

Associated British Foods plc

7 December 2018

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 7 December 2018. 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	652,053,220	100.00	2,358	0.00	652,055,578	82.36%	6,512,539
2 Directors' remuneration report	632,195,283	96.25	24,613,823	3.75	656,809,106	82.96%	1,759,476
3 Declaration of final dividend	658,485,837	100.00	25,421	0.00	658,511,258	83.18%	57,164
4 Re-election of Emma Adamo as a director	655,515,106	99.55	2,990,716	0.45	658,505,822	83.18%	62,490
5 Election of Graham Allan as a director	658,384,898	99.98	120,483	0.02	658,505,381	83.18%	62,481
6 Re-election of John Bason as a director	656,807,534	99.76	1,580,927	0.24	658,388,461	83.16%	59,483
7 Re-election of Ruth Cairnie as a director	656,527,231	99.70	1,964,207	0.30	658,491,438	83.18%	76,088
8 Re-election of Wolfhart Hauser as a director	657,082,779	99.78	1,421,706	0.22	658,504,485	83.18%	62,947
9 Re-election of Michael McLintock	653,921,297	99.30	4,587,604	0.70	658,508,901	83.18%	59,521
10 Re-election of Richard Reid as a director	651,322,296	98.91	7,185,071	1.09	658,507,367	83.18%	60,159
11 Re-election of George Weston as a director	657,403,144	99.83	1,105,545	0.17	658,508,689	83.18%	59,733
12 Reappointment of auditor	654,085,402	99.33	4,418,331	0.67	658,503,733	83.18%	63,711
13 Auditor's	654,194,004	99.35	4,312,112	0.65	658,506,116	83.18%	62,196

	remuneration							
14	Political donations or expenditure	650,418,393	98.78	8,018,329	1.22	658,436,722	83.17%	110,813
15	Directors' authority to allot shares	618,253,029	93.89	40,246,631	6.11	658,499,660	83.18%	64,652
16	Disapplication of pre-emption rights *	658,374,830	99.98	115,878	0.02	658,490,708	83.18%	73,058
17	Notice of general meetings *	645,883,536	98.08	12,625,181	1.92	658,508,717	83.18%	59,705

* 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
5 Election of Graham Allan as a director	203,523,551	99.94	120,483	0.06	203,644,034	62.96%	62,481
7 Re-election of Ruth Cairnie as a director	201,665,884	99.04	1,964,207	0.96	203,630,091	62.96%	76,088
8 Re-election of Wolfhart Hauser as a director	202,221,432	99.30	1,421,706	0.70	203,643,138	62.96%	62,947
10 Re-election of Richard Reid as a director	196,460,949	96.47	7,185,071	3.53	203,646,020	62.96%	60,159

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 5 December 2018 was 791,674,183.
3. Total ordinary shares held by shareholders excluding the controlling shareholders at 5 December 2018 was 323,435,769.
4. A 'Vote Withheld' is not counted towards the votes cast 'For' or 'Against' a resolution.