

Associated British Foods plc

9 December 2013

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 6 December 2013. 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 2013	657,138,296	100.00	31,379	0.00	657,169,675	83.01%	580,498
2	Directors' remuneration report 2013	643,199,668	97.95	13,439,157	2.05	656,638,825	82.94%	1,405,427
3	Declaration of final dividend	656,134,951	100.00	17,105	0.00	656,152,056	82.88%	574,022
4	Re-election of Emma Adamo as a director	655,961,575	99.77	1,516,508	0.23	657,478,083	83.05%	580,012
5	Re-election of John Bason as a director	656,429,381	99.84	1,055,699	0.16	657,485,080	83.05%	578,542
6	Re-election of Timothy Clarke as a director	656,925,612	99.92	556,669	0.08	657,482,281	83.05%	577,446
7	Re-election of Lord Jay of Ewelme as a director	657,183,710	99.92	551,123	0.08	657,734,833	83.08%	577,730
8	Re-election of Javier Ferrán as a director	656,901,349	99.92	516,687	0.08	657,418,036	83.04%	578,628
9	Re-election of Charles Sinclair as a director	653,090,083	99.41	3,907,009	0.59	656,997,092	82.99%	1,316,458
10	Re-election of Peter Smith as a director	655,974,853	99.76	1,609,014	0.24	657,583,867	83.06%	674,611

11	Re-election of George Weston as a director	656,519,615	99.84	1,054,052	0.16	657,573,667	83.06%	580,327
12	Appointment of auditors	647,516,152	99.34	4,299,867	0.66	651,816,019	82.33%	6,222,323
13	Remuneration of auditors	649,356,029	99.32	4,421,281	0.68	653,777,310	82.58%	4,268,083
Special business								
14	Authority to allot shares	602,346,563	91.89	53,166,105	8.11	655,512,668	82.80%	1,193,186
15	Disapplication of pre-emption rights (special resolution)	657,027,056	99.98	163,090	0.02	657,190,146	83.01%	874,021
16	Reduced notice of a general meeting other than an annual general meeting (special resolution)	641,629,986	97.60	15,752,976	2.40	657,382,962	83.04%	677,719
17	Approval of new Long Term Incentive Plan	638,718,713	97.18	18,547,995	2.82	657,266,708	83.02%	796,811

Notes:

- (i) Any proxy appointments which gave discretion to the Chairman have been included in the 'For' total.
- (ii) Issued ordinary share capital at 4 December 2013: 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