The Companies Act 2006

COMPANY LIMITED BY SHARES

RESOLUTION
OF
WHITBREAD PLC
COMPANY NUMBER: 04120344

Passed on 17 June 2021

At the Annual General Meeting held on 17 June 2021 the following resolutions were passed:

Special Resolution

21. That, pursuant to Section 701 of the Act, the Company be generally authorised to make one or more market purchases (within the meaning of Section 693(4) of the Act) of up to 20,196,657 ordinary shares (of any nominal value from time to time) in the capital of the Company provided that:

(A) the minimum price (exclusive of expenses) which may be paid for each ordinary share is the nominal amount of that share;

(B) the maximum price (exclusive of expenses) which may be paid for each ordinary share is the highest of (i) an amount equal to 5% above the average market value of an ordinary share for the five business days immediately preceding the day on which that ordinary share is contracted to be purchased, and (ii) the higher of the price of the last independent trade and the highest current independent bid on the trading venues where the purchase is carried out at the relevant time; and

(C) this authority will apply until the conclusion of the AGM of the Company to be held in 2022 (or, if earlier, 16 September 2022) but during this period the Company may enter into a contract to purchase ordinary shares which would, or might, be completed or executed wholly or partly after this authority has ended and the Company may purchase ordinary shares pursuant to any such contract as if this authority had not ended.

Certified to be a true copy

A Crozier
Chairman