resolution 13 | 21,079,012,696 | 99.88 | 25,394,312 | 0.12 | 83.74 | 29,527,224 | |
| To re-appoint Deloitte LLP as auditors Resolution 14 | 21,071,876,548 | 99.97 | 5,459,244 | 0.03 | 83.63 | 56,657,928 | |
| To authorise the Group Audit Committee to fix the remuneration of the auditors Resolution 15 | 21,071,797,284 | 99.97 | 5,534,332 | 0.03 | 83.63 | 56,614,212 | |
| To renew the directors' authority to allot securities Resolution 16 | 20,948,654,628 | 99.26 | 155,838,332 | 0.74 | 83.74 | 29,468,376 | |
| To renew the directors' authority to allot equity securities on a non pre-emptive basis Resolution 17 | 20,939,417,228 | 99.22 | 164,504,264 | 0.78 | 83.74 | 30,079,732 | |
| To permit the holding of | 20,772,484,044 | 98.43 | 332,329,060 | 1.57 | 83.74 | 29,126,672 | |

General

Meetings at 14
days' notice

Resolution 18

To authorise
political

donations and

expenditure by 20,986,543,564 99.45 116,912,732 0.55 83.74 30,371,072

the Group in

terms of

Section 366 of

the Companies

Act 2006

Resolution 19

To approve

the Director's

Remuneration 20,893,215,888 99.66 70,382,756 0.34 83.18 170,307,216

Policy in the

Directors'

Remuneration

Report

Resolution 20

To approve

the Annual

Report on 21,034,273,904 99.81 40,636,912 0.19 83.62 58,993,972

Remuneration

in the

Directors'

Remuneration

Report

Resolution 21

To approve

the RBS 2014 20,876,270,352 99.02 206,830,068 0.98 83.66 50,790,508

Employee

Share Plan

* 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.

The approval votes on the election or re-election of Independent Directors, included in the Notice of Meeting, were not put to the meeting as the relevant sections of the UK Listing Authority's listing rules were not in force at the date of the meeting.

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 23 June 2014 (being the latest date by which shareholders who wanted to attend, speak and vote at the General Meeting must have been entered on the company's Register of Members) the issued share capital of the company conferring the right to vote at the General Meeting consisted of 6,299,628,388 ordinary shares carrying four votes each on a poll, 400,000 5.5 per cent. cumulative preference shares carrying four votes each on a poll and 500,000 11 per cent. cumulative preference shares carrying four votes each on a poll. Therefore, the total number of voting rights

in the company as at 23 June 2014 was 25,202,113,552.

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: 25 June 2014

THE ROYAL BANK OF
SCOTLAND GROUP plc
(Registrant)

By: /s/ Jan Cargill

Name: Jan Cargill
Title: Deputy Secretary