

## GLAXOSMITHKLINE PLC

### RESULT OF AGM

GlaxoSmithKline plc ('GSK') announces that at its Annual General Meeting ('AGM') today, all resolutions were passed by shareholders.

#### GSK AGM Poll Results

The following table shows the votes cast for each resolution:

|    | <b>Resolution</b>                           | <b>Total votes for*</b> | <b>%</b> | <b>Total votes against</b> | <b>%</b> | <b>Total votes cast</b> | <b>Votes withheld**</b> |
|----|---|-------------------------|----------|----------------------------|----------|-------------------------|-------------------------|
| 1  | To receive the 2014 Annual Report           | 3,614,278,186           | 99.04    | 35,131,332                 | 0.96     | 3,649,409,518           | 14,897,298              |
| 2  | Approval of the Annual Remuneration Report  | 3,391,418,737           | 98.03    | 68,233,680                 | 1.97     | 3,459,652,417           | 204,653,757             |
| 3  | Election of Sir Philip Hampton              | 3,591,444,657           | 99.08    | 33,187,186                 | 0.92     | 3,624,631,843           | 39,673,560              |
| 4  | Election of Urs Rohner                      | 3,646,088,522           | 99.85    | 5,657,074                  | 0.15     | 3,651,745,596           | 12,559,808              |
| 5  | Re-election of Sir Andrew Witty             | 3,636,239,584           | 99.57    | 15,745,701                 | 0.43     | 3,651,985,285           | 12,323,435              |
| 6  | Re-election of Professor Sir Roy Anderson   | 3,635,006,358           | 99.54    | 16,926,524                 | 0.46     | 3,651,932,882           | 12,372,971              |
| 7  | Re-election of Dr Stephanie Burns           | 3,640,064,153           | 99.67    | 11,957,663                 | 0.33     | 3,652,021,816           | 12,284,037              |
| 8  | Re-election of Stacey Cartwright            | 3,627,646,531           | 99.34    | 24,278,095                 | 0.66     | 3,651,924,626           | 12,379,794              |
| 9  | Re-election of Simon Dingemans              | 3,611,625,566           | 98.90    | 40,202,459                 | 1.10     | 3,651,828,025           | 12,477,828              |
| 10 | Re-election of Lynn Elsenhans               | 3,631,958,969           | 99.45    | 19,951,976                 | 0.55     | 3,651,910,945           | 12,394,642              |
| 11 | Re-election of Judy Lewent                  | 3,616,440,612           | 99.03    | 35,558,235                 | 0.97     | 3,651,998,847           | 12,307,006              |
| 12 | Re-election of Sir Deryck Maughan           | 3,556,901,233           | 98.09    | 69,347,278                 | 1.91     | 3,626,248,511           | 38,057,342              |
| 13 | Re-election of Dr Daniel Podolsky           | 3,630,860,486           | 99.42    | 21,017,768                 | 0.58     | 3,651,878,254           | 12,427,599              |
| 14 | Re-election of Dr Moncef Slaoui             | 3,631,852,758           | 99.45    | 20,032,722                 | 0.55     | 3,651,885,480           | 12,420,374              |
| 15 | Re-election of Hans Wijers                  | 3,558,527,772           | 99.02    | 35,109,224                 | 0.98     | 3,593,636,996           | 70,668,857              |
| 16 | Re-appointment of auditors                  | 3,497,872,211           | 97.19    | 101,054,446                | 2.81     | 3,598,926,657           | 65,379,196              |
| 17 | Remuneration of auditors                    | 3,534,642,170           | 98.21    | 64,277,018                 | 1.79     | 3,598,919,188           | 65,386,223              |
| 18 | Authority for the company to make donations | 3,577,744,022           | 98.02    | 72,255,599                 | 1.98     | 3,649,999,621           | 14,306,463              |

|    | <b>Resolution</b>  | <b>Total votes for*</b> | <b>%</b> | <b>Total votes against</b> | <b>%</b> | <b>Total votes cast</b> | <b>Votes withheld**</b> |
|----|--|-------------------------|----------|----------------------------|----------|-------------------------|-------------------------|
|    | to political organisations and incur political expenditure         |                         |          |                            |          |                         |                         |
| 19 | Authority to allot shares  | 3,546,475,883           | 97.19    | 102,584,391                | 2.81     | 3,649,060,274           | 15,248,087              |
| 20 | Disapplication of pre-emption rights***                            | 3,592,421,305           | 98.52    | 53,931,389                 | 1.48     | 3,646,352,694           | 17,950,355              |
| 21 | Authority for the company to purchase its own shares***            | 3,646,045,423           | 99.84    | 5,930,054                  | 0.16     | 3,651,975,477           | 12,330,810              |
| 22 | Exemption from statement of senior statutory auditor's name        | 3,616,839,172           | 99.14    | 31,407,136                 | 0.86     | 3,648,246,308           | 16,054,765              |
| 23 | Authorise reduced notice of a general meeting other than an AGM*** | 3,235,833,877           | 88.66    | 413,929,365                | 11.34    | 3,649,763,242           | 14,542,185              |
| 24 | Approval of GSK Share Value Plan                                   | 3,528,728,822           | 96.72    | 119,600,001                | 3.28     | 3,648,328,823           | 15,980,071              |

**Notes:**

\* Includes discretionary votes.

\*\* A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes "For" or "Against" a resolution.

\*\*\* Indicates Special Resolutions requiring a 75% majority.

Sir Christopher Gent, Tom de Swaan and Jing Ulrich did not stand for re-election as Directors, and stepped down from the Board with effect from the conclusion of the AGM.

In accordance with section 430(2B) of the Companies Act 2006, GSK confirms that Sir Christopher Gent, Tom de Swaan and Jing Ulrich will receive payment of fees for service whilst a Director but no other remuneration payment or payment for loss of office will be made in connection with their departure.

The following table provides further relevant information:

|   | <b>GSK's Fifteenth AGM (2015)</b> | <b>GSK's Fourteenth AGM (2014)</b> |
|---|-----------------------------------|------------------------------------|
| Issued share capital (excluding Treasury Shares)  | 4,866,216,110                     | 4,861,007,167                      |
| Total votes cast and votes withheld lodged as a % of GSK's issued share capital (excluding Treasury Shares) | 75.30%                            | 74.05%                             |
| Total shareholder population  | 137,658                           | 140,792                            |

|  |       |       |
|--|-------|-------|
| Total number of proxies lodged   | 8,686 | 8,333 |
| % of shareholders who lodged proxies   | 6.31% | 5.92% |
| Number of shareholders, corporate representatives and proxies who attended the AGM | 403   | 429   |

**V A Whyte**  
**Company Secretary**

7 May 2015

These results will shortly be available on the company's website at [www.gsk.com](http://www.gsk.com).

**GSK enquiries:**

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