

Glanbia plc (the "Company") 2019 Annual General Meeting

Each of resolutions 1 to 9 proposed at the Company's Annual General Meeting held on 24 April 2019 (save as provided otherwise herein) were carried on a show of hands. Results of the proxy votes received for each resolution are outlined below.

Resolutions 3(k) to 3(n) were passed on a poll both by all the shareholders present and voting and all the independent shareholders present and voting (that is the shareholders of the Company entitled to vote on the election of the Directors who are not controlling shareholders (i.e. those shareholder(s) that exercise or control more than 30% of the voting rights of the Company). The results of the voting, on each resolution on each basis, are outlined below.

Resolution Number	Resolution	For		Against		Total excluding withheld***		Withheld		Total including withheld	
		Votes/Shares	%	Votes/Shares	%	Votes/Shares	%	Votes/Shares	%	Votes/Shares	%
1	To review the Company's affairs and receive and consider the financial statements for the year ended 29 December 2018 together with the reports of the Directors and the Auditor thereon	204,063,916	99.99%	14,042	0.01%	204,077,958	100.00%	124,080	0.06%	204,202,038	100.00%
2	To declare a final dividend of 14.49 cent per share on the ordinary shares for the year ended 29 December 2018	204,190,071	99.99%	11,679	0.01%	204,201,750	100.00%	388	0.00%	204,202,138	100.00%
	To re-elect the following Directors, in accordance with the provisions of the UK Corporate Governance Code, who retire and, being eligible, offer themselves for re-election:										
3a	Patsy Ahern	176,787,793	87.43%	25,428,124	12.57%	202,215,917	100.00%	1,986,221	0.97%	204,202,138	100.00%
3b	Jer Doheny	176,787,793	87.43%	25,428,124	12.57%	202,215,917	100.00%	1,986,221	0.97%	204,202,138	100.00%
3c	Mark Garvey	195,865,480	95.92%	8,330,557	4.08%	204,196,037	100.00%	6,101	0.00%	204,202,138	100.00%
3d	Vincent Gorman	176,787,403	87.42%	25,428,827	12.58%	202,216,230	100.00%	1,985,908	0.97%	204,202,138	100.00%
3e	Brendan Hayes	176,718,609	87.39%	25,497,308	12.61%	202,215,917	100.00%	1,986,221	0.97%	204,202,138	100.00%
3f	Martin Keane	176,819,692	87.44%	25,396,225	12.56%	202,215,917	100.00%	1,986,221	0.97%	204,202,138	100.00%
3g	John Murphy	176,718,706	87.39%	25,497,291	12.61%	202,215,997	100.00%	1,986,141	0.97%	204,202,138	100.00%
3h	Patrick Murphy	176,787,873	87.43%	25,428,124	12.57%	202,215,997	100.00%	1,986,141	0.97%	204,202,138	100.00%
3i	Eamon Power	176,717,512	87.39%	25,498,405	12.61%	202,215,917	100.00%	1,986,221	0.97%	204,202,138	100.00%
3j	Siobhán Talbot	196,301,300	96.13%	7,892,550	3.87%	204,193,850	100.00%	5,015	0.00%	204,198,865	100.00%
3k	Patrick Coveney (All Shareholders)*	191,643,641	93.61%	13,078,927	6.39%	204,722,568	100.00%	12,575	0.01%	204,735,143	100.00%
3k	Patrick Coveney (Independent Shareholders)*	95,185,575	87.92%	13,078,927	12.08%	108,264,502	100.00%	12,575	0.01%	108,277,077	100.00%
3l	Donard Gaynor (All Shareholders)*	191,451,470	93.52%	13,273,455	6.48%	204,724,925	100.00%	11,801	0.01%	204,736,726	100.00%
3l	Donard Gaynor (Independent Shareholders)*	94,993,404	87.74%	13,273,455	12.26%	108,266,859	100.00%	11,801	0.01%	108,278,660	100.00%
3m	Paul Haran (All Shareholders)*	185,225,076	91.45%	17,308,002	8.55%	202,533,078	100.00%	2,199,269	1.07%	204,732,347	100.00%
3m	Paul Haran (Independent Shareholders)*	88,767,010	83.68%	17,308,002	16.32%	106,075,012	100.00%	2,199,269	2.03%	108,274,281	100.00%
3n	Dan O' Connor (All Shareholders)*	191,539,396	93.56%	13,181,799	6.44%	204,721,195	100.00%	11,721	0.01%	204,732,916	100.00%
3n	Dan O' Connor (Independent Shareholders)*	95,081,330	87.82%	13,181,799	12.18%	108,263,129	100.00%	11,721	0.01%	108,274,850	100.00%
4	To authorise the Directors to fix the remuneration of the Auditor for the 2019 financial year	204,142,716	99.98%	46,459	0.02%	204,189,175	100.00%	11,788	0.01%	204,200,963	100.00%
5	To receive and consider the Remuneration Committee report for the year ended 29 December 2018 (excluding the part containing the proposed 2018-2020 Directors' Remuneration policy)**	160,590,836	78.69%	43,492,339	21.31%	204,083,175	100.00%	117,788	0.06%	204,200,963	100.00%
6	Ordinary resolution: Authority to allot relevant securities	203,861,537	99.84%	334,138	0.16%	204,195,675	100.00%	5,288	0.00%	204,200,963	100.00%
7	Special resolution: Disapplication of pre-emption rights	204,180,675	99.99%	15,000	0.01%	204,195,675	100.00%	5,288	0.00%	204,200,963	100.00%
8	Special resolution: Authority to allot on a non-pre-emptive basis and for cash up to a further 5% of the issued share capital in connection with an acquisition or a capital investment	194,546,583	95.27%	9,649,091	4.73%	204,195,674	100.00%	5,288	0.00%	204,200,962	100.00%
9	Special resolution: Authorisation to retain the power to hold EGMs on 14 days notice	200,884,336	98.38%	3,308,743	1.62%	204,193,079	100.00%	7,884	0.00%	204,200,963	100.00%

*** As votes withheld are not votes in law, they are not taken into account in the calculation of the proportion of the votes For and Against or in the Total Votes