

**ANNUAL GENERAL MEETING HELD ON 29 JANUARY 2019**

**POLL RESULTS**

At the Annual General Meeting of Greencore Group plc (the 'Company') held on Tuesday, 29 January 2019, all the resolutions were voted upon by poll and were passed by shareholders. As at 27 January 2019, the total number of Ordinary Shares in issue was 706,981,624 . The total number of votes cast represent 57.38% of the total issued

	<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	404,395,251	99.99	25,775	0.01	404,421,026	1,945,506	406,366,532
<u>2</u>	To declare a final ordinary dividend	405,614,902	100.00	20,050	0.00	405,634,952	755,551	406,390,503
<u>3</u>	To re-appoint the following directors:							
	(a) Gary Kennedy	367,694,679	90.80	37,242,867	9.20	404,937,546	1,419,953	406,357,499
	(b) Patrick Coveney	404,522,406	99.74	1,036,350	0.26	405,558,756	813,739	406,372,495
	(c ) Eoin Tonge	404,653,156	99.76	954,169	0.24	405,607,325	766,574	406,373,899
	(d) Sly Bailey	404,176,136	99.65	1,437,062	0.35	405,613,198	764,452	406,377,650
	(e) Heather Ann McSharry	399,532,394	99.75	986,935	0.25	400,519,329	5,831,970	406,351,299
	(f) John Moloney	404,055,717	99.61	1,576,233	0.39	405,631,950	761,799	406,393,749
	(g) Helen Rose	404,730,857	99.78	897,205	0.22	405,628,062	763,392	406,391,454
	(h) John Warren	389,417,508	96.02	16,120,418	3.98	405,537,926	762,767	406,300,693
<u>4</u>	To authorise the Directors to fix the auditor's remuneration	404,637,975	99.77	933,889	0.23	405,571,864	794,502	406,366,366
<u>5</u>	To receive and consider the Annual Report on Remuneration	358,881,574	90.10	39,425,331	9.90	398,306,905	8,049,927	406,356,832
<u>6</u>	To appoint Deloitte as auditor of the Company.	404,403,643	99.70	1,204,908	0.30	405,608,551	772,804	406,381,355
<u>7</u>	To authorise the Company to make market purchases of the Company's shares in connection with the Tender Offer.	405,390,664	99.94	232,482	0.06	405,623,146	758,464	406,381,610
<u>8</u>	To authorise the Company to make market purchases of the Company's shares.	405,056,994	99.94	236,490	0.06	405,293,484	875,943	406,169,427
<u>9</u>	To authorise the Directors to issue shares.	385,308,481	95.04	20,116,516	4.96	405,424,997	764,970	406,189,967
<u>10</u>	To disapply statutory pre-emption rights.	405,202,131	99.97	125,732	0.03	405,327,863	861,146	406,189,009
<u>11</u>	To authorise the re-allotment of treasury shares.	404,724,606	99.97	109,834	0.03	404,834,440	896,275	405,730,715

\*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.