

Associated British Foods plc

8 December 2017

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 Friday 8 December 2017. All resolutions were passed by the members entitled to vote.

Resolution	Votes For	% For	Votes Against	% Against	Votes Total	% of Issued Share Capital voted	Votes Withheld
1 Annual report and accounts	672,166,962	99.94	423,251	0.06	672,590,213	84.96%	31,302
2 Directors' remuneration report	650,153,761	96.91	20,758,533	3.09	670,912,294	84.75%	1,756,554
3 Declaration of final dividend	672,602,616	100.00	2,535	0.00	672,605,151	84.96%	93,976
4 Re-election of Emma Adamo as a director	664,726,139	98.83	7,875,624	1.17	672,601,763	84.96%	97,704
5 Re-election of John Bason as a director	671,584,286	99.85	1,016,323	0.15	672,600,609	84.96%	96,601
6 Re-election of Ruth Cairnie as a director	662,753,903	98.54	9,846,875	1.46	672,600,778	84.96%	97,375
7 Re-election of Javier Ferrán as a director	615,888,482	92.25	51,729,699	7.75	667,618,181	84.33%	4,981,835
8 Re-election of Wolfhart Hauser as a director	662,373,186	98.48	10,227,033	1.52	672,600,219	84.96%	97,900
9 Election of Michael McIntock	672,310,123	99.96	277,545	0.04	672,587,668	84.96%	109,489
10 Election of Richard Reid as a director	666,359,282	99.07	6,240,201	0.93	672,599,483	84.96%	98,445
11 Re-election of Charles Sinclair as a director	630,943,584	97.41	16,778,426	2.59	647,722,010	81.82%	24,998,544
12 Re-election of George Weston as a director	671,900,346	99.90	697,100	0.10	672,597,446	84.96%	98,263

13	Reappointment of auditor	669,094,537	99.48	3,505,446	0.52	672,599,983	84.96%	99,405
14	Auditor's remuneration	669,412,693	99.53	3,180,724	0.47	672,593,417	84.96%	99,617
15	Political donations or expenditure	668,412,155	99.40	4,068,089	0.60	672,480,244	84.94%	169,385
16	Directors' authority to allot shares	589,556,069	87.65	83,034,513	12.35	672,590,582	84.96%	106,583
17	Disapplication of pre-emption rights *	671,373,061	99.89	749,735	0.11	672,122,796	84.90%	110,319
18	Notice of general meetings *	660,844,663	98.24	11,835,701	1.76	672,680,364	84.97%	18,971

* Special resolution

VOTES EXCLUDING CONTROLLING SHAREHOLDERS ON THE RESOLUTIONS CONCERNING THE ELECTION OR RE-ELECTION OF THE INDEPENDENT NON-EXECUTIVE DIRECTORS

Resolution	Votes For	% For	Votes Against	% Against	Votes Total	% of Issued Share Capital voted (excluding controlling shareholders)	Votes Withheld
6 Re-election of Ruth Cairnie as a director	222,513,764	95.76	9,846,875	4.24	232,360,639	71.84%	97,375
7 Re-election of Javier Ferrán as a director	175,648,343	77.25	51,729,699	22.75	227,378,042	70.30%	4,981,835
8 Re-election of Wolfhart Hauser as a director	222,133,047	95.60	10,227,033	4.40	232,360,080	71.84%	97,900
9 Election of Michael McIntock	232,069,984	99.88	277,545	0.12	232,347,529	71.83%	109,489
10 Election of Richard Reid as a director	226,119,143	97.31	6,240,201	2.69	232,359,344	71.84%	98,445

Notes:

- Any proxy appointments which gave discretion to the Chairman have been included in the 'For' total.
- Total number of ordinary shares in issue at 6 December 2017 was 791,674,183.
- Total ordinary shares held by shareholders excluding the controlling shareholders at 6 December 2017 was 323,455,984.
- A 'Vote Withheld' is not counted towards the votes cast 'For' or 'Against' a resolution.