

Result of Annual General Meeting

Britvic plc (the “Company”) announces that the following resolutions were duly passed at the Company’s Annual General Meeting which was held at 11:00am on 28 January 2021 at Breakspear Park, Breakspear Way, Hemel Hempstead HP2 4TZ. The results of the poll are as follows:

No.	Resolution	Total For ⁽¹⁾	%	Total Against	%	Votes Withheld ⁽²⁾
Ordinary Resolutions						
1.	Receive the Annual Report for year ended 30 September 2020	218,566,042	100.00%	3,753	0.00%	296,366
2.	Declare a final dividend of 21.6p per share	218,857,201	100.00%	2,806	0.00%	6,154
3.	Approve the directors’ remuneration policy	210,107,534	96.28%	8,119,609	3.72%	639,017
4.	Approve the directors’ remuneration report for year ended 30 September 2020	217,735,800	99.50%	1,089,556	0.50%	40,805
5.	Approve the amendment to the rules of the 2015 Performance Share Plan	216,937,168	99.15%	1,859,468	0.85%	69,524
6.	Approve the amendment to the rules of the 2015 Executive Share Option Plan	216,818,747	99.10%	1,970,754	0.90%	76,659
7.	Re-election of John Daly as a director	216,014,728	98.71%	2,830,126	1.29%	21,265
8.	Re-election of Simon Litherland as a director	218,796,735	99.99%	32,545	0.01%	36,839
9.	Re-election of Joanne Wilson as a director	218,798,709	99.99%	23,041	0.01%	44,369
10.	Re-election of Suniti Chauhan as a director	217,604,382	99.44%	1,228,731	0.56%	32,697
11.	Re-election of Sue Clark as a director	218,799,986	99.99%	32,678	0.01%	33,146
12.	Re-election of William Eccleshare as a director	160,119,783	73.17%	58,712,076	26.83%	34,260
13.	Re-election of Ian McHoul as a director	174,373,732	79.68%	44,459,635	20.32%	32,751
14.	Re-election of Euan Sutherland as a director	217,359,766	99.33%	1,472,435	0.67%	33,918
15.	Re-appointment of Ernst & Young LLP as auditors	207,740,595	94.93%	11,102,033	5.07%	23,021
16.	Authority to Audit Committee to fix the remuneration of the auditors	215,835,869	98.63%	3,007,536	1.37%	22,244
17.	Authority to make political donations and incur political expenditure	209,069,647	95.99%	8,744,841	4.01%	1,051,631
18.	Authority to directors to allot shares	179,202,067	81.89%	39,627,355	18.11%	36,697
Special Resolutions						
19.	Authority to directors to issue shares for cash	202,150,751	96.17%	7,491,680	3.56%	8,661,362
20.	Authority to issue shares for cash in relation to an acquisition or other capital investment	218,163,217	99.73%	8,053,949	3.83%	8,660,256
21.	Authority to company to purchase own shares	192,555,684	87.98%	600,854	0.27%	102,047
22.	Authority to hold general meetings (other than AGMs) on 14 clear days’ notice	217,913,045	99.98%	26,296,687	12.02%	13,748
23.	Authorise the distributable reserves amendments	218,566,042	100.00%	39,480	0.02%	910,040

The Company’s issued share capital as at 28 January 2021 was 266,990,910 shares of 20 pence each. 81.96% of the issued share capital was instructed.

(1) Includes those votes giving the Chairman discretion

(2) A 'vote withheld' is not a vote in law and is not counted in the calculation of votes 'For' or 'Against' a resolution.

The Board notes the result of the votes against Resolutions 12 and 13 (the re-appointment of William Eccleshare and Ian McHoul). While we understand that the concerns relate to calls on their time, the Board is confident that both William and Ian discharge their roles as non-executive directors effectively, and, in the case of Ian, Senior Independent Director and Chair of the Audit Committee. Further, they are both highly active independent non-executive directors, and each has the capacity to meet their respective commitments to the Company not only in respect of their day-to-day obligations to the Company, but also at times of increased demand. Indeed, even amid the challenging conditions created by the global pandemic, both Directors attendance record was no less than 100%, notwithstanding their other commitments. Finally, and more generally, the time commitment of all Directors is a matter that the Nominations Committee takes highly seriously and keeps under regular review, this year and every year.

In accordance with Listing Rule 9.6.2, copies of the resolutions passed that do not constitute ordinary business at an annual general meeting will be submitted to the National Storage Mechanism and will be available for viewing at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

The results will also be made available on the Company's website at www.britvic.com/investors/shareholder-centre/agm.

Clare Thomas
Company Secretary