

Associated British Foods plc Annual General Meeting 2023

Friday 8 December 2023 – Congress Centre, 28 Great Russell Street, London WC1B 3LS – 11.00 am

If you are planning to attend in person, please bring this card with you to hand in on arrival at the shareholder registration desk. Unless agreed by the Company in advance, guests will not be permitted unless the shareholder is in need of assistance and, in this circumstance, will be limited to one guest.

If you are unable to attend, you are entitled to appoint a proxy to attend and vote on your behalf. In this case, please detach and complete the Form of Proxy as indicated in the notes and return it to the Company’s Registrar, Equiniti, in the reply-paid envelope provided. Please refer to the Notice of Annual General Meeting for further details of the arrangements for the meeting this year. You are also encouraged to monitor the AGM 2023 page of the Company’s website (www.abf.co.uk/agm) for any updates to the arrangements for the AGM described in the Notice of Annual General Meeting.

Notice of Availability

Important, please read carefully and detach before posting your Form of Proxy

Associated British Foods plc (the ‘Company’)

The Company’s Annual Report and Accounts for the year ended 16 September 2023 is available to view and download on the Company’s corporate website at www.abf.co.uk/ar

The Company’s Notice of Annual General Meeting is available to view and download on the Company’s corporate website at www.abf.co.uk/agm

These documents should be read before making any decision in relation to the proposed resolutions. This document is not a summary of the proposals and is not a substitute for reading the documents listed above.

If you have any questions or would like to receive a hard copy of the documents, please contact Equiniti by calling the shareholder helpline on **+44(0)371 384 2282**, (please use the country code if you are calling from outside the UK). Lines open 8.30 am to 5.30 pm (UK time), Monday to Friday, excluding public holidays in England & Wales.

Asking the Board a question

If you are unable to attend the Annual General Meeting (AGM) in person, questions can be submitted in advance of the AGM by email to:

agm2023@abfoods.com

or by post:

Attention:
AGM – Company Secretary
Associated British Foods plc
Weston Centre
10 Grosvenor Street
London W1K 4QY

If shareholders require a response to a question prior to the proxy voting deadline, please ensure that the question is received by the Company by 6.00 pm on 24 November 2023, in which case the Company will endeavour to respond to the shareholder by 1 December 2023. Please ensure that you include your name and shareholder reference number (SRN) and, if your question is by post, the address to which a response should be sent.

Please note that if you submit a question, your name may be read out and audible on the broadcast and any recording.

Despite low uptake at last year’s AGM, we will continue to host a live broadcast of the AGM but this will not have messaging or question functionality. Information on how to access the broadcast of the AGM is provided below and further information is provided in the Notice of Annual General Meeting.

Accessing the broadcast of the AGM

If you would like to access the live broadcast of the AGM, please follow the instructions on page 16 of the Notice of Annual General Meeting.

You will require the following details. The meeting page will be live for shareholders to login from 9.30 am on 8 December. The AGM will start at 11.00 am.

To access the live broadcast via the AGM website:

Website: <https://web.lumiagm.com>

Meeting ID: 130-424-444

SRN:

PIN:

Please remember that if not attending the AGM in person, you will not be able to vote on the day of the AGM and that you should appoint a proxy in advance to ensure that your vote is counted. You will also not be able to ask questions on the day and so should you wish to do so, please submit them in advance - see further details above.

Shareholders who are unable to attend in person and are unable to access the web broadcast but would like to follow a live audio broadcast by telephone should contact the Company Secretariat via the email address or postal address above so that arrangements can be made. Such requests will need to be received by the Company Secretariat by 1 December 2023. Please note that there will be no facility to ask questions by telephone.

Form of Proxy

Associated British Foods plc Annual General Meeting

Friday 8 December 2023

Voting ID

Task ID

Shareholder reference number

Please see notes overleaf for completion of this Form of Proxy.

I/We, being a member/members of Associated British Foods plc (the ‘Company’) entitled to vote at general meetings of the Company, hereby appoint the Chair of the meeting or the below-named person (see note 1 overleaf) as my/our proxy to exercise all or any of my/our rights including the right to vote on my/our behalf at the Annual General Meeting of the Company to be held on Friday 8 December 2023 and at any adjournment thereof.

Name of proxy (Do not enter your own name)

Number of shares

Please leave blank to appoint the Chair of the meeting.

☐ Please tick here if this proxy appointment is one of multiple appointments being made (see note 2 overleaf).

Signed

Date2023

Resolutions

For

Against

Vote withheld

1. Annual report and accounts

2. Directors’ Remuneration Report

3. Declaration of final dividend

4. Re-election of Emma Adamo as a director

5. Re-election of Graham Allan as a director

6. Election of Kumsal Bayazit as a director

7. Re-election of Wolfhart Hauser as a director

8. Re-election of Michael McLintock as a director

9. Election of Annie Murphy as a director

10. Re-election of Heather Rabbatts as a director

11. Re-election of Richard Reid as a director

12. Election of Eoin Tonge as a director

13. Re-election of George Weston as a director

14. Reappointment of auditor

15. Auditor’s remuneration

16. Political donations or expenditure

17. Directors’ authority to allot shares

18. Disapplication of pre-emption rights

19. Authority to purchase own shares

20. Notice of general meetings

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Notes for completion of the Form of Proxy

1.

Every shareholder has the right to appoint some other person(s), who need not be a shareholder, as their proxy to exercise all or any of their rights to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chair of the meeting, please insert the name of your chosen proxy holder in the left box labelled 'Name of proxy'. If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box on the right next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or, if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account).
2.

A shareholder can appoint more than one proxy in relation to the meeting, provided that each proxy is appointed to exercise the rights attaching to different shares held by them. To appoint more than one proxy, (an) additional proxy form(s) may be obtained by contacting the shareholder helpline on +44(0)371 384 2282, (please use the country code if you are calling from outside the UK); lines open 8.30 am to 5.30 pm (UK time), Monday to Friday, excluding public holidays in England & Wales. Alternatively, you may photocopy the form overleaf. Please indicate in the box on the right next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
3.

The proxy must attend the meeting in person to represent you. The completion of a Form of Proxy does not preclude the shareholder from attending or voting in person.
4.

Please indicate with an X in the appropriate space on the Form of Proxy how you wish your votes to be cast in respect of each of the resolutions being proposed. If the Form of Proxy is returned duly signed but without specific direction as to how the proxy is to vote or abstain from voting on any particular matter, the proxy will vote or abstain at their discretion. Your proxy will also have discretion to vote as they see fit on any business which may properly come before the meeting.
5.

To be valid, the Form of Proxy should be lodged with Equiniti at the address on the enclosed envelope, or at the registered office of the Company, not less than 48 hours (excluding non-working days) before the time fixed for the meeting or any adjournment thereof (as the case may be) together (unless you are completing an electronic appointment) with any authority (or a notarially certified copy of such authority) under which it is signed.
6.

Unless you are completing an electronic appointment, in the case of an appointment by a corporation, the Form of Proxy must be under its common seal (if any) or the hand of its duly authorised agent or officer and, in the case of an appointment by an individual, the Form of Proxy must be signed by the appointor or their duly authorised agent.
7.

In the case of joint holders, only one of the named holders on the share register need sign but, if more than one holder votes, the vote of the first named on the register of members will be accepted to the exclusion of other joint holders.
8.

Please note that 'Vote withheld' has no legal effect and will count neither in the votes 'For' or 'Against' a resolution.
9.

You can register the appointment of your proxy electronically via the internet at www.sharevote.co.uk. The voting ID, task ID and shareholder reference number printed on the Form of Proxy will be required. Alternatively, if you have registered with Equiniti's online portfolio service, Shareview, you can appoint your proxy at www.shareview.co.uk. Institutional investors may be able to use www.proxymity.io. Full details and instructions are given on the relevant website. The deadline for submission of a proxy appointment in this way is the same as in note 5 above. An electronic proxy appointment will be invalid unless it is lodged at one of the electronic addresses specified in this note 9. Please note that any electronic communication received by or on behalf of the Company, including the lodgement of an electronic proxy form, that is found to contain any virus will not be accepted. You may not use any electronic address provided in the Notice of AGM or in these Notes for completion of the Form of Proxy to communicate with the Company for any purposes other than those expressly stated.
10.

CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service should first read shareholder note 2 on pages 14 to 15 of the Notice of AGM.