

Associated British Foods plc

6 December 2019

Result of AGM

Associated British Foods plc (“the Company”) announces the results of the voting by poll on the resolutions put to the Annual General Meeting of the Company held on Friday 6 December 2019. 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	632,663,325	99.20	5,092,148	0.80	637,755,473	80.56%	181,735
2 Directors' remuneration report	615,541,472	96.74	20,741,864	3.26	636,283,336	80.37%	1,654,662
3 Directors' remuneration policy	613,775,728	96.23	24,063,306	3.77	637,839,034	80.57%	98,600
4 Declaration of final dividend	637,779,390	99.98	112,567	0.02	637,891,957	80.58%	44,478
5 Re-election of Emma Adamo as a director	636,186,984	99.74	1,670,456	0.26	637,857,440	80.57%	80,558
6 Re-election of Graham Allan as a director	636,827,939	99.84	1,029,322	0.16	637,857,261	80.57%	80,373
7 Re-election of John Bason as a director	635,665,775	99.66	2,193,087	0.34	637,858,862	80.57%	79,136
8 Re-election of Ruth Cairnie as a director	630,389,431	98.83	7,469,012	1.17	637,858,443	80.57%	79,189
9 Re-election of Wolfhart Hauser as a director	635,978,759	99.71	1,874,567	0.29	637,853,326	80.57%	83,470
10 Re-election of Michael McLintock as a director	633,695,879	99.35	4,163,475	0.65	637,859,354	80.57%	78,643
11 Re-election of Richard Reid as a director	631,004,657	98.93	6,852,591	1.07	637,857,248	80.57%	80,748
12 Re-election of George Weston as a director	636,138,174	99.73	1,722,712	0.27	637,860,886	80.57%	77,110

13	Reappointment of auditor	632,915,550	99.21	5,057,656	0.79	637,973,206	80.59%	77,590
14	Auditor's remuneration	632,773,573	99.20	5,092,105	0.80	637,865,678	80.57%	50,310
15	Political donations or expenditure	619,292,861	97.30	17,195,119	2.70	636,487,980	80.40%	1,203,274
16	Directors' authority to allot shares	617,580,875	96.82	20,294,287	3.18	637,875,162	80.57%	60,141
17	Disapplication of pre-emption rights *	636,698,597	99.89	711,242	0.11	637,409,839	80.51%	64,004
18	Notice of general meetings *	619,758,027	97.36	16,797,399	2.64	636,555,426	80.41%	1,166,291

* 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 Graham Allan as a director	205,008,615	99.50	1,029,322	0.50	206,037,937	64.31%	80,373
8 Re-election of Ruth Cairnie as a director	198,570,107	96.37	7,469,012	3.63	206,039,119	64.31%	79,189
9 Re-election of Wolfhart Hauser as a director	204,159,435	99.09	1,874,567	0.91	206,034,002	64.31%	83,470
11 Re-election of Richard Reid as a director	199,185,333	96.67	6,852,591	3.33	206,037,924	64.31%	80,748

Notes:

1. Any proxy appointments which gave discretion to the Chairman have been included in the 'For' total.
2. Total number of ordinary shares in issue at 4 December 2019 was 791,674,183.
3. Total ordinary shares held by shareholders excluding the controlling shareholders at 4 December 2019 was 320,379,140.
4. A 'Vote Withheld' is not counted towards the votes cast 'For' or 'Against' a resolution.