



COMPASS GROUP PLC – 2023 AGM VOTING OUTCOME UPDATE STATEMENT

At the 2023 AGM, the resolution to receive and adopt the Directors' Remuneration Report (Resolution 2) was passed, with a majority of 70.32% of votes cast in favour of the resolution.

Following the AGM, the Company published detailed information on our engagement with shareholders over the past two years, particularly in respect of the development of the Remuneration Policy approved at the 2022 AGM and our approach to remuneration. This statement provides an update in respect of the shareholder engagement that we have undertaken following the 2023 AGM and the actions taken by the Company.

John Bryant was appointed Chair of the Remuneration Committee at the conclusion of the 2023 AGM. Following his appointment, John wrote to our largest 100 shareholders representing almost 90% of the shares on our shareholder register, and he has requested to meet our largest 30 shareholders, who represent almost two-thirds of the share register.

Meetings have taken place with five major shareholders who responded to our request for a meeting, representing around 20% of our share register. This engagement continues and further meetings are scheduled in the coming weeks.

During this engagement exercise, we have been pleased to note that shareholders are largely supportive of our approach to executive remuneration. Shareholders have welcomed the progression of Environmental, Social and Governance targets (food safety, lost time injuries and food waste) within our short-term incentive plan. Shareholders were also pleased with the Committee's decision not to exercise positive discretion in respect of the vesting of three consecutive LTIP awards, which all lapsed in full, over 2020 to 2022 inclusive, and that they were given the opportunity to contribute to the Committee's deliberations on this matter. We have also received feedback on the performance measures within both our short- and long-term incentive plans and have committed to reviewing these during 2023/2024 as part of our 2025 Remuneration Policy review.

LTIP award levels have been an area of focus at our AGMs in 2022 and 2023. Shareholder views continue to be mixed on this topic. Notably, a small minority of shareholders were unsupportive of increases to the quantum of LTIP awards for our Executive Directors, and the single largest vote against the 2022 Remuneration Policy and the 2023 Remuneration Report was influenced by a view that incentive opportunities were not high enough.

The Committee values the input received from our shareholders and continues to take these views into account in the decisions taken by the Committee. It is the Committee's view that our current approach is in the long-term interests of the Company and of our shareholders.

Discussions with shareholders have not been limited to executive pay. We have listened to shareholder requests to understand better the practices more broadly in respect of employees in the Group and have held detailed conversations on our approach. This has included the pledge of our UK & Ireland business to address and to disclose pay gaps, e.g., the UK Gender Pay Gap is below

the UK national average and the UK Ethnicity Pay Gap is negative, i.e., reflecting a higher representation of ethnic minorities working in locations and roles which are higher paid.

We have also discussed our UK business' accreditation as a Real Living Wage Service Provider and, more generally, their advocacy to clients and prospective clients for payment of a Real Living Wage. We have also discussed how we have been proactive in providing additional support to employees, and to those in the communities in which we operate. We provide significant support to employees, promoting mental health and wellbeing, providing financial education and support as well as free food in many locations. We are pleased that our approach aligns with best practice shareholder guidelines and evolving shareholder views. We have also committed to broaden our disclosure in these areas in our 2023 Remuneration Report.

We acknowledge that executive pay is a topic that attracts strong and often differing opinions amongst investors and we have continued to adopt an approach which we believe is measured, fair, and supports the sustainable delivery of the Company's long-term strategy.

The Committee would like to thank our shareholders who have engaged with us during 2022 and 2023, and particularly following the 2023 AGM. The perspectives of our major shareholders form an important part of the Committee's deliberations, and we reiterate our commitment to continuing this open dialogue, particularly as we consider our 2025 Remuneration Policy.

27 July 2023