

ANNUAL GENERAL MEETING HELD ON 30 JANUARY 2018

POLL RESULTS

At the Annual General Meeting of Greencore Group plc (the 'Company') held on Tuesday, 30 January 2018, all the resolutions were voted upon by poll and were passed by shareholders. As at 28 January 2018, the total number of Ordinary Shares in issue was 706,489,590. The total number of votes cast represent 67.48% of the total issued share capital. The results of the poll for each resolution are as follows:

	<u>Resolution</u>	<u>VOTES FOR</u>		<u>VOTES AGAINST</u>		<u>TOTAL VOTES*</u>	<u>VOTES WITHHELD*</u>	<u>TOTAL (inc. withheld)</u>
		<u>Number</u>	<u>%</u>	<u>Number</u>	<u>%</u>			
<u>1</u>	To receive and consider the financial statements and reports	476,699,661	99.99	28,493	0.01	476,728,154	31,448	476,759,602
<u>2</u>	To declare a final ordinary dividend	476,717,404	99.99	41,155	0.01	476,758,559	0	476,758,559
<u>3</u>	To re-appoint the following directors:							
	(a) Gary Kennedy	446,535,319	94.04	28,323,675	5.96	474,858,994	1,886,177	476,745,171
	(b) Patrick Coveney	474,995,115	99.63	1,752,821	0.37	476,747,936	32,714	476,780,650
	(c) Eoin Tonge	474,429,698	99.51	2,321,671	0.49	476,751,369	16,816	476,768,185
	(d) Sly Bailey	474,881,879	99.63	1,776,329	0.37	476,658,208	33,740	476,691,948
	(e) Heather Ann McSharry	461,173,270	96.74	15,518,830	3.26	476,692,100	25,067	476,717,167
	(f) John Moloney	456,517,592	96.90	14,613,351	3.10	471,130,943	5,567,147	476,698,090
	(g) Kevin O'Malley	473,385,677	99.30	3,343,187	0.70	476,728,864	2,605	476,731,469
	(h) Tom Sampson	473,361,620	99.29	3,362,587	0.71	476,724,207	16,112	476,740,319
	(i) John Warren	473,036,849	99.22	3,699,819	0.78	476,736,668	22,994	476,759,662
<u>4</u>	To authorise the Directors to fix the Auditor's remuneration	468,311,214	98.81	5,662,423	1.19	473,973,637	2,628,067	476,601,704
<u>5</u>	To receive and consider the Annual Report on Remuneration	333,404,292	83.68	65,032,376	16.32	398,436,668	78,275,976	476,712,644
<u>6</u>	To authorise the Directors to issue shares	468,304,751	98.25	8,318,576	1.75	476,623,327	101,635	476,724,962
<u>7</u>	To disapply statutory pre-emption rights	476,262,863	99.93	312,559	0.07	476,575,422	108,501	476,683,923
<u>8</u>	To authorise market purchases of the Company's shares	476,092,290	99.89	546,753	0.11	476,639,043	98,022	476,737,065
<u>9</u>	To authorise the re-allotment of treasury shares	476,575,109	99.99	57,061	0.01	476,632,170	109,696	476,741,866
<u>10</u>	To confirm the continuation in office of KPMG as Auditor	467,704,030	98.66	6,333,225	1.34	474,037,255	2,672,858	476,710,113
<u>11</u>	To authorise the Directors to offer scrip dividends	463,829,472	98.78	5,728,303	1.22	469,557,775	7,168,166	476,725,941
<u>12</u>	To approve the adoption of the Company's new Articles of Association	476,380,630	100.00	10,724	0.00	476,391,354	293,757	476,685,111

*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 shown.