

**BRITISH AMERICAN TOBACCO p.l.c.**  
**RESULTS OF VOTING AT 2017 ANNUAL GENERAL MEETING**

The Annual General Meeting of British American Tobacco p.l.c. held at Milton Court Concert Hall, Silk Street, London EC2Y 9BH on 26 April 2017 at 11.30am.

The tables below set out the results of the poll on each of the total of 20 Resolutions as stated in the Notice of Meeting dated 22 March 2017. Each shareholder, present in person or by proxy was entitled to one vote per share held.

**Resolution 1**

**Receipt of 2016 Report and Accounts**

<b>For - Note (b)</b>	1,455,089,059
Percent of Votes Cast	99.82%
Percent of Issued Share Capital	78.047%
<b>Against</b>	2,662,511
Percent of Votes Cast	0.18%
Percent of Issued Share Capital	0.143%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,457,751,570
Percent of Issued Share Capital	78.190%
<b>Votes Withheld - Note (c)</b>	18,032,019

**Resolution 2**

**Approval of Remuneration Report**

<b>For - Note (b)</b>	1,346,502,332
Percent of Votes Cast	92.05%
Percent of Issued Share Capital	72.222%
<b>Against</b>	116,220,156
Percent of Votes Cast	7.95%
Percent of Issued Share Capital	6.234%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,462,722,488
Percent of Issued Share Capital	78.456%
<b>Votes Withheld - Note (c)</b>	13,100,905

**Resolution 3**

**Declaration of final dividend for 2016 of 118.1p per share**

<b>For - Note (b)</b>	1,474,942,682
Percent of Votes Cast	99.98%
Percent of Issued Share Capital	79.112%
<b>Against</b>	330,223
Percent of Votes Cast	0.02%
Percent of Issued Share Capital	0.018%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,475,272,905
Percent of Issued Share Capital	79.129%
<b>Votes Withheld - Note (c)</b>	546,890

**Resolution 4**

**Reappointment of KPMG LLP as Auditors**

<b>For - Note (b)</b>	1,470,214,118
Percent of Votes Cast	99.66%
Percent of Issued Share Capital	78.858%
<b>Against</b>	5,036,749
Percent of Votes Cast	0.34%
Percent of Issued Share Capital	0.270%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,475,250,867
Percent of Issued Share Capital	79.128%
<b>Votes Withheld - Note (c)</b>	572,292

**Resolution 5**  
**Authority for the Audit Committee to agree the Auditors' remuneration**

<b>For - Note (b)</b>	1,473,967,937
Percent of Votes Cast	99.91%
Percent of Issued Share Capital	79.059%
<b>Against</b>	1,259,070
Percent of Votes Cast	0.09%
Percent of Issued Share Capital	0.068%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,475,227,007
Percent of Issued Share Capital	79.127%
<b>Votes Withheld - Note (c)</b>	596,152

**Resolution 6**  
**Re-election of Richard Burrows as a Director**

<b>For - Note (b)</b>	1,427,228,065
Percent of Votes Cast	97.96%
Percent of Issued Share Capital	76.552%
<b>Against</b>	29,771,009
Percent of Votes Cast	2.04%
Percent of Issued Share Capital	1.597%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,456,999,074
Percent of Issued Share Capital	78.149%
<b>Votes Withheld - Note (c)</b>	18,824,082

**Resolution 7**  
**Re-election of Nicandro Durante as a Director**

<b>For - Note (b)</b>	1,474,776,773
Percent of Votes Cast	99.97%
Percent of Issued Share Capital	79.103%
<b>Against</b>	375,376
Percent of Votes Cast	0.03%
Percent of Issued Share Capital	0.020%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,475,152,149
Percent of Issued Share Capital	79.123%
<b>Votes Withheld - Note (c)</b>	671,010

**Resolution 8**  
**Re-election of Sue Farr as a Director**

<b>For - Note (b)</b>	1,446,389,284
Percent of Votes Cast	99.23%
Percent of Issued Share Capital	77.580%
<b>Against</b>	11,292,909
Percent of Votes Cast	0.77%
Percent of Issued Share Capital	0.606%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,457,682,193
Percent of Issued Share Capital	78.186%
<b>Votes Withheld - Note (c)</b>	18,141,402

**Resolution 9****Re-election of Ann Godbehere as a Director**

<b>For - Note (b)</b>	1,452,015,300
Percent of Votes Cast	98.93%
Percent of Issued Share Capital	77.882%
<b>Against</b>	15,653,328
Percent of Votes Cast	1.07%
Percent of Issued Share Capital	0.840%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,467,668,628
Percent of Issued Share Capital	78.721%
<b>Votes Withheld - Note (c)</b>	8,154,968

**Resolution 10****Re-election of Savio Kwan as a Director**

<b>For - Note (b)</b>	1,466,212,449
Percent of Votes Cast	99.90%
Percent of Issued Share Capital	78.643%
<b>Against</b>	1,453,766
Percent of Votes Cast	0.10%
Percent of Issued Share Capital	0.078%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,467,666,215
Percent of Issued Share Capital	78.721%
<b>Votes Withheld - Note (c)</b>	8,157,381

**Resolution 11****Re-election of Pedro Malan as a Director**

<b>For - Note (b)</b>	1,459,515,059
Percent of Votes Cast	99.44%
Percent of Issued Share Capital	78.284%
<b>Against</b>	8,154,250
Percent of Votes Cast	0.56%
Percent of Issued Share Capital	0.437%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,467,669,309
Percent of Issued Share Capital	78.721%
<b>Votes Withheld - Note (c)</b>	8,154,287

**Resolution 12****Re-election of Dimitri Panayotopoulos as a Director**

<b>For - Note (b)</b>	1,455,528,561
Percent of Votes Cast	99.17%
Percent of Issued Share Capital	78.070%
<b>Against</b>	12,135,994
Percent of Votes Cast	0.83%
Percent of Issued Share Capital	0.651%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,467,664,555
Percent of Issued Share Capital	78.721%
<b>Votes Withheld - Note (c)</b>	8,159,041

**Resolution 13****Re-election of Kieran Poynter as a Director**

<b>For - Note (b)</b>	1,456,863,508
Percent of Votes Cast	99.26%
Percent of Issued Share Capital	78.142%
<b>Against</b>	10,807,024
Percent of Votes Cast	0.74%
Percent of Issued Share Capital	0.580%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,467,670,532
Percent of Issued Share Capital	78.722%
<b>Votes Withheld - Note (c)</b>	8,153,064

**Resolution 14****Re-election of Ben Stevens as a Director**

<b>For - Note (b)</b>	1,467,638,931
Percent of Votes Cast	99.49%
Percent of Issued Share Capital	78.720%
<b>Against</b>	7,527,411
Percent of Votes Cast	0.51%
Percent of Issued Share Capital	0.404%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,475,166,342
Percent of Issued Share Capital	79.124%
<b>Votes Withheld - Note (c)</b>	656,304

**Resolution 15****Election of Marion Helmes as a Director**

<b>For - Note (b)</b>	1,450,064,535
Percent of Votes Cast	99.48%
Percent of Issued Share Capital	77.777%
<b>Against</b>	7,609,655
Percent of Votes Cast	0.52%
Percent of Issued Share Capital	0.408%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,457,674,190
Percent of Issued Share Capital	78.185%
<b>Votes Withheld - Note (c)</b>	18,148,456

**Resolution 16****Renewal of Directors' authority to allot shares**

<b>For - Note (b)</b>	1,211,510,091
Percent of Votes Cast	82.13%
Percent of Issued Share Capital	64.982%
<b>Against</b>	263,641,150
Percent of Votes Cast	17.87%
Percent of Issued Share Capital	14.141%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,475,151,241
Percent of Issued Share Capital	79.123%
<b>Votes Withheld - Note (c)</b>	669,307

**Resolution 17 - Note (d)****Renewal of Directors' authority to disapply pre-emption rights**

<b>For - Note (b)</b>	1,409,472,028
Percent of Votes Cast	95.56%
Percent of Issued Share Capital	75.600%
<b>Against</b>	65,491,122
Percent of Votes Cast	4.44%
Percent of Issued Share Capital	3.513%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,474,963,150
Percent of Issued Share Capital	79.113%
<b>Votes Withheld - Note (c)</b>	858,421

**Resolution 18 - Note (d)****Authority for the Company to purchase its own shares**

<b>For - Note (b)</b>	1,451,938,937
Percent of Votes Cast	98.48%
Percent of Issued Share Capital	77.878%
<b>Against</b>	22,447,876
Percent of Votes Cast	1.52%
Percent of Issued Share Capital	1.204%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,474,386,813
Percent of Issued Share Capital	79.082%
<b>Votes Withheld - Note (c)</b>	1,434,832

**Resolution 19****Authority to make donations to political organisations and to incur political expenditure**

<b>For - Note (b)</b>	1,324,307,528
Percent of Votes Cast	93.73%
Percent of Issued Share Capital	71.032%
<b>Against</b>	88,663,027
Percent of Votes Cast	6.27%
Percent of Issued Share Capital	4.756%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,412,970,555
Percent of Issued Share Capital	75.788%
<b>Votes Withheld - Note (c)</b>	62,846,400

**Resolution 20 - Note (d)****Notice period for General Meetings**

<b>For - Note (b)</b>	1,341,546,881
Percent of Votes Cast	91.33%
Percent of Issued Share Capital	71.957%
<b>Against</b>	127,401,780
Percent of Votes Cast	8.67%
Percent of Issued Share Capital	6.833%
<b>Total Votes Cast (Excl. Votes Withheld)</b>	1,468,948,661
Percent of Issued Share Capital	78.790%
<b>Votes Withheld - Note (c)</b>	6,873,982

**Notes:**

- (a) The total number of ordinary shares in issue (excluding treasury shares) at the close of business on Tuesday 25 April 2017 was 1,864,382,528.
- (b) Includes discretionary votes.
- (c) A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes 'For' or 'Against' a resolution.
- (d) In accordance with Listing Rules 9.6.2R and 9.6.3R, two copies of each of the resolutions numbered 17, 18 and 20 will be submitted to the National Storage Mechanism as soon as practicable and will be available for inspection at [www.morningstar.co.uk/uk/nsm](http://www.morningstar.co.uk/uk/nsm). A copy of the resolutions may also be obtained from the Notice of Meeting which is available on the Company's website at [www.bat.com/agm](http://www.bat.com/agm).

G C W Cunnington  
Deputy Secretary  
British American Tobacco p.l.c.

26 April 2017

**Enquiries:**

British American Tobacco Press Office  
Anna Vickerstaff +44 20 7845 2888