

Associated British Foods plc

10 December 2012

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 7 December 2012. 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 2012	656,078,133	100.00	3,070	0.00	656,081,203	82.87	536,992
2	Directors' remuneration report 2012	644,285,996	98.68	8,643,369	1.32	652,929,365	82.47	3,685,613
3	Declaration of final dividend	656,076,713	100.00	940	0.00	656,077,653	82.87	538,570
4	Election of Emma Adamo as a director	653,608,093	99.63	2,435,564	0.37	656,043,657	82.87	571,284
5	Re-election of John Bason as a director	655,722,191	99.95	340,658	0.05	656,062,849	82.87	552,447
6	Re-election of Timothy Clarke as a director	655,710,371	99.95	352,847	0.05	656,063,218	82.87	553,141
7	Re-election of Lord Jay of Ewelme as a director	655,669,777	99.94	394,080	0.06	656,063,857	82.87	550,958
8	Re-election of Javier Ferrán as a director	655,674,130	99.95	325,318	0.05	655,999,448	82.86	555,193
9	Re-election of Charles Sinclair as a director	652,859,104	99.51	3,202,410	0.49	656,061,514	82.87	550,962
10	Re-election of Peter Smith as a director	655,711,230	99.95	350,995	0.05	656,062,225	82.87	552,120

11	Re-election of George Weston as a director	655,712,445	99.95	338,879	0.05	656,051,324	82.87	553,680
12	Re-appointment and remuneration of auditors	647,706,272	99.36	4,203,267	0.64	651,909,539	82.35	4,701,633
Special business								
13	Authority to allot shares	620,430,613	95.24	31,036,212	4.76	651,466,825	82.29	5,145,701
14	Disapplication of pre-emption rights (special resolution)	655,319,086	99.98	158,994	0.02	655,478,080	82.80	1,137,198
15	Reduced notice of a general meeting other than an annual general meeting (special resolution)	642,574,140	97.95	13,472,650	2.05	656,046,790	82.87	567,555

Notes:

- (i) Any proxy appointments which gave discretion to the Chairman have been included in the 'For' total.
- (ii) Issued ordinary share capital at 5 December 2012: 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