

Glanbia plc (the "Company") 2015 Annual General Meeting

Each of resolutions 1 to 12 proposed at the Company's Annual General Meeting held on 12 May 2015 (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(p) to 3(s) 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 receive and consider the financial statements for the year ended 3 January 2015 and the reports of the directors and auditors thereon."	198,645,073	100.00%	1,484	0.00%	198,646,557	100.00%	75,128	0.04%	198,721,685	100.00%
2	"To declare a final dividend of 6.57 cent per share on the ordinary shares for the year ended 3 January 2015."	198,628,065	99.99%	21,782	0.01%	198,649,847	100.00%	71,838	0.04%	198,721,685	100.00%
<i>To re-appoint the following Directors, in accordance with the provisions of the UK Corporate Governance Code, who retire and, being eligible, offer themselves for re-appointment:</i>											
3a	William Carroll	190,024,612	95.71%	8,522,516	4.29%	198,547,128	100.00%	174,236	0.09%	198,721,364	100.00%
3b	Henry Corbally	163,716,401	82.55%	34,599,244	17.45%	198,315,645	100.00%	406,040	0.20%	198,721,685	100.00%
3c	Jer Doheny	190,029,435	95.71%	8,519,791	4.29%	198,549,226	100.00%	172,459	0.09%	198,721,685	100.00%
3d	Mark Garvey	194,355,188	97.89%	4,194,359	2.11%	198,549,547	100.00%	172,138	0.09%	198,721,685	100.00%
3e	Vincent Gorman	190,015,471	95.70%	8,530,541	4.30%	198,546,012	100.00%	175,673	0.09%	198,721,685	100.00%
3f	Brendan Hayes	190,094,024	95.74%	8,454,199	4.26%	198,548,223	100.00%	173,575	0.09%	198,721,798	100.00%
3g	Martin Keane	163,716,068	82.55%	34,598,140	17.45%	198,314,208	100.00%	407,477	0.21%	198,721,685	100.00%
3h	Michael Keane	190,016,873	95.70%	8,531,237	4.30%	198,548,110	100.00%	173,575	0.09%	198,721,685	100.00%
3i	Hugh McGuire	194,355,902	97.89%	4,193,324	2.11%	198,549,226	100.00%	172,459	0.09%	198,721,685	100.00%
3j	Matthew Merrick	190,013,787	95.70%	8,535,439	4.30%	198,549,226	100.00%	172,459	0.09%	198,721,685	100.00%
3k	John Murphy	190,011,808	95.70%	8,537,418	4.30%	198,549,226	100.00%	172,459	0.09%	198,721,685	100.00%
3l	Patrick Murphy	190,016,312	95.70%	8,533,235	4.30%	198,549,547	100.00%	172,138	0.09%	198,721,685	100.00%
3m	Brian Phelan	194,351,384	97.89%	4,198,163	2.11%	198,549,547	100.00%	172,138	0.09%	198,721,685	100.00%
3n	Eamon Power	190,010,908	95.70%	8,536,541	4.30%	198,547,449	100.00%	174,236	0.09%	198,721,685	100.00%
3o	Sibhian Talbot	194,398,164	97.91%	4,151,683	2.09%	198,549,847	100.00%	171,838	0.09%	198,721,685	100.00%
3p	Patrick Coveney (All Shareholders)	187,273,949	94.93%	10,007,168	5.07%	197,281,117	100.00%	2,001,456	1.00%	199,282,573	100.00%
3q	Patrick Coveney (Independent Shareholders)	64,581,551	86.58%	10,007,168	13.42%	74,588,719	100.00%	2,001,456	2.61%	76,590,175	100.00%
3r	Donard Gaynor (All Shareholders)	197,874,191	99.33%	1,325,800	0.67%	199,199,991	100.00%	81,787	0.04%	199,281,778	100.00%
3s	Donard Gaynor (Independent Shareholders)	75,181,793	98.27%	1,325,800	1.73%	76,507,593	100.00%	81,787	0.11%	76,589,380	100.00%
3t	Paul Haran (All Shareholders)	197,780,543	99.29%	1,417,686	0.71%	199,198,229	100.00%	83,549	0.04%	199,281,778	100.00%
3u	Paul Haran (Independent Shareholders)	75,088,145	98.15%	1,417,686	1.85%	76,505,831	100.00%	83,549	0.11%	76,589,380	100.00%
3s	Dan O' Connor (All Shareholders)	198,592,187	99.70%	607,179	0.30%	199,199,366	100.00%	82,412	0.04%	199,281,778	100.00%
3s	Dan O' Connor (Independent Shareholders)	75,899,789	99.21%	607,179	0.79%	76,506,968	100.00%	82,412	0.11%	76,589,380	100.00%
4	To authorise the Directors to fix the remuneration of the auditors for the 2015 financial year	189,348,282	95.67%	8,564,186	4.33%	197,912,468	100.00%	809,217	0.41%	198,721,685	100.00%
5	To receive and consider the Remuneration Committee Report for the year ended 3 January 2015 (excluding the Remuneration Policy report) which is set out on pages 80 to 99 of the Annual Report.	193,564,861	97.69%	4,569,311	2.31%	198,134,172	100.00%	587,513	0.30%	198,721,685	100.00%
6	To receive and consider the Remuneration Policy Report which is set out on pages 83 to 90 of the Annual Report	191,062,482	97.59%	4,715,762	2.41%	195,778,244	100.00%	2,943,441	1.48%	198,721,685	100.00%
7	Ordinary resolution: Authority to allot shares	198,576,540	99.99%	20,887	0.01%	198,597,427	100.00%	124,258	0.06%	198,721,685	100.00%
8	Special resolution: Disapplication of pre-emption rights	198,575,784	99.97%	59,102	0.03%	198,634,886	100.00%	86,799	0.04%	198,721,685	100.00%
9	Special resolution: Authorisation to retain the power to hold EGMs on 14 days notice	195,051,955	98.19%	3,596,892	1.81%	198,648,847	100.00%	72,838	0.04%	198,721,685	100.00%
10	Special resolution: That with effect from the commencement of any part of the Companies Act 2014, the Memorandum of Association, in the form produced to the meeting and initialled by the chairman for the purposes of identification, be adopted in substitution for, and to the exclusion of, the existing Memorandum of Association of the Company."	198,616,677	99.99%	18,294	0.01%	198,634,971	100.00%	85,014	0.04%	198,719,985	100.00%
11	Special resolution: "That with effect from the commencement of any part of the Companies Act 2014, the Articles of Association, in the form produced to the meeting and initialled by the chairman for the purposes of identification, be adopted in substitution for, and to the exclusion of, the existing Articles of Association of the Company."	198,620,711	99.99%	18,566	0.01%	198,639,277	100.00%	82,408	0.04%	198,721,685	100.00%
12	Ordinary resolution: "The Remuneration Committee of the Board be and is hereby authorised to amend the 2008 Long Term Incentive Plan so as to incorporate the changes described in Appendix 2 accompanying the Notice of this meeting."	191,306,153	97.58%	4,737,693	2.42%	196,043,846	100.00%	2,677,839	1.35%	198,721,685	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