THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

Resolution of Bunzl plc

(Passed on 20 April 2016)

AT THE ANNUAL GENERAL MEETING of BUNZL plc duly convened and held in The Park Suite at The Dorchester, Park Lane, London W1K 1QA on 20 April 2016 the following resolution was passed:

18. Special Resolution (Notice of general meetings) THAT a general meeting other than an AGM may be called on not less than 14 clear days' notice.

> P G ROGERSON Chairman