

## 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 <sup>(i)</sup>	% For	Votes Against	% Against	Votes Total	% of Issued Share Capital voted <sup>(ii)</sup>	Votes Withheld <sup>(iii)</sup>	
<b>Ordinary business</b>								
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
<b>Special business</b>								
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](http://www.hemscott.com/nsm.do)