

Associated British Foods plc

12 December 2011

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 9 December 2011. 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 2011	628,457,097	99.94	404,634	0.06	628,861,731	79.43	51,852
2	Directors' remuneration report 2011	599,239,601	96.71	20,390,217	3.29	619,629,818	78.27	9,282,060
3	Declaration of final dividend	628,686,026	100.00	7,198	0.00	628,693,224	79.41	219,886
4	Re-election of Charles Sinclair as a director	626,901,778	99.69	1,946,128	0.31	628,847,906	79.43	60,270
5	Re-election of George G Weston as a director	628,342,776	99.92	510,000	0.08	628,852,776	79.43	57,808
6	Re-election of John Bason as a director	628,339,396	99.92	510,919	0.08	628,850,315	79.43	60,532
7	Re-election of Timothy Clarke as a director	628,132,835	99.89	706,695	0.11	628,839,530	79.43	62,935
8	Re-election of Lord Jay of Ewelme as a director	628,091,201	99.88	758,092	0.12	628,849,293	79.43	61,381
9	Re-election of Javier Ferrán as a director	628,202,346	99.90	646,262	0.10	628,848,608	79.43	61,951
10	Re-election of Peter Smith as a director	627,271,772	99.75	1,576,765	0.25	628,848,537	79.43	61,356

11	Re-appointment and remuneration of auditors	622,973,063	99.60	2,532,603	0.40	625,505,666	79.01	3,404,912
Special business								
12	Authority to allot shares	593,932,229	95.03	31,035,439	4.97	624,967,668	78.94	3,942,589
13	Disapplication of pre-emption rights (special resolution)	626,431,384	99.98	127,779	0.02	626,559,163	79.14	2,352,231
14	Reduced notice of a general meeting other than an annual general meeting (special resolution)	611,568,351	97.62	14,928,958	2.38	626,497,309	79.14	2,347,247

Notes:

- (i) Any proxy appointments which gave discretion to the Chairman have been included in the 'For' total.
- (ii) Issued ordinary share capital at 7 December 2011: 791,674,183 shares.
- (iii) A 'Vote Withheld' is not counted towards the votes cast 'For' or 'Against' a resolution.

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