

COMPASS GROUP PLC

ANNUAL GENERAL MEETING – 2 FEBRUARY 2017: POLL RESULTS

The Compass Group PLC Annual General Meeting was held on Thursday 2 February 2017. All resolutions were decided on a poll and all resolutions proposed at the Meeting were passed.

The number of votes for and against each of the resolutions, and the number of votes withheld are set out below:

Res No	Details	No. of Votes 'For' & 'Discretionary'	%	No. of Votes 'Against'	%	Total No. of Votes Cast	No. of Votes Withheld
1	Receive and adopt the Annual Report and Accounts and the Auditor's Report	1,281,490,359	100	14,671	0.00	1,281,505,030	4,213,798
2	Receive and adopt the Directors' Remuneration Report	1,212,095,480	94.33	72,788,784	5.67	1,284,884,264	809,642
3	Declare a final dividend	1,283,950,177	99.99	104,293	0.01	1,284,054,470	1,658,978
4	Elect Stefan Bomhard as a director	1,280,608,114	99.63	4,803,230	0.37	1,285,411,344	307,359
5	Re-elect Dominic Blakemore	1,269,708,348	98.78	15,740,472	1.22	1,285,448,820	267,044
6	Re-elect Richard Cousins	1,208,937,237	94.13	75,365,480	5.87	1,284,302,717	1,412,722
7	Re-elect Gary Green	1,269,717,280	98.78	15,734,371	1.22	1,285,451,651	260,519
8	Re-elect Johnny Thomson	1,269,687,139	98.77	15,764,048	1.23	1,285,451,187	264,058
9	Re-elect Carol Arrowsmith	1,268,243,159	98.66	17,195,617	1.34	1,285,438,776	278,373
10	Re-elect John Bason	1,268,638,264	99.66	4,331,649	0.34	1,272,969,913	12,742,639
11	Re-elect Don Robert	1,280,731,083	99.63	4,722,489	0.37	1,285,453,572	264,751
12	Re-elect Nelson Silva	1,280,095,793	99.58	5,340,760	0.42	1,285,436,553	265,641
13	Re-elect Ireena Vittal	768,028,232	63.45	442,486,528	36.55	1,210,514,760	75,204,746
14	Re-elect Paul Walsh	1,120,067,795	93.42	78,943,458	6.58	1,199,011,253	86,708,744
15	Reappoint KPMG LLP as Auditors	1,282,748,328	99.78	2,835,659	0.22	1,285,583,987	133,026
16	Authorise the Audit Committee to agree the Auditor's remuneration	1,283,746,631	99.86	1,782,531	0.14	1,285,529,162	188,100
17	Increase Article 138 Authority	1,260,832,795	98.10	24,452,459	1.90	1,285,285,254	425,432
18	EU political donations	1,222,109,697	95.77	54,005,342	4.23	1,276,115,039	9,589,286
19	Authority to allot shares	1,201,110,182	93.71	80,668,823	6.29	1,281,779,005	3,929,490
20	Authority to allot shares for cash*	1,230,417,427	95.89	52,724,775	4.11	1,283,142,202	2,566,161
21	Authority to allot shares for cash in limited circumstances*	1,195,071,175	93.14	88,084,213	6.86	1,283,155,388	2,551,811
22	Authority to purchase shares*	1,261,973,268	98.84	14,842,919	1.16	1,276,816,187	8,885,671
23	Reduce general meeting notice periods*	1,195,948,171	93.66	80,890,260	6.34	1,276,838,431	8,859,882

* Passed as a special resolution.

Votes 'withheld' have not been included in the calculation of whether a resolution is carried. Percentages have been rounded to two decimal places.

