

Associated British Foods plc

13 December 2010

Result of AGM

Associated British Foods plc announces the results of the voting by poll on the resolutions put to the Annual General Meeting of the Company held on 10 December 2010. All resolutions were passed by the required majority.

Resolution		Votes For ⁽ⁱ⁾	% For	Votes Against	% Against	Votes Total	% of Issued Share Capital voted ⁽ⁱⁱ⁾	Votes Withheld ⁽ⁱⁱⁱ⁾
Ordinary business								
1	Report and accounts 2010	633,729,807	99.96	258,806	0.04	633,988,613	80.08%	206,828
2	Directors' remuneration report 2010	623,293,991	98.80	7,555,725	1.20	630,849,716	79.69	3,230,611
3	Declaration of final dividend	633,985,503	100.00	8,102	0.00	633,993,605	80.08%	80,380
4	Re-election of Willard Gordon Galen Weston as a director	576,356,496	91.53	53,345,479	8.47	629,701,975	79.54%	4,489,271
5	Re-election of Peter Alan Smith as a director	633,048,269	99.85	940,897	0.15	633,989,166	80.08%	86,756
6	Re-election of George Garfield Weston as a director	633,260,675	99.87	841,447	0.13	634,102,122	80.10%	86,892
7	Re-appointment and remuneration of auditors	622,960,088	99.10	5,663,970	0.90	628,624,058	79.40	5,450,464
Special business								
8	Authority to allot shares	585,321,921	94.29	35,434,082	5.71	620,756,003	78.41	13,316,445

9	Disapplication of pre-emption rights (special resolution)	631,079,751	99.55	2,856,554	0.45	633,936,305	80.08	135,466
10	Reduced notice of a general meeting other than an annual general meeting (special resolution)	624,833,432	98.57	9,075,452	1.43	633,908,884	80.07	118,322
11	Amendment to Executive Share Incentive Plan 2003	590,679,793	93.45	41,377,067	6.55	632,056,860	79.84	2,009,063

Notes:

- (i) Any proxy appointments which gave discretion to the Chairman have been included in the 'For' total.
- (ii) Issued ordinary share capital at 8 December 2010: 791,674,183 shares.
- (iii) A 'Vote Withheld' is not counted towards the votes cast 'For' or 'Against' a resolution.
- (iv) In order to meet technical requirements under the Companies Act 2006, interim accounts for the period ended 7 December 2010, which show the payment of a dividend of £115m to the Company by one of its subsidiary companies, increasing the distributable reserves of the Company. These accounts, which were the relevant accounts for the purpose of approving payment of the dividend, have been prepared in accordance with the requirements of the Companies Act and filed at Companies House.

A copy of the resolutions passed as special business at the AGM has been submitted to the National Storage Mechanism and will shortly be available to inspection at www.hemscott.com/nsm.do