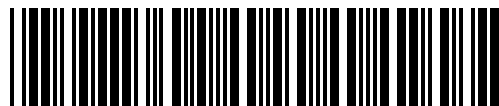


**Return of Allotment of Shares**Company Name: **RS Group plc**Company Number: **00647788**Received for filing in Electronic Format on the: **29/01/2024**

XCVQNQQH

Shares Allotted (including bonus shares)Date or period during which
shares are allottedFrom
24/01/2024To
24/01/2024**Class of Shares: ORDINARY**Currency: **GBP**Number allotted **2197**Nominal value of each share **0.1**Amount paid: **5.73**Amount unpaid: **0.0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	473968524
Currency:	GBP	Aggregate nominal value:	47396852.4

Prescribed particulars

VOTING RIGHTS - AT A GENERAL MEETING, EVERY MEMBER PRESENT IN PERSON AND EVERY DULY APPOINTED PROXY HAS, UPON SHOW OF HANDS, ONE VOTE AND ON A POLL EVERY MEMBER WHO IS PRESENT IN PERSON OR BY PROXY HAS ONE VOTE FOR EACH SHARE. DIVIDENDS AND DISTRIBUTIONS - SUBJECT TO THE PROVISIONS OF THE COMPANIES ACTS, THE COMPANY MAY BY ORDINARY RESOLUTION FROM TIME TO TIME DECLARE DIVIDENDS NOT EXCEEDING THE AMOUNT RECOMMENDED BY THE BOARD. THE BOARD MAY PAY INTERIM DIVIDENDS WHENEVER THE FINANCIAL POSITION OF THE COMPANY, IN THE OPINION OF THE BOARD, JUSTIFIES SUCH PAYMENT. CAPITAL RIGHTS - A MEMBER MAY PARTICIPATE IN CAPITALISATION OF PROFITS AND RESERVES. REDEMPTION - THERE ARE NO PROVISIONS FOR REDEMPTION.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	473968524
		Total aggregate nominal value:	47396852.4
		Total aggregate amount unpaid:	0

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.