



# 2021

## A Landmark Year

Annual Review 2021





2021 – A LANDMARK YEAR

# Table of contents

This year's highlights	3
Chairman's statement	4
The evolution of your Co-op	8
Supporting our farmer Members	10
CEO statement – a strong future-focused business	12
Our 'Living Proof' sustainability strategy	18
Innovating for the future	20
Macro trends facing and shaping our industry	22
Glanbia plc Group Managing Director statement	24
Events of the year	26
Caring for our communities	28
Board Members	30
Council Members	32
Regional committee Members	34
Summary profit and loss account	36
Summary balance sheet	36
Summary cashflow	37
Consolidated group income statement	38
Consolidated group balance sheet	39
Notice of Annual General Meeting	40
Notice of Special General Meeting	41
Appendix 1	45
Appendix 2	46
Appendix 3	48

# This year's highlights

Member approval for the acquisition of the remaining 40% interest in Glanbia Ireland from Glanbia plc

**4,900**

Members participated in the 2021 Trading Bonus Scheme

**3.15 billion litre milk pool**

**65%**

Rise in Co-op dividend payment since 2017

**280 new Members in past 5 years**

**€44.2m**

Dividend income from GI and plc

**€28.1m**

Total payments to Co-op Members in 2021







2021 – A LANDMARK YEAR

## Chairman's statement

Dear Member,

2021 was an historic year in the evolution of our Co-operative. On 17 December, our active shareholders voted overwhelmingly in favour of a series of ambitious proposals put forward by our Board.

After over 100 years of evolution, we embark on a new chapter as a 100% farmer-owned Co-operative with world-class processing facilities and award-winning brands. The Board is unanimous in its view that this is the most appropriate model for the next phase of our journey.

Due to Covid-19 restrictions, our December Special General Meeting (SGM) was held entirely online, with great engagement by our farmer Members supported by our farmer-facing team. I believe that having 3,979 of our shareholders attend the SGM and successfully cast their vote was a huge organisational achievement for our Co-op.

The outcome was a hugely positive endorsement, with 85% of eligible Members voting in favour of the proposal to take full ownership of Glanbia Ireland by acquiring Glanbia plc's 40% holding in the joint venture. Having completed the transaction on 1 April 2022, we are now full owners of the Glanbia Ireland business.

Shareholders also approved the creation of an Investment Fund, which will be available to acquire new businesses and technologies with the aim of driving higher returns for Co-op Members. This is an exciting part of an ambitious, long-term diversification strategy to deliver additional independent profit streams. There will be strong governance of the Investment Fund, with a strategy sub-committee of the Board reviewing any proposed investment and setting the performance criteria.

The Board's motivation for making these proposals was very simple – we want to pay the best possible price for milk and grain to our farmer Members. These proposals allow us greater flexibility to support our farmers

into the future. Most importantly, our Co-op will have 100% ownership of our processing facilities and will be run to pure Co-op principles. It will maintain strong financial discipline and governance, and be led by an experienced leadership team and Board.

### Spin-out of Glanbia plc shares

I am also very pleased that our SGM additionally endorsed the proposal to distribute some value to all Co-op Members through a Glanbia plc share 'spin-out'. It is envisaged that this spin-out of 12 million Glanbia plc shares to individual Co-op Members will take place in the summer.

### Funding of transaction

On 20 January 2022, in order to fund the transaction, our Co-op completed the placement of 5.75 million ordinary shares in Glanbia plc (equivalent to approximately 2% of Glanbia plc's issued share capital) at a price of €12.25 per share. The share placement raised approximately €70 million for Glanbia Co-op.

## Utilisation of Glanbia Ireland dividend in 2021

During 2021 Glanbia Co-op continued to receive dividends from Glanbia Ireland (GI) which equated to 30% of the milk processor's annual Profit After Tax (PAT). This dividend paid by GI to the Co-op was returned to Members via two mechanisms. Firstly, the 2021 Trading Bonus Scheme was paid in early 2022 based on the level of trade for milk and grain suppliers. In addition, beef, sheep and pig farmer customers that are Glanbia Co-op Members qualified for a Feed Bonus on tonnes purchased. Secondly, milk supplier Members of Glanbia Co-op received a 0.4 cent per litre (cpl) payment each month (excluding VAT) on all milk supplied as their "Share of GI Profit". This payment to Members was adjusted to reflect the actual constituents of the milk delivered and enabled Members to benefit from the GI dividend on a more immediate basis.

During 2021, €13.5 million was paid to milk supplier Members as their Share of GI Profit. €6.9 million was paid to Members in February 2022 as part of the 2021 Trading Bonus Scheme, comprising €5.1 million to milk suppliers, €1.4 million to grain growers and €0.4 million relating to feed. A further €1 million will be paid to grain growers during summer 2022 on completion of the 2021 dried grain harvest.

The Board has announced the launch of a 2022 Trading Bonus Scheme that will continue to reward farmer Members of the Co-op for purchases made from Glanbia Ireland and its subsidiaries. For grain growers, beef and sheep farmers the terms of the Scheme are largely unchanged from the 2021 Scheme. For milk

suppliers, a Trading Bonus of 0.25cpl will be paid on all milk from Members that spend over 8 cpl on input purchases with Glanbia Ireland in 2022. For grain growers, a Trading Bonus of up to €10 per tonne of grain supplied is available for 2022.

### Other Member supports

During 2021, €1 million was paid by the Co-op as supports to our milk suppliers and grain growers in coping with market challenges. These were paid from the support funds approved by Members at our Special General Meetings in 2018 and 2019.

### Share interest/dividends

The Co-op continued to pursue a progressive dividend policy during 2021. At the AGM held on 2 June 2021, Members approved payment of Share Interest ("Dividend") of 16.5 cent per share, totalling €6.2 million, which was paid to all Members on the Share Register at that date. The Co-op Board's dividend policy reflects its commitment to delivering a fair return to all shareholders. Total share interest of €1.09 per share has been paid in the five year period up to and including 2021.

At the forthcoming AGM of the Society which will take place on 25 May 2022, the Board is proposing that Members approve a Share Interest payment of 17.3 cent per share, (totalling €6.5 million) payable to Members on the Share Register at that date. This is an increase of 5% on the previous year's payment.

At the same time, we raised €250 million through the launch of an Equity-Linked Exchangeable Bond. The five-year Exchangeable Bond is linked to a pledge of approximately 15.1 million Glanbia plc shares (5.3% of the issued share capital). The Co-op retains full ownership of the pledged shares until such time (if any) as an exchange is exercised in accordance with the terms of the Exchangeable Bond. The Co-op will continue to benefit from any dividend paid by Glanbia plc on the shares during the term of the Bond.

### New identity

The transaction, now approved, enables our Co-op to transition to a new identity, subject to shareholder approval. I believe that this is an exciting opportunity to position our Co-op strongly and positively for the future. This will be the last Annual Report from Glanbia Co-op, as next year we will be reporting under our new brand and identity.

### Leadership of our new Co-op

On 10 November 2021, we announced the appointment of Jim Bergin as Glanbia Co-op Chief Executive. Jim has been an outstanding leader in the Glanbia organisation and has the skills and experience to guide our Co-op as it embarks on its ambitious new path.

We were also very pleased to make the following high calibre appointments to our new Board: Michael Horan as Chief Financial & Secretariat Officer, Seán Molloy as Chief Ingredients & Agri Officer and Frank Tobin as Chief Investments Officer.

### Siobhán Talbot's outstanding contribution to our success

On 10 November 2021, it was announced that Glanbia Group Managing Director Siobhán Talbot would step down from the Board of Glanbia Co-op. On behalf of all Co-op Members, I wish to record my sincere thanks to Siobhán for the outstanding leadership that she has provided to Glanbia Co-op during a period of significant growth and development, both in the Co-op itself and on Members' farms. The Glanbia Ireland joint venture benefited from the investment of €559 million after milk quota abolition which facilitated milk volume growth of over 70% at farm level.

We wish Siobhán continued success in her role as Group Managing Director of Glanbia plc. She can be immensely proud of her contribution to Glanbia Co-op.

### Investment in Glanbia plc

Following the completion of the Glanbia Ireland transaction, our Co-op remains the largest shareholder in Glanbia plc, with a 33.4% shareholding. This is a valuable asset for the Society, with a market value of €995 million on 1 April 2022. We enjoy a really strong relationship with Glanbia plc and look forward to maintaining that close link as our Co-op embarks on the next phase of its evolution.

### Planning secured for Belview cheese plant

On 16 February 2022, we were delighted with the unanimous decision of the Supreme Court to uphold An Bord Pleanála's grant

of planning permission for our cheese processing facility at Belview in south Kilkenny. This plant was due to commence production in March of this year; the two year delay has had a negative impact on our farm families and the Glanbia Ireland business.

The project team immediately initiated the next steps in the construction process and the aim is to have the plant commissioned in 2024.

We are really pleased that we can now bring this project to fruition in conjunction with our joint venture partners, Royal A-ware. We are extremely grateful to Royal A-ware for their patience over the past two years as this project successfully progressed through the planning and legal processes.

### Covid-19 response

The business was required to overcome significant Covid-19 challenges throughout 2021. I wish to thank our farmers for their adherence to various measures and to thank all our employees and contractors for their hard work to ensure that our people stayed safe and the business managed to overcome the various challenges that arose. I am extremely grateful to the Glanbia team who went the extra mile to ensure that our facilities stayed open and all milk was collected and processed.

Thanks also to all of our teams in the Agri branches who focused on keeping the branches operating, while also keeping our customers safe.



Pictured at the launch of the 'Farmers Have Hearts' Cardiovascular Health Programme report. (L to R): Fergal Fox, HSE, Head of Stakeholder Engagement and Communications; Health and Wellbeing; Pat O'Keeffe, Corporate Affairs Director, Glanbia Ireland; Professor Emer Shelley, Chair of the Irish Heart Foundation; Minister of State Mr Frank Feighan TD, Department of Health; Diana Van Doorn, Teagasc/IT Carlow; Minister of State Martin Heydon TD, Department of Agriculture, Food and the Marine and Dr Stan Lalor, Teagasc, Director of Knowledge Transfer

## Society resources

As captured in the financial summary in this Report, I am pleased to acknowledge that Glanbia Co-operative Society (Co-op) is in a healthy position, with investments in two strong and profitable businesses: GI and Glanbia plc with assets valued at €1.5 billion. Our Co-op's dividend income in 2021 was €44.2 million, with €25.8 million from Glanbia plc and €18.4 million from GI.

## Society membership

Following a number of amendments to Society membership admission criteria which were introduced during 2020 for the purpose of making Society membership more readily accessible to eligible farmers, 39 milk suppliers who commenced milk supply during 2020 were admitted as Co-op Members during 2021.

Following the various member approvals obtained at the SGM held in December 2021 the Society Share Register is temporarily closed in order to facilitate the spin-out of 12 million shares in Glanbia plc to Society Members.

## Representative Structure

The Members of our Representative Structure play a key role in the development of the Society. They form a key point of contact between Society Members and management and the Board of the Society and its businesses. Participation in Area and Regional Committees also serves as a training forum for potential Council and Board Members.

Since March 2020, Committee Members have shown tremendous support and adaptability in conducting their business during the on-going Covid-19 restrictions. Meetings at all levels of the representative structure have continued via remote communication platforms. I am particularly grateful to our Committee Members for their support in both the planning and conduct of our SGM that was conducted remotely in December 2021. The participation of such large numbers in a remote event was a first in Irish Co-operative history. Many of our Committee Members were instrumental in supporting our wider membership base in participating in this event, which provided a strong endorsement for the acquisition of full ownership of the Glanbia Ireland business by the Society.

During 2020 and 2021 the Council approved a number of Bye-Law changes which facilitated the conduct of a comprehensive season of Committee elections that fully complied with all public health requirements. The conduct of Committee elections is a cornerstone of farmer Co-operative participation and I am pleased to note that Committee elections have proceeded as normal since the onset of Covid-19 restrictions in March 2020.

As the country emerges from the worst of the public health restrictions it is pleasing to note that Committee Members are being afforded the opportunity to meet in a face to face setting once again.

The Board formed a Representative Structure Committee in mid-2021. The Committee is charged with reviewing the existing representative structure to ensure it remains relevant and fit for purpose for the Society and its Members of the future. With the acquisition of full ownership of Glanbia Ireland now complete, priority is being given to this important review process. The Committee is working with relevant bodies in Ireland and internationally as it undertakes its work.

## Board Retirements

At our forthcoming Society AGM Vincent Gorman will retire from the Board of the Society. I would like to thank Vincent for his commitment and contribution since he was appointed to the Board in 2013.

Laurence Hannon will replace Vincent on the Board. I look forward to working with Laurence and wish him well in his new role.

## Annual General Meeting

The Annual General Meeting (AGM) of the Society will take place in the Newpark Hotel, Castlecomer Road, Kilkenny, on 25 May, 2022 at 11am. Notice of the AGM and related documentation is on page 40 of this report.

## Special General Meeting

A Special General Meeting (SGM) will take place on completion of the AGM. Notice of the SGM and related documentation is on page 41 of this report. The SGM will consider a number of Rule changes including a provision for the Board to co opt up to five additional Directors to the Board and also to allow for General Meetings to be conducted

in a virtual/hybrid format in addition to the traditional face to face format. A number of other technical Rule changes will be presented for consideration by Members.

## Looking ahead with confidence

As Chairman, I am hugely excited for our new Co-op. Some of the best dairy and food companies in the world are well-managed Co-ops. We are ambitious for dairy, which is a great nutritious product in high demand globally. We also want to expand our plant-based portfolio to meet growing demand from customers and consumers.

Following our historic vote at the SGM, I am really excited about the potential for our investment fund to open up new opportunities for our Co-op.

We have a very strong business in Glanbia Ireland, with over €2 billion of revenue, strong market positions, excellent brands, superb facilities and an excellent workforce. Our ambitions are global.

Your Board has a clear ambition to build a Co-op for the future of which all Members can be proud. We have a clear united objective to maximise returns for our farmers.

Finally, I would encourage you, our Members, to support your Co-op and take pride in its progress and development. I would encourage all Members to actively support the Co-op through their trade for the benefit of us all. Together we are stronger.

John G Murphy  
Chairman Glanbia  
Co-operative Society Limited





Glanbia Co-op Chairman John Murphy, Glanbia plc Group Managing Director Siobhan Talbot and Glanbia Co-op CEO Jim Bergin.

Surname	Status	Start Time
A	VOTING OPEN	
A - B	VOTING OPEN	15:35
A - C	VOTING OPEN	15:40
A - D	VOTING OPEN	15:45
A - G	VOTING OPEN	15:50
A - J	VOTING OPEN	15:55
A - L	VOTING OPEN	16:00
A - M	VOTING OPEN	16:05
A - Q	VOTING OPEN	16:10
A - Z Fully Open	VOTING OPEN	16:15 - 17:30

HELPLINE 056 779 6099

16:16:14

Glanbia SOM Board Room



Glanbia Co-op Chairman John Murphy addresses the virtual meeting.



Glanbia Co-op Vice Chairman Pat Murphy, Glanbia Co-op Chairman John Murphy and Glanbia Co-op Vice Chairman Brendan Hayes.



ICOS CEO TJ Flanagan handing the result of the historic vote to Glanbia Co-op Chairman John Murphy.

# The evolution of your Co-op

As the Co-op enters a new and exciting era of growth, now more than ever, we understand that a desire for a brighter future is still a driving force for our Members. Your Co-op has a long, rich heritage that runs all the way back to the early 1900s when groups of Irish farm families worked together to create the Irish Co-operative movement. Their aim was simple - to deliver a brighter future for their communities in the south east of the country by adding value to their farm produce.

**1900**

## Where it all started

Today's world-class, ambitious food and nutrition business is the fruit of over 100 years of hard work, courage and foresight shown by our farmers who provided the foundation stones in their network of creameries.



**1981**

## Avonmore Fresh Milk

Just like today, they embraced the latest modern technology at every step. The newly formed company established their own brand new milk processing facility in Ballyragget. Avonmore Fresh Milk, was launched on 1 June, 1981. Today Avonmore is the market leader in Ireland.



**1966**

## Innovation

In Ballyragget, Co. Kilkenny in 1966 a group of dairy farmers came together one day on the start of a journey towards what has since become Ireland's #1 milk brand. The Avonmore Creameries Federation was founded in 1966 when 36 smaller co-ops joined forces to form what we now know as Avonmore. Waterford Co-op continued its phenomenal expansion with the takeover of the Snowcream liquid milk operation. It followed hot on the heels of Waterford's acquisition of Castletelyons Co-op in East Cork in 1972.



**1988**

## Stock market flotation

Avonmore and Waterford Co-ops both floated on the Irish Stock Exchange in 1988. This was the start of a new era of growth and international expansion.



The Waterford management team at the time of flotation: Stephen O'Connor, MD, Matt Walsh, Deputy MD and Michael Dempsey, Finance Director.



2012

### Ingredients

An opportunity was grasped when the possibility of the lifting of EU milk quotas was first on the horizon in 2008. In 2012, Glanbia Ingredients Ireland was born from Glanbia's Irish ingredients division with a clear view to maximising the future opportunities for dairy in Ireland.



1997

### The merger

A stock market flotation allowed both Avonmore Foods plc and Waterford Foods plc to capitalise on expansion opportunities in the late 1980s. In 1997 the overlap of growth strategies led to a merger. In the late '90s Glanbia plc was formed – Glanbia is a combination of Irish words meaning 'pure food'.



Avonmore flotation, Pat O'Neill, Ken Beaton (President, Irish Stock Exchange), John O'Dwyer, Geoff Meagher, John Duggan, Brendan Graham, Bobby Bennett, Jules Logan, Michael Moriarty (IBI)

2017

### Glanbia Ireland

To this day, Glanbia Ireland remains true to its roots. Established in July 2017, Glanbia Ireland harnesses the expertise and wide portfolios of Glanbia Ingredients Ireland, Glanbia Consumer Products and Glanbia Agribusiness. We export innovative products and tailored ingredient solutions to more than 80 countries.

Glanbia Ireland owns leading consumer and agri brands such as Avonmore, Kilmeaden Cheese, Premier Milk, Wexford, MyMilkman.ie and GAIN Animal Nutrition.



2022

## A new Co-op for a new era

In December 2021, Glanbia Co-op shareholders voted in favour of a proposal to pay €307 million to acquire full ownership of Glanbia Ireland by acquiring Glanbia plc's 40% holding in the joint venture. This was an historic milestone in the evolution of our Co-op and resulted in the 100% Co-op ownership of Glanbia Ireland (GI), with over €2 billion of revenue, strong market positions and an excellent workforce. GI's processing facilities are world-class with over €559 million invested since 2012.

The business will be run to pure co-op principles and strong financial disciplines.



# Supporting our farmer Members

We are committed to supporting our farmer Members through a programme of dedicated farmer support schemes and events.

## €18m Sustainability Action Payment

Glanbia Ireland has launched an €18 million annual Sustainability Action Payment as part of a three-year programme to assist our 5,000 milk suppliers.




As part of our commitment to working together to enhance the environment, Glanbia Ireland is one of 30 partners in the new 'Signpost' programme.

The Teagasc Signpost Programme is a partnership of farmers and organisations from across the Irish agriculture sector to lead climate action by all Irish farmers.



## Glanbia Ireland partners with PostPoint to provide a range of convenient services across 11 counties

Customers are able to pick up and return their parcels through 18 Glanbia Ireland branches nationwide.

In addition to the parcel collection and return services, 32 Glanbia Ireland branches also offer PostPoint services including bill payment, gift cards, stamps, mobile top up and National Lottery Quickpick and scratch cards.



## Glanbia Ireland hits 100,000 tree-planting target

Glanbia Ireland and its farm family suppliers hit their Operation Biodiversity tree-planting target a year early as part of our comprehensive Living Proof strategy. Minister of State for Agriculture Pippa Hackett helped celebrate the Operation Biodiversity 100,000 tree-planting target.

## €135m MilkFlex loans to 1,500 farmers

To date, MilkFlex loans in excess of €135m have been issued to 1,500 Glanbia farmers, with many more loans due for pay out in the coming months. Glanbia Ireland, in collaboration with Finance Ireland, continues to facilitate its suppliers with access to the award-winning MilkFlex loan product.



Irish farmers achieved a record 90% recycling rate for farm plastics in 2021

Glanbia Ireland partnered with Irish Farm Films Producers' Group (IFFPG) again to provide 'bring centres' during 2021 for plastic recycling. Irish farmers achieved a record 90% recycling rate for farm plastics in 2021 and in doing so recycled the equivalent of plastic from 18 million silage bales.





## Twenty20 Beef Club takes coveted European Award for Co-operative Innovation

Twenty20 Beef Club provides both dairy and beef farmers with a sustainable market for their beef animals. Glanbia milk suppliers that are signed up to the Club as animal suppliers are finding the Twenty20 Beef Club a great market outlet for the beef calves that they are producing. In 2021, Twenty20 Beef Club won a coveted European Award for Co-operative Innovation in the international competition organised by Cogeca. It was shortlisted under the 'Economic Value Creation' category.



## Dairy Focus LIVE – Therm Durics

Dairy Focus LIVE online information sessions continued during 2021 with a forum on the prevention and control of therm Durics. In addition, the Dairy Focus Vodcast series has provided key seasonal updates on technical and health advice directly to farmer suppliers.

## Glanbia Ireland Gross Milk Returns Summary (GMRS)

In response to the needs of our suppliers, Glanbia Ireland developed a Gross Milk Returns Summary (GMRS). This new document provides a clear and comprehensive summary of the milk returns for individual milk accounts.



Glanbia Ireland and the European Milk Forum joined Shane O'Loughlin on farm to examine the response of Irish dairy farmers to climate change and the evolving needs of consumers.



## Glanbia Ireland obtains Origin Green Gold Membership status

Glanbia Ireland has obtained Origin Green Gold Membership status for the second year in a row in recognition of its excellence in sustainability. The awarding of the Origin Green Gold Standard recognises Glanbia Ireland's efforts to excel in sustainable food production.



## Avonmore wins a top spot in Ireland's top 100 brands

Avonmore remains one of Ireland's most-loved brands. Avonmore has been ranked number 5 in the Kantar Top 100 Irish Brands for 2021.



Glanbia Ireland wins 'Fresh Produce Supplier of the Year' at the National Grocery Retail Awards.

# CEO statement – a strong future- focused business



## Chief Executive Statement, Jim Bergin, Glanbia Co-operative Society

Dear Member,

2021 was a pivotal year for our great organisation, an organisation built upon over 100 years of heritage and which, over many decades, has evolved astutely in response to the issues of the time.

The value and strength of your Co-op is a clear reflection of the great decisions that were made over the years. The historic decision you made in 2021 allows your Co-op to take the next step on its evolution and positions us for this generation and the generations to come.

On a personal level, it has always been a great honour for me to work on behalf of our Members and it is an even greater privilege to be appointed as Chief Executive of your Co-op.

As we look back at our achievements in 2021, we are currently in the midst of dealing with extreme volatility in the global marketplace and the wider repercussions for the supply chain. I have been deeply saddened by the toll on human life that we have all witnessed in reports on the war in Ukraine.

As you will be well aware, global volatility has had a significant impact on both the

grain and fertiliser markets as Ukraine and Russia are major suppliers of both commodities into the European marketplace. In addition, it has had knock-on impacts on the cost and availability of many key inputs such as energy, packaging, paper, pallets and logistics.

In times like this, we can truly value the ethos of a Co-op and our ability to work together and support each other through uncertain times.

### A portfolio of award-winning brands and ingredient solutions





## Financial performance

In the 2021 calendar year, Glanbia Ireland (GI) delivered strongly with revenue of €2.245 billion, up 18% on 2020.

On a cash basis, GI reported Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA) of €138 million, which was €15 million higher than the previous year.

Overall the business made a net Profit After Tax of €73 million, a 20% increase on the previous year, and reflective of the profit after tax margin of 3.2% that GI was committed to make for its shareholders. Under the previous operating model, 50% of the Profit after Tax was held in the business for future investment and expansion, whilst the remainder was due to be paid as a dividend to the company's two shareholders.

However, as part of the transaction announced on 10 November 2021, it was agreed that GI would not be required to pay the dividend payable to its shareholders in 2022 in respect of the 2021 financial year and up to the closing of the transaction on 1 April 2022.

In order to fulfill its commitment to Members to pay the "best possible milk and grain price", the Board of Glanbia Co-op announced on 1 April 2022 that GI will create a Milk & Grain Price Provision of €43 million, to be paid to suppliers over the next 12 months as the business transitions to a more flexible profit model.

# €2.245 Billion

## Revenue

# Over €559m

## invested in facilities since 2012



## CASE STUDY

### Maria and Pádraig Keane, Birr, Co Offaly



"Pádraig loves grass, I love financials and we both love cows," says Maria Keane. Maria and her husband Pádraig Keane are joint partners in a farm partnership on the family farm at Ballywilliam, Kilcormac near Birr in Offaly.

The pair work diligently to try to future-proof the farm and ensure it is a viable business which can sustain an income for both of them into the future.

After completing his Agricultural Science Degree in UCD and spending time milking cows in both New Zealand and Ireland, Pádraig converted the Keane suckler herd into a dairy farm in 2013.

Today they milk 140 cows. Maria graduated with a Postgrad qualification in Accounting from the University of Limerick; yet she found she wasn't really a '9 to 5' office person. Running the farm works well for the entire family, including their seven-month-old daughter, Maewyn.

"We work very well together and it's great to be able to spend so much time with our daughter. I went straight from my postgrad into farming full-time. A farm has to be economically as well as environmentally sustainable, particularly in dairy farming where you are a price taker and not a price maker.

Keeping a close eye on budget and cashflow are critical, particularly in February/March when you don't have a substantial milk cheque coming in and you're spring calving.

My father gave up milking cows in 2007 because it just didn't make economic sense for him on his farm at the time. We keep a close eye on the budget and our cashflow forecast. Knowing your finances is key.

There are mornings alright when you're out in the milking parlour looking out at the sleet and the rain and thinking I could be in an office with a nice radiator. But in the summertime, you wouldn't swap it for the world.

We started using YouTube and other social media channels a few years ago but it really took off during Covid. We wanted to show people what we were doing on the farm and combat some of the negative stuff that is out there about the sector. We really enjoy farming and wanted to show people that dairy farming really is a wonderful career choice.

Farming is also portrayed as a lonely lifestyle at times but it is a great community. There are so many different farm discussion groups out there and a real sharing of information between people. We've had people contact us from abroad saying it is great to bring a bit of home to their screen and our hope is that we might spur someone interested in this lifestyle to give it a try."

## Glanbia Co-op CEO statement continued

» **In today's competitive and dynamic world, we are constantly striving to forge a strong business strategy to allow us invest and grasp new opportunities in the marketplace.**

**Jim Bergin,**  
CEO, Glanbia Co-op

### Milk pool

In 2021, Glanbia Ireland's milk intake was more than 3.15 billion litres. 2021 saw over €1.3 billion paid to farmers for milk, a 20% increase on 2020, which shows the huge importance of dairy to our rural economy.

The Glanbia milk price was on average circa. 41.5cpl (including VAT) in 2021 and we strengthened our position in comparative milk price leagues.

### Kilkenny cheese facility

Our continental cheese production facility at Belview in south Kilkenny has now been given the green light to proceed. It follows the unanimous decision of the Supreme Court to uphold An Bord Pleanála's decision to grant planning permission. The best-in-class facility is planned in partnership with Royal A-ware, a leading cheese and dairy producer in The Netherlands. It will produce continental cheeses in various formats and the partnership was established as a major diversification initiative in light of Brexit challenges. As you will be aware, the

project was first announced in January 2019 so it has been a very prolonged planning process, but we are delighted to be able to now work towards commissioning for 2024.

I would like to record my appreciation to Jan Anker and his colleagues in Royal A-ware for their patience over the course of the planning challenges. Our two firms have built a strong working relationship and we look forward to a long and productive partnership.

### Peak supply management

As a direct result of the planning delay at Belview, we were required to introduce a temporary Peak Supply Management Policy for the period 2022 to 2024. I know that this has caused significant disruption to growth plans for many of our Members. The requirement to introduce this policy was hugely disappointing for me personally, for the Board and for management at GI.

A Reserve Pool process was established to allocate additional milk volumes to impacted suppliers – my thanks to our former Peak

Steering Group, comprising of chairman Henry Corbally, Gordon Murphy GI Company Secretary and retired Department of Agriculture official Paud Evans for their significant contribution to ensuring that this was a very thorough and fair process.

### Commercial

Our commercial Ingredients team has shown its strength and agility in recent years delivering increased sales and value-add returns in the midst of a global pandemic. In 2021, we manufactured and sold over 403,000 tonnes of dairy products to markets worldwide. Our evolution from a commodity seller to a value-add provider of solutions is continuing at pace. The strength of our organisation and talent was reflected in the cross-functional collaboration around the development of our functional cheese solutions, with the extension of our CheddMax range. In the international marketplace, our brands such as Millac, Solmiko, Oat-Standing™ and Truly Grass Fed have been making strong inroads.







## Over 5,500 family farms supplying milk and grain

### Enhanced digital platform

As a business, we have focused firmly on future-proofing with strong emphasis on the digital platforms behind MyMilkman.ie bringing our range of award-winning consumer brands to the doorstep. The online sales platform for B2B food ingredients customers, GlanbiaDirect.com, has proven a strong addition to the Ingredients commercial team. We are also investing in a significant digital transformation project for the commercial sales team in the Ingredients category.

### Evolution of the consumer business

Our award-winning consumer brands such as Avonmore, Kilmeaden, Wexford and Premier have continued to be household staples as they work to navigate difficult periods in the food service category. Huge credit is due to consumer team whose strong commitment was evident during the Covid-19 pandemic, as they met the demands of supplying a 14% product increase to the retail sector and maintaining supplies during the height of the pandemic. We launched Avonmore Pro-Oats in 2021, which is a premium protein milk drink containing gluten-free oats and it has been well received to date. During 2021, we worked to successfully restructure our Consumer products category as it continued to operate in a challenging trading environment. The category will now focus on core elements of the business, whilst investing in new technologies to enhance growth opportunities for the future.

### Innovation

In today's competitive and dynamic world, we are constantly striving to forge a strong business strategy to allow us invest and grasp new opportunities in the marketplace. That is why I'm pleased to say that our Innovation Centre has been commissioned and is proving a valuable asset to our R&D team of 43 technologists and our wider commercial teams as we work to develop value-add products of the future. Our technology is assisting our strong focus on the applications and food and nutrition solutions area. See page 21.

### CASE STUDY

## Dermot McAuliffe, Castlelyons, Co Cork



***"I'm very fortunate to have good, decent equipment combined with very good land. They are the foundation stones."***

Castlelyons grain grower Dermot McAuliffe's attention to detail is a hallmark of produce that has been recognised for the third time in the Glanbia Ireland Quality Grain Awards.

The Co Cork man won the Feed Barley section of the Grain Awards, after previously taking the Malting Barley and Overall Award. With 140 acres of his land in award-winning, quality crops, he keeps a further 20 acres in grass to feed his second passion in life, his horses.

"I'm very fortunate to have good, decent equipment combined with very good land. They are the foundation stones. I get and take very good advice from my Glanbia Ireland agronomist, David Quinlan, who is available at short notice and extremely well informed. I also pay great attention to detail. They're probably the secrets of my success so far.

To get it right you have to get all of your ducks in a row; your fertiliser, your fungicides and herbicides. I buy all of my inputs from the local branch here in Castlelyons. I like supporting the local branch. I'm one of the lucky ones in that I bought my fertiliser last November. I am also able to source organic manure locally from egg producer, Strawhall Farm. Spreading that means I also need to add less Nitrogen so it's even more sustainable.

My yield in 2021 wasn't a record one but the quality was good. The quality is very much linked with the weather when it was cut. The price also firmed up, which helped.

I've stuck to the basics over the years and it has served me well. I've grown Malting Barley, Winter Feed Barley and Winter Feed Wheat. I used to grow Oilseed Rape but gave it up. What I'm doing suits me and I'm farming more sustainably by using organic fertiliser.

I count myself very fortunate and have a lovely lifestyle. I used to have the finest of cattle but tillage suits me and the land better. I keep a few horses and have had some nice winners over the years.

Winning an award again this year was great. It's great to be rewarded for dedication to what you do. I have help though and really have to commend David Quinlan. He's the best of the best and gives great advice."

## Glanbia Co-op CEO statement continued

Over **2,100** committed employees

A network of **52** Agribusiness Branches



### Grains and plant-based

Glanbia Ireland remains the largest buyer and user of Irish grains, with the green grain intake increasing to over 190,000 tonnes for 2021, with excellent yields and strong prices for crops. Our grain and ingredients teams have focused strongly on value-added premium crops, with over €2 million in premiums paid over and above the feed price to farmers for the 2021 harvest. In line with our aim to deliver more premiums to farmers, there has been a strong focus internally through our state-of-the-art Oat milling facility in Portlaoise and our team of food technologists in harnessing the power of our grains. In response to growing customer demand in this area, we are also continuing to innovate with our oats ingredients in the plant-based category. We launched a new range of Oat-Standing™ functional Oat Flours which provide functionality benefits in various applications. In addition, we brought to market a range of oat-based cheese alternatives targeted at foodservice and at food industry manufacturers. It is our intention to continue to utilise premium grains to drive more returns for our suppliers.

### Our sustainability strategy

Glanbia Ireland has a strong focus on sustainability across every element of our world-class food supply chain from our farms to our facilities. We marked a significant milestone in our evolution in July 2021 with the launch of our comprehensive sustainability strategy, 'Living Proof'. As part of Living Proof, we signed up to the Science-Based Targets initiative to show our clear and unambiguous commitment to reducing greenhouse gas emissions by implementing the best science and technology.

The company's overall ambition is to reach Net Zero Carbon by no later than 2050, in line with the Irish Government's commitment in the Climate Action and Low Carbon Development Bill and shows

the commitment of our farming community and our Co-op to make a real difference by achieving the ambitious targets set out in our plans. Every day in our facilities our workforce strives to ensure it is a living, breathing programme. I know that our Members do the same on their farms through our Sustainable Farming Academy and our Future Farms as you work to enhance them for the next generation.

On 15 February 2022 we launched our Sustainability Action Payment, which is designed to aid our suppliers as they continue to enhance the environmental and economic sustainability of their family farms. We also achieved another significant target with 100,000 trees planted one year ahead of schedule under our Operation Biodiversity initiative. See page 19.

### Agri schemes

Our teams have worked to deliver a number of innovative schemes throughout the year, including our Future Farms programme in conjunction with Teagasc and the Signpost Farms Climate Change Initiative. One additional service that I know I myself, and our Board, were proud to provide for our farmers was access to a free and confidential counselling and information service provided by VHI Corporate Solutions. We all know that recent years have been tough on everyone and it is important to promote positive mental health.

### Covid-19 management

Personally, I'd like to thank our suppliers and our employees as they all worked together to try their utmost to keep everyone safe. Our foodservice team continued to adapt as they worked through challenging times in the sector with reduced footfall in restaurants and other key outlets. During the period, our 52 Agri branches really shone as hubs of the community as they continued to provide vital retail products and advice.



17 SEP 2021

## The Banville family farm lands Award for Best Milk Quality

A Glanbia Ireland farm family which cut its carbon footprint by 20 per cent over four years has scooped the prestigious National Dairy Council Ornuu Best Milk Quality Award 2021.

The Banville Family from Barry's Cross, Co. Wexford scored exceptionally high for Milk Quality. They were also acknowledged for their sustainability actions taken on farm in the annual national award programme that recognises standards of excellence in dairy farming.



Pictured at the NDC & Kerrygold Quality Milk Awards (L-R) Fionnuala Malone, Senior Milk Quality Manager, Glanbia Ireland; Joe Kehoe, Milk Quality Manager, Glanbia Ireland; Olympic Gold Medallist Kellie Harrington with award winners Patrick and Carmel Banville with their children, John, Brian and Orla.

### Health and safety

Keeping our people safe is always our number one priority in our facilities. Our teams highlight safety processes throughout our workplace including through our 3M 'Meet, Measure, Manage' programme designed to help our business constantly strive for improvement. It was with great pride that a number of our facilities recorded 365 days without a 'Lost Time Accident' for facilities including our Ballyragget site. This was a tremendous achievement by all employees.

### Awards

During 2021, the strength of our business was recognised with a series of awards.

It was a significant achievement for the Twenty20 Beef Club, a partnership between GI and Kepak Group, to win a coveted European Award for Co-operative Innovation in the international competition organised by Cogeca. It was praised as an outstanding innovation that creates valuable impact.

I'm proud to say that we achieved Origin Green Gold Membership status for excellence in sustainability for a second year. It is a great honour to be made a Gold Member, reflecting all the hard work and achievements that our teams have been making across our business.

The quality of our milk and our consumer team were recognised with the awarding of the 'Fresh Produce Supplier of the Year' title at the inaugural National Grocery Retail Awards.

### New collaborative head office for the future

It was fitting that our first Board meeting of Glanbia Co-op following the completion of the €307 million transaction for the Glanbia Ireland business took place in our new Abbey Quarter office facility on 4 April 2022. The new facility allows for the consolidation and expansion of the organisation's operations into a central hub. The building, incorporating sustainable design and building materials, will be a core asset for the organisation in the years ahead as the flexible collaborative office is designed to showcase our business to our customers.

### Ambitions

As your Co-op completed the milestone of taking 100% ownership of GI, we look to the future with strong ambitions to deliver the best possible milk and grain prices for our Members.

The 'plc journey' has been incredibly rewarding for our farmers, with significant wealth created through the international growth and development of Glanbia plc. We look forward to maintaining an excellent relationship with Glanbia plc, as they will remain a very important customer for our business and of course a very valuable investment holding.

At this stage in our evolution, I firmly believe that single ownership of the key processing assets closest to our farmer Members is the best way to achieve our aims and objectives. A co-operative ethos will be at the heart of our business, as we work to build an even closer relationship with our suppliers, our employees and our communities.

**Jim Bergin,**  
CEO Glanbia Co-op

# Our ‘Living Proof’ sustainability strategy



At Glanbia Ireland, our approach has always been to seek a balance between the needs of society, the environment and the economy. We have a strong focus on sustainability across every element of our food and feed supply chain, from our farms to our facilities. 2021 was a landmark year for our organisation with the launch of our sustainability strategy “Living Proof”, which escalates the rate and pace of sustainability action across our business.

As part of Living Proof, we signed up to the Science-Based Targets initiative to show our clear and unambiguous commitment to reducing greenhouse gas emissions by implementing best science and technology practices.

The company’s overall ambition is to reach Net Zero Carbon by no later than 2050, in line with the Irish Government’s commitment in the Climate Action and Low Carbon Development Bill. Living

Proof brings the sustainable actions of our farmers to the needs of our customers and consumers. To help deliver on our ambitions we have targeted key areas such as carbon reduction, regenerative agriculture, natural nutrition, the circular economy and growing together.

Our company and our 2,100 employees, alongside over 5,500 family farms, are all working together to prioritise practical actions to continue to improve our air and water quality, animal health and welfare, biodiversity, packaging and production.

As part of Living Proof, Glanbia Ireland pledged to achieve a 30% absolute reduction in carbon emissions from our processing sites by 2030.

In addition, we are working with our dairy farmers towards a similar cut in carbon intensity from milk production. Irish farmers operate multi-generational grass-based farming to world class standards. Living Proof brings the sustainable actions of our farmers to the needs of customers and consumers. We are determined to continue to work closely with our family farms to continue to build on Ireland’s great natural credentials.

We work to ensure that sustainability is not simply a set of targets to be met. We embrace it in every element of our day-to-day work practices to ensure it is a living, breathing programme.

Glanbia Ireland is a founding member of Origin Green since 2019 and is proud to have achieved Gold Membership status two years in a row.

Within our company operations, a solar project in Ballyragget is well advanced and green transport pilots are ongoing. We have also clearly demonstrated our commitment to a cleaner, greener environment through our water saving and recycling initiatives on all sites, zero waste to landfill and successful initiatives such as Operation Biodiversity, Operation PolliNation, Operation Wildnation and our donations to FoodCloud.

We have cut our overall food waste by a third over the past two years and have donated €890,000 worth of surplus food to the FoodCloud social enterprise since 2018. These donations have helped provide over 705,000 meals to many of Ireland’s most disadvantaged families and individuals.

## Combined heat and power technology (CHP)

CHP technology, which is the production of electricity and process heat, is used on two of our milk processing sites as a way to reduce energy costs as it’s significantly more efficient than conventional electricity generation.

The Ballyragget CHP plant, which was installed over 20 years ago, has just undergone a complete refurbishment. The refurbishment consisted of installing two more efficient higher output gas turbines, a control system upgrade and the installation of flue gas economisers - all in an effort to increase heat recovery and improve efficiency. The two Ballyragget 5MW natural gas turbines generate enough electricity to power more than 10,000 average homes.

## Truly Grass Fed joined the 1% for the planet initiative

Our Truly Grass Fed (TGF) premium brand of sustainably-produced Irish cheese and butters in the US marketplace recently joined the 1% for the Planet initiative, with one percent of its annual revenue going to the non-profit organisation Slow Food USA. It aims to help achieve good, clean and fair food for all and fits in well with TGF’s aim of delivering products with integrity for our people, animals and the planet.







## 100,000 native trees and hedgerows planted in the past two years

Glanbia Ireland and our farm family suppliers have achieved their Operation Biodiversity target of planting 100,000 native trees and hedgerow plants one year ahead of schedule.

John Murphy, Chairman of Glanbia Ireland and Glanbia Co-op said: "Our farm family suppliers have demonstrated strong commitment to sustainability action by embracing the Operation Biodiversity initiative with great gusto."

We pledged to plant 100,000 native trees and hedgerows in two years. It was one of several on-farm commitments also included in our 'Living Proof' sustainability strategy. We were delighted to reach this target - a full year ahead of schedule.

Our farm family suppliers and customers have embraced this initiative and joined us on our Living Proof sustainability journey."

## Glanbia Ireland and Baileys empower farm families through Ireland's first sustainable farming academy

Glanbia Ireland and its key dairy ingredients customer Baileys Irish Cream Liqueur are collaborating to support farm families' positive environmental actions, with the launch of Ireland's first Sustainable Farming Academy.

The Sustainable Farming Academy is an education initiative that will empower Glanbia Ireland's suppliers of quality milk and grain with the most relevant and up-to-date knowledge to continue to address sustainability challenges. It is also aligned with the United Nations Sustainable Development Goals, specifically focusing on Goal number four - Quality Education.

The Sustainable Farming Academy's academic partner, University College Cork, will deliver an accredited and fully-funded Diploma in Environment, Sustainability and Climate to 20 farmer suppliers each year. The Diploma is designed to fit in with each farmer's full-time, on-farm responsibilities.

The year-long UCC Adult Continuing Education Diploma recognises prior learning and each participant's existing sustainability knowledge. Modules include Earth Science, Climate Change and Sustainable Development as well as Ecology, Applied Geographical Information Systems, Environmental Protection, Practical Environmental Management and more – all of which are directly applicable on farm.



## 100% of our consumer facing packaging compatible with the circular economy by 2025

Sustainability and community are also top of the agenda for our award-winning Avonmore dairy brand. We switched to paper straws on the recyclable Tetra Pak milk cartons that we supply to hundreds of schools throughout Ireland, saving 2.7 tonnes of plastic per annum or the equivalent weight of two average-sized cars.

The new paper straws are certified fully recyclable and made with Forestry Stewardship Council (FSC) certified paper, indicating that the paper is from a well-managed, responsible source. Avonmore brand has also moved 12 million cartons of 1.75 litre size from fossil fuel plastics to plant-based plastics.

It is in line with our commitment to ensure that 100% of our packaging will be compatible with the circular economy by 2025.

2021 – A LANDMARK YEAR

# Innovating for the future



Picture (l-r) are Glanbia Ireland CEO, Jim Bergin; Minister for Agriculture, Food and the Marine, Charlie McConalogue; Glanbia Co-op Chairman, John Murphy; Alexa Toomey; Dairy, Drinks & Food Foreign Direct Investment at Enterprise Ireland and Chief R&D and Sustainability Officer, François Morgan.

INNOVATION is key to position the organisation for the future in such an ever-evolving sector. Glanbia Ireland's new state-of-the-art €15 million Innovation Centre has combined decades of experience in producing the highest quality milk and grains with cutting-edge technology to deliver on-trend solutions.

The customer-focused R&D centre set in the Ballyragget production facility in Co Kilkenny has already proven a key asset in showcasing the expertise of the organisation to our long-standing customers and new potential purchasers.

The extensive facility, supported by Enterprise Ireland and officially launched by the Minister for Agriculture, Food and the Marine, Charlie McConalogue, in December 2021, allows us to build on our established relationships as partners to some of the world's leading brands.

Investment in new, in-house product and process development and applications capabilities will allow Glanbia Ireland to bring new products and nutritional solutions as well as functional solutions to the market.

This new 2,000 square metre hub houses multi-disciplinary R&D teams, including food scientists, nutritionists, process engineers, a development chef, an analytical team and others. The bespoke facilities include a state-of-the-art beverage and cream UHT processing line, a plant-based lab capable of milling grains to different sizes for various applications as well as a sensory suite, applications and development Lab, a modern visitor engagement experience, analytical laboratories and one of Ireland's most sophisticated pilot-scale spray dryers.

The Innovation Centre allows for faster product development, high standard prototyping and allows for more agility in bringing products to the marketplace.

Our R&D experts leverage expertise right across the business, working closely with our production, commercial and insights teams to analyse market trends and bring to life solutions and products that resonate with customers.

Innovation is embedded at every layer of our business.



## Ballyragget goes 5G

The first indoor 5G network was launched in a live manufacturing environment in 2021. In a strategic partnership with Three Ireland and Ericsson, the network was launched in the cheese plant at the Ballyragget facility. The 5G network solution was designed to deliver efficiencies through enabling faster and more accurate maintenance tasks in the facility.



## Ingredient innovation

2021 saw the launch of our range of Oat-Standing™ functional Oat Flours, a new and unique range of solutions which provide a range of functionality benefits in various applications. The range has proved especially useful in beverage and yoghurt applications and an ideal ingredient when users are looking to create natural sweetness, add flavour, nutrition, and consistent viscosity to a wide range of end products. There was significant cross-functional collaboration in the ongoing development of our Functional Cheese solutions, with the extension of the CheddMax range and the launch of a new Cheese ingredient in collaboration with Glanbia Cheese in Portlaoise.



## Expanding the Avonmore range

For consumers, Avonmore Pro-Oats was a new addition to the Avonmore Protein Milk product range. The smooth blend of vanilla Protein Milk and gluten-free oats is low in fat, a source of Calcium, Vitamin B12 and added Vitamin D, and created to serve as a source of protein for those who feel that it will fit into their nutrition goals. 2021 also marked the successful launches of Avonmore Professional UHT whipping cream and professional UHT cooking cream aimed at the food service sector in the Asian markets. It resulted in a significant rise in UHT cream sold in the region.

## Bringing innovation to life for customers

The Ingredients team is building a strong portfolio of tailored solutions and applications in the marketplace.

Our investment in technology and expertise allows our teams to continue our transition from a commodity-seller to bringing our high quality ingredients to the next stage. The creation of solutions and applications adds value to the portfolio of ingredients, enabling us to invest in further capabilities and, in turn, deliver returns for our suppliers.

The Ingredients team in collaboration with the R&D team staged a Commercial Applications Day to showcase across the business the value of using application demonstrations as a way to excite potential customers and encourage customers to work closely with our specialist teams. It involves strong collaboration from our technical experts but crucially allows potential customers see a product or ingredient in action and assess how it could function in their own manufacturing process. It is a core engagement tool in bringing tailored solutions and applications to the marketplace.



# Macro trends facing and shaping our industry

Consumer attitudes towards food, nutrition and wellbeing are continuously evolving with a growing demand for sustainable brands and ingredients that support healthier lifestyles.

Noel Larkin and John Clarke of our Market Research and Insights team explain why Glanbia Ireland is well positioned to benefit from these key global market trends.



## 1. Regenerative agriculture

Sustainability has evolved over the past decade with a wider focus today on creating social, environmental and economic value. Brands are being challenged by consumers to make meaningful changes in the way they do business to ensure long-term success of the business and the world around them. The concept of ‘Regenerative Agriculture’, takes sustainability from “doing no harm” to “building a better future,” and therefore not just taking from the environment, but also giving back to it.

Regenerative agriculture practices have the potential to give animal protein companies a solid response to consumers’ sustainability concerns around raising livestock for food. “Regenerative agriculture”, “carbon-neutral” and “zero waste” will rise as examples of claims that get prioritised as consumers look to protein industry players to provide eco- and animal-conscious products that are also good for human health.

### How is Glanbia Ireland responding to this trend?

The Irish farming heritage of small family owned farms and grass-fed pasture reared herds leaves Irish dairy farmers in a unique position, with the opportunity to leverage these credentials to address the demands for regenerative agriculture.

There is an onus on Irish farmers, with support from Glanbia Ireland, to build on current sustainable actions in reducing soil erosion, improving water quality, restoring nutrients and promoting biodiversity, to continue to align with the issues that correspond to a range of consumer concerns.

Glanbia Ireland’s new sustainability strategy, Living Proof, outlines ambitious goals across our three priority areas – carbon, waste and water.

### Can food and drink companies be leaders in protecting the environment?



Source: Mintel



## 2. Natural Products

Natural products are products which are described as being safer, healthier, better quality, locally produced, and more trustworthy. Across all age cohorts, there is little difference in the proportion of consumers globally who attach significant importance to food and drink products being natural.

The onset of Covid-19 has amplified the demand for natural products as consumers seek products that support their health and wellbeing.

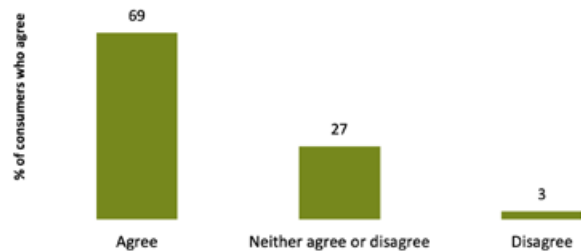
Consumer reassurance around natural formulation is something that will significantly shape perceptions of value. Ultimately, consumers associate natural products with containing only real and authentic ingredients that are nutritious and are free from chemicals that can be harmful to the individual and the planet. Given the subjectivity that can exist around natural claims, validation of such claims on packaging is crucial.

### How is Glanbia Ireland responding to this trend?

Natural ingredients is one of the top factors for consumers when buying food. Consumers see natural products as a way to improve their health as many of these products contain nutrients that can be beneficial.

Glanbia Ireland is committed to providing customers and consumers worldwide with products that have truly natural credentials.

### Irish consumers who agree that there should be more natural products that can help improve their general immune system



Source: Mintel 2021

## 3. Health and Wellbeing

The Covid-19 pandemic has focused many people's attention on to their own health, wellness and nutrition. Consumers are seeking brands and ingredients with increased functionalities that are proven to deliver specific wellness benefits such as strengthening their immune system or boosting their mental health. Additionally, as the global population becomes older and older, healthy ageing is gaining in importance. Sports nutrition has also adapted, shifting from niche athletes to everyday, 'active lifestyle' consumers, and combining performance nutrition in everyday foods. Increased protein consumption, particularly amongst younger consumers, also continues to rise.

Sugar, fat and salt reduction is a top priority, while industry experts deem clean and ethical label claims paramount. Simplified ingredient lists and traceable origins are also increasingly important.

At the same time, the future and health of our planet is gaining importance, expectations are growing for healthy products to be more sustainable as the 'good for me, good for the planet' mindset becomes more ingrained.

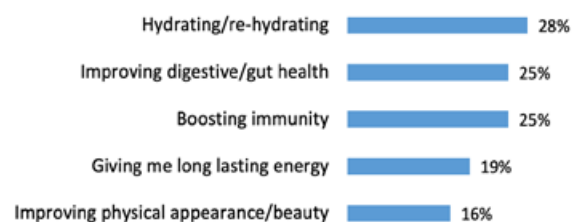
The next stage for category growth is within personalisation. Microbiome testing is becoming more commonplace, affordable and diversified across various food and drink categories. Managing and tracking health will become easier with technology.

### How is Glanbia Ireland responding to this trend?

Glanbia Ireland produces a large range of brands and ingredients that offers nutritional and functional ingredients for consumers. Avonmore's Protein Milk, Supermilk and Heart Active Milk support the demands of consumers seeking extra functionality in their milk.

Glanbia Ireland also produces a wide range of innovative dairy and nutrition ingredients, from highly specialised whey proteins to premium lactose, for use in lifestyle nutrition, infant nutrition and food products.

### In recent months, have you purchased food or beverages for the purpose of any of the following specific functions?



Source: Innova, Health/Wellness Trends Post-COVID

# Glanbia plc Group Managing Director statement



Dear Member,

Glanbia plc's strong performance in 2021 once again demonstrated the strength and resilience of its portfolio of global sports nutrition and lifestyle brands and nutritional ingredients and validated the Group's strategy for growth. The Covid-19 pandemic continued to test our purpose, people, and business model, but I am really proud of how they navigated the pandemic-related challenges over the past two years.

Our primary focus remained steadfast on the safety and wellbeing of our people and their families. We continued to respond with speed and agility to market volatility keeping our global facilities operating, and sustaining a robust supply chain, while all the time, growing our business. The response and commitment of all our people to serve our consumers and customers has been outstanding. Everyone has shown remarkable fortitude in the face of an unprecedented challenge over the past two years and I am very grateful and very proud of all my Glanbia colleagues around the world.

## Our strategy and performance

In 2021, Glanbia plc strengthened and executed our strategy while 'delivering better nutrition' for our consumers and customers. It was a busy year for the Group, one in which we moved quickly to deliver on our objectives in line with changing market realities. Our approach yielded very strong results with revenue and earnings recovery. Revenue for the year at €4.2 billion was up 13.1% constant currency (reported 9.8%), adjusted Earnings Per Share for continuing operations was up 23.9% constant currency, and Operating Cash Flow conversion exceeded 100%.

We also made strong progress on a number of our key strategic objectives including:

- significant progress on the Glanbia Performance Nutrition (GPN) transformation programme, driving revenue and margin growth;
- €76.1 million investment in the accretive acquisition of a 60% stake in LevUp, a European gaming nutrition brand within the GPN brand portfolio and the acquisition of PacMoore, a US food ingredients company as part of the Glanbia Nutritionals (GN) portfolio;
- progressive capital allocation through the completion of €91.3 million share buyback programmes;
- progression of the planned disposal of the Group's 40% shareholding in Glanbia Ireland to Glanbia Co-operative Society; and
- advanced our Environmental, Social and Governance agenda across many areas including adoption of science based environmental targets, progression of the Group-wide Diversity, Equity and Inclusion (DE&I) agenda and revised governance at Board level.

## Glanbia Performance Nutrition

In 2021, GPN's transformation programme progressed extremely well delivering revenue growth and margin improvements ahead of the business case. The business saw revenue grow to €1.3 billion, an

increase of 17.1% constant currency (14.5% reported) when compared to the prior year. This was largely driven by volume growth of 11.4%, price increases of 4.5% and the acquisition of LevUp, delivering 1.2%. GPN has been agile in its response to changing market dynamics. The transformation programme built a foundation of sustainable top line and margin enhancement initiatives. GPN has continued to prioritise brand building investment to drive long-term sustainable growth. Globally our Optimum Nutrition (ON) brand performed very strongly in 2021. Regionally, strong growth was delivered across both the Americas and internationally.

## Glanbia Nutritionals

GN delivered 2021 revenue of €2.9 billion, an increase of 11.4% versus prior year on a constant currency basis (7.8% reported). This was driven by a volume increase of 18.1% offset by a price decrease of 7.7% with acquisitions delivering 1.0% revenue growth. Nutritional Solutions (NS) revenue increased by 20.8% constant currency (17.5% reported) and US Cheese by 7.7% constant currency (4.0% reported) in the year. GN NS revenue growth was driven by volume increase of 13.6%, price increase of 3.7% and acquisitions of 3.5%. The broad sectoral reach of NS nutritional ingredients drove strong volume growth across the portfolio, which was augmented by newly commissioned joint venture (JV) dairy capacity. In 2021, NS also continued its progression of organic and acquired growth through the acquisition of the US food ingredients company PacMoore, providing further solutions capability in the healthy snacking category.

## Joint Ventures

Our JVs performed well in 2021, demonstrating the strength of our models. GN's US Cheese team continues to operate all of the wholly owned and US JV dairy processing plants. The commissioning of the Glanbia Cheese EU JV plant in Portlaoise, Ireland continued in 2021 and is due for completion in 2022.

## Delivering better nutrition now and for the future

In 2021, we exceeded each of our financial targets for the year, across revenue growth, adjusted Earnings Per Share growth, operating cash flow conversion and cash returned to shareholders. Glanbia's diverse and resilient business model, the range and breadth of the Group's sports nutrition and lifestyle brands and nutritional ingredients coupled with our extremely strong balance sheet, ensures that the Group is well placed to capitalise on healthier lifestyle trends, and continue its growth and development into the future.

Siobhán Talbot  
Group MD Glanbia plc





Five former Glanbia Chairmen: Liam Herlihy, Michael Walsh, Henry Corbally, John Duggan and Tom Corcoran.



Glanbia plc Group Managing Director Siobhan Talbot with former Glanbia Chairman Martin Keane.



Current Glanbia Co-op Chairman John Murphy with Glanbia plc Group Managing Director Siobhan Talbot.

## Glanbia Ireland – the evolution of a long and successful partnership

We were very pleased to announce the formal completion of the sale of Glanbia plc's 40% stake in Glanbia Ireland to Glanbia Co-operative Society in April 2022. This is a significant moment in the history of both our organisations. It enables Glanbia plc and Glanbia Ireland to pursue different but equally ambitious growth journeys.

We can now reflect with pride and gratitude on what we have achieved over many years in partnership with Glanbia Co-op. I have been with Glanbia for over 25 years and in many ways it has been like working in a number of different companies, such has been the change in the organisation.

Looking back, we can trace a number of highlights in our shared history. When Avonmore and Waterford Co-ops both floated on the Irish Stock Exchange in 1988, a new era of growth and international expansion began. This was followed by the merger of Avonmore and Glanbia, in 1997, a hugely significant moment for all farmer shareholders.

On 4 March 1999 the Glanbia name and identity was born. The success of what was achieved by the Glanbia organisation in the subsequent period created very significant value for Co-op shareholders, which has been released to Members through regular spin-outs and a flow of dividend payments. It is always a source of pride for me personally to meet Co-op shareholders and hear their stories of how plc shares have been of benefit to individual farm families and Members. Very many Co-op shareholders choose to hold their plc shares and continue to benefit from the growing dividend income stream.

Farmer shareholders will no doubt continue to follow the progress of Glanbia plc carefully, given their individual shareholdings and of course the Co-op remains the plc's largest individual investor.

The evolution that you overwhelmingly endorsed on 17 December had its origins in the establishment of Glanbia Ingredients Ireland in 2012. In hindsight, this was the correct strategic move at the appropriate time, as it allowed the business

and farmers achieve great progress together to capitalise on the abolition of European milk quotas in 2015. The new state-of-the-art facility that opened at Belview in 2015 was, and remains, the flagship for that growth period. There were also notable and significant investments in Ballyragget, Virginia and Wexford. In total, Glanbia Ingredients Ireland and subsequently Glanbia Ireland, invested €343m to increase milk processing capacity. This coincided with huge investments at farmer level, the net result being milk growth of 70% or 1.25 billion litres between 2014 and 2020.

The creation of Glanbia Ireland in 2017 was a further significant milestone, when Glanbia Ingredients Ireland, Glanbia Consumer Products and Glanbia Agribusiness came together to create a world class, integrated agri-food business. And finally, the recent sale of the plc's 40% stake in Glanbia Ireland to Glanbia Co-operative Society represents the culmination of a decade of transformation and heralds yet another phase of developing and growing both our businesses.

Collectively we have been a force for progress and excellence in the food sector in Ireland and internationally over the past number of decades. We have been ambitious for our business, our people, our suppliers and our customers, building successful large scale, trusted organisations. We have pioneered new categories and continuously innovated at the forefront of healthy nutrition, while expanding overseas. We will continue to do so.

While we now move to a different relationship between Glanbia plc and Glanbia Ireland much of our partnership will endure. Our shared values will continue to build organisations that will nourish and develop great talent with a focus on building truly global businesses with sustained growth and ambitious strategic objectives to meet.

It has been my privilege to play my part in the Glanbia Co-op journey so far. I look forward to watching the progress of Glanbia Co-op as it evolves to deliver for you, its shareholders, in the coming period.



# Events of the year



Glanbia supplier Shane Fitzgerald's family farm in Portlaw, Co Waterford recently hosted a visit by the Prince of Wales as part of a trip to Ireland. Shane, who is farming in partnership with his father, John and partner Kate, is part of the Teagasc Signpost / Glanbia Ireland Future Farms programme. Shane places a strong emphasis on sustainability on the farm which was of strong interest to Prince Charles. The actions being taken on the Fitzgerald family farm to reduce greenhouse gas emissions, protect water quality in the streams and rivers and improve biodiversity on the farm were all highlighted during the visit.



Glanbia Ireland Agronomist Peter O'Grady presents the Glanbia Ireland 2021 Grain Supplier of the Year and Food Grade Oats awards to Luke (L) and Matt Dempsey (R) on their farm at Celbridge, Co Kildare.





After two years without face-to-face trade exhibitions or fairs, our commercial teams were pleased to have the valuable opportunity to meet potential new customers in the marketplace.

The Consumer and Ingredients teams joined the Bord Bia Pavilion at Gulfood 2022 which was held in mid-February at the Dubai World Trade Centre. Gulfood is renowned as the world's largest annual food and beverage trade exhibition and the teams made the most of the opportunity to meet customers, distributors, retailers and key contacts in person again.

The Truly Grass Fed (TGF) team exhibited at the Natural Products Expo West in California in early March. It is the largest natural food and supplements show in the US with average traffic of approx. 80,000 people per day. The TGF team used their time there to reconnect with retailers and B2B customers. At the Winter Fancy Food Show at the Las Vegas Convention Center, the TGF team took the opportunity to launch their spreadable Irish butter, as the newest addition to the TGF portfolio of sustainably-produced dairy products.

In China, the Avonmore Professional team visited Bakery China 2021 with over 2,200 exhibitors from 30 countries. They brought the range to life with the skills of a well-known chef in the region to deliver a spectacular showcase of cakes and treats using products such as the performance whipping cream and cooking cream.



GAIN Equine Nutrition sponsored the 'GAIN The Advantage' series. This new initiative, which featured a variety of race conditions to cater for different trainers and horses throughout the season, encapsulated an increase of approx. 40% in prize money for each race. The series was aimed at recognising all stakeholders through the bloodstock and racing industries offering recognition to owners, trainers, breeders and the stable staff.

## SUSTAINABLE FARMING

### John Murphy, New Ross, Co Wexford



**“Operation Biodiversity is an incredible initiative and it, along with other Glanbia Ireland programmes, are being very well supported by farmers, particularly those with medium-sized operations.”**

Dairy farmer John Murphy pictured above alongside his daughter Bridget Mai, is rightly proud of the work he is carrying out on the family farm to improve it for the next generation.

“One time a lot of people were only one step removed from a farm – their mother or father came from a farm. Today, the connection with the land is weakening so it’s all the more important that we continue to tell our story, to show the public how we’re working with nature and not against it and that we do everything we can to protect our environment. Biodiversity is so important and I’m delighted Glanbia has it front and centre.”

On the Murphy family farm at Ballyfoyle, near New Ross, John has been working to plant trees and improve hedgerow maintenance. So much so that he was asked to step out as one of the ambassadors for the Operation Biodiversity initiative to help further enhance our farmer suppliers’ land.

“Operation Biodiversity is an incredible initiative and it, along with other Glanbia Ireland programmes, are being very well supported by farmers, particularly those with medium-sized operations.”

Necessity they say is the mother of invention and with the fertiliser situation the way it is, a lot of farmers will be sowing more clover and looking at multi species swards. There’s a lot of fear out there that clover isn’t as good, that it wilts etc. We need to clear up these myths.

We’ve done a lot on the farm here over the years. I dipped my toe into multi-species swards last year, am happy enough with the results and want to learn more about managing them. We will continue to sow hedging, all native species and mostly blackthorn and whitethorn.

We’re putting in a new electricity supply to further fence off our streams with greater ease and I’m looking into putting a solar system into a field with an old ringfort so water that my uncles used there can be pumped into troughs away from the source so the cattle always have a fresh supply.

Small little things can make a big difference and Glanbia is very much showing the way with a host of initiatives and information events designed to help us all combat climate change, improve biodiversity on our farms and show how close we work with nature every single day.”



# Caring for our communities



## DIY SOS

Glanbia Ireland’s garden centres, Glanbia CountryLife, are the official plant partner of the RTE television series, DIY SOS The Big Build season 2. The heart-warming programme sees the homes, gardens and ultimately the lives of deserving families utterly transformed.

Glanbia CountryLife has made sure the gardening dreams of the families involved came to life for a second season in the series.

Having witnessed first-hand the transformational impact the show’s work had on the Guihen family in last year’s DIY SOS series, Glanbia CountryLife did not hesitate to get involved for a second season.

Glanbia employees have also volunteered to lend a hand in these home transformations, with Glanbia Ireland brands, Avonmore and Kilmeaden Cheese, also coming on board to keep bodies fuelled for the hard labour that lies ahead on site.

Fronted by Baz Ashmawy, the DIY SOS team of volunteers sets

out to renovate the homes and gardens of deserving families, with the hope of positively changing their lives forever. Through a nine day build, each of the four homes involved in this year’s series are transformed.

Working hand in hand with the show’s garden designer, Peter Donegan, Glanbia CountryLife helps to reimagine and recreate each home’s outdoor space into a haven for all the family to enjoy.

Speaking about their involvement, Grace O’Dwyer, Retail Marketing Manager said: “DIY SOS is an emotional and heartfelt show that goes right to the heart of community spirit. Our Glanbia CountryLife branches are often the hub of local communities, with our people mirroring that same community ethos on a day-to-day basis. We’re thrilled to play our part in helping to transform lives for the better.”



## UNICEF

Glanbia Co-op and Glanbia Ireland made a €20,000 donation to UNICEF Ireland in support of its global vaccination campaign, ‘Get a Vaccine, Give a Vaccine’. This initiative, according to UNICEF, supports its role in the global Covid-19 vaccine rollout, and is the biggest vaccine procurement and distribution drive in history.



## Glanbia 300 Cycle

Sixty two Glanbia Ireland employees who participated in the Glanbia 300 Cycle raised more than €40,000 for Breast Cancer Ireland, The Samaritans and Teac Tom. The energetic bunch embarked on 100km and 150km journeys in September 2021, in drizzly, misty conditions which took them down to south Kilkenny, skirting Waterford and Tipperary before returning to Glanbia House on Friday afternoon. Cycle sponsor, Jim O’Neill, commended everyone saying: “Major fundraising events like this don’t just happen. It takes a huge team effort behind the scenes. We want to thank all the cyclists who put in Trojan effort to train and take part; the volunteers who helped at Glanbia House and along the way and everyone who contributed in any way to spread the word and to raise money.”



## Food Cloud

Glanbia Ireland cut its overall food waste by a third over the past two years and has donated close to €890,000 worth of food to the FoodCloud social enterprise since 2018. Those food donations have helped provide over 705,000 meals to many of Ireland’s most disadvantaged families and individuals.







## Plant Pink

For the third year running, Glanbia CountryLife Garden Centres raised vital funds for Breast Cancer Ireland through their ‘Plant Pink’ initiative. Available for sale both across our 14 garden centres and for the first time online through CountryLife.ie, all €8,000 proceeds in 2021 were donated. These vital funds contributed towards important education and research programmes within BCI.



## New Vhi support services

Glanbia Ireland worked closely with Vhi Corporate Solutions to provide our farmer shareholders access to a free and confidential counselling and information service.

In times of crises or emotional distress, you or your immediate family now have peace of mind that the Support Services for Glanbia Farmer Shareholders (EAP Programme) offers the practical assistance

## Operation WildNation

As part of Glanbia Ireland’s ‘Living Proof’ agenda, Glanbia CountryLife Garden Centre’s went on a mission in 2021 to encourage the nation to explore and discover their inner scientist in order to learn about wildlife conservation. Titled ‘Operation WildNation’, this fun and engaging initiative worked hand in hand with campaign ambassador and zoological educator Sarah Sarsfield, in order to educate primary school children and their families in particular.

Together with their passionate horticulturists, Glanbia CountryLife helped children learn how to explore and protect nature all around them. Operation WildNation provided a free 12 page child friendly wildlife guide to schools which was packed full of tips, advice and experiments. Children and their families were engaged online through CountryLife.ie and throughout their social channels @CountryLifeGC.

The action-packed campaign also included a ‘Lets Go Wild’ creative competition. This competition encouraged primary

and emotional support required. As part of the service, an individual can see a counsellor locally for up to six face to face sessions per issue. Whether you decide to get in touch by phone or email, support is available 24 hours a day, 365 days a year.

In addition, Support Services for Glanbia Farmer Shareholders also provides access to a Specialist Information Service, Coaching Programmes, Trauma Support and an Interactive Online Portal. We encourage any of our farmer shareholders who feel they may benefit to take advantage of this service.

To avail of this service, please call 1800 995 957 or email eap@vhics.ie



## Ukraine

Glanbia Ireland sent more than 250,000 nutritional Irish milk powder-based meal kits to Ukrainian hospitals and refugees fleeing into Poland.

Production of the humanitarian cargo from milk powder donated by Glanbia Ireland from our family farms was completed at the Epicom/Complex Nutrition plant in Navan, Co Meath and the much-needed donation will feed thousands of families in medical settings and fleeing Ukraine.

Such was the demand for the ready to use meal kits that the Ukrainian Embassy transported part of the donation directly to medics in the Ukraine. The remainder was shipped by other volunteer companies in the Entrepreneurs’ Organization (EO) Ireland network. It’s all part of a number of company and community-driven initiatives which sees Glanbia Ireland, its employees and farm family suppliers committing a donation package of €50,000 to those most in need through the food donation and support for UNICEF’s work in the region. In addition, Glanbia Ireland and its employees made a direct donation and collection for those arriving from Ukraine into the Kilkenny region.

school children to take a closer look at what is happening in their gardens and enter this creative competition inspired by wildlife. Although a very difficult task, two overall winners were selected and six special commendations. With the two overall winners receiving a school visit or virtual talk from Zoological Educator and campaign ambassador Sarah Sarsfield, along with an Operation WildNation kit for them and their school.



# Board Members

## Glanbia Co-operative Society representative structure

The Society has 11 regions and 39 Area and Regional Committees with up to 780 Members participating. Individuals on these Committees are elected directly by Society Members.

This structure acts as a mechanism for communication between Members and the Board and management of the Society. The Committees also facilitate two-way communication within the representative structure and provide a training forum for potential Council and Board Members.

19

BOARD MEMBERS\*

89

COUNCIL MEMBERS

780

COMMITTEE MEMBERS

11,249

SOCIETY MEMBERS

\* Glanbia Group Managing Director Siobhán Talbot stepped down from the Board of Glanbia Co-op in November 2021.



**John Murphy**

was appointed Chairman on 8 October 2020, having served three years as Vice Chairman. He was appointed to the Board on 29 June 2010. John is a former Vice Chairman of the National Dairy Council Board. He has completed the University College Cork Diploma in Corporate Direction. John farms at Ballinacoola, Craanford, Gorey, Co. Wexford.



**Patrick Murphy**

was re-appointed as a Vice-Chairman on 1 June 2018 having previously served two years as Vice-Chairman from 2015 to 2017. He was first appointed to the Board on 26 May 2011. Patrick farms at Smithstown, Maddoxtown, Co. Kilkenny and is a Director of Farmer Business Developments plc.



**Brendan Hayes**

was re-appointed to the Board on 30 May 2014 and was appointed Vice Chairman on 8 October 2020. He has completed the University College Cork Diploma in Corporate Direction. He farms at Ballyquinn, Carrick on Suir, Co. Waterford.



**Jim Bergin**

**Chief Executive Officer**

Since joining Glanbia in 1984, Jim has held numerous Senior Management positions across the business. With the formation of Glanbia Ireland in 2017, he took over as CEO to move the business on to the next level. In 2021, Jim was appointed Chief Executive of Glanbia Co-op. He is a former Chairman of the Irish Dairy Industry Association.



**Michael Horan**

**Chief Finance & Secretariat Officer**

Michael is Chief Finance and Secretariat Officer with Glanbia Co-op and was appointed as a member of Glanbia Co-op Board on 4 April 2022. He previously held the position of Group Secretary of Glanbia PLC from 2005 to 2022, and prior to that was the Group Financial Controller. He joined the Group in 1998 as Financial Controller of the Fresh Pork business in Ireland. Michael previously worked with Almarai Company in Saudi Arabia and BDO Simpson Xavier. A Fellow of Chartered Accountants Ireland, Michael graduated from the National University of Ireland, Galway with a Bachelor of Commerce degree.



**Seán Molloy**

**Chief Ingredients & Agri Officer**

Seán is responsible for strategy and commercial execution in both the Ingredients (Dairy and non-dairy) and Agribusiness categories. Having previously held the role of Director of Strategy he was appointed to the position of Chief Agribusiness Growth Officer of Glanbia Ireland in 2018. In this role, Seán had responsibility for leading Ireland's largest Agribusiness in addition to managing the development of Glanbia's Irish milk pool. He joined Glanbia in 2007 having worked for eight years as a Strategy Consultant with PricewaterhouseCoopers (PwC). Seán is an Executive Director on the Board of Glanbia Co-op.



**Frank Tobin**

**Chief Investment Officer**

Frank joined Glanbia in 1980, working in senior Finance roles across Ingredients, Agri, Meats (UK & Ireland), Group and Consumer Foods. On completing an MBA, Frank took up the Chief Operations role for the Consumer Business in 2003. With the formation of Glanbia Ireland in 2017, he was appointed Chief Finance Officer and was appointed Chief Investment Officer in 2022. Frank was appointed as a member of Glanbia Co-op Board on 4 April 2022. Frank has represented Glanbia on the boards of National Milk Agency, National Dairy Council and National Dairy Association.



## Patsy Ahern

was appointed to the Board on 12 June 2015. Patsy is on the Board of ICOS. Patsy has completed the University College Cork Diploma in Corporate Direction. He farms at Sheanmore, Ballyduff Upper, Co. Waterford.



## Robert Barron

was appointed to the Board on 8 October 2020. Robert farms at Battlestown, Ramsgrange, New Ross, Co. Wexford.



## William Carroll

was re-appointed to the Board on 31 May 2019. William farms at Mile Tree, Clonmel, Co. Tipperary.



## Vincent Gorman

was appointed to the Board on 27 June 2013. He farms at Ballindrum, Athy, Co. Kildare. Vincent is Chairman of Progressive Genetics Co-operative Society Limited, a director of the National Cattle Breeding Society Limited, and a director of the National Dairy Council.



## Eamonn McEntegart

was appointed to the Board on 2 June 2017. He farms at Castlering, Knockbridge, Dundalk, Co. Louth.



## John Murphy

was appointed to the Board on 2 June 2017. He farms at High Down Hill, Newcastle, Co. Dublin.



## Gerard O'Brien

was appointed to the Board on 1 June 2018. Gerard farms at Camphire, Cappoquin, Co. Waterford.



## Denis O'Sulivan

was appointed to the Board on 8 October 2020. Denis farms at Fairlands, Garlow Cross, Navan, Co. Meath.



## John Regan

was appointed to the Board on 8 October 2020. John farms at Chatsworth, Clogh, Castlecomer, Co Kilkenny.



## Patrick Whyte

was appointed to the Board on 2 June 2017. He farms at Ballystanley, Roscrea, Co. Tipperary



## Tom Phelan

was appointed to the Board on 4 June 2021. He farms at Pike of Rushall, Portlaoise, Co. Laois.



## Janet McCollum

Janet McCollum joined the Glanbia Ireland Board as a Non-Executive Director in 2018, and as a member of the Co-op Board on 4 April 2022. Janet brings extensive experience and a deep insight into the agri food industry. From 1993 Janet enjoyed 25 years with Moy Park, appointed to the Executive Board as Finance Director in 2002 and Chief Executive from 2014 to 2018, responsible for the strategic direction and leadership of Moy Park's European business.



# Council Members

## 1. BARROWVALE



L to R: Cathal Moran, Vincent Gorman, Eddie O'Mahony, Larry Hannon, Bernard Dunne, John Ryan, Seamus O'Shea. (Missing from photo: William Barrett).

## 2. DONAGHMORE / MONASTEREVIN



L to R: Paul Ennis, John Murphy, Noreen Callanan, Alan Stephenson, Thomas Phelan, Patick McWey, James Mahon. (Missing from photo: Shane O'Loughlin).

## 3. NORTH WEXFORD / EAST WICKLOW



L to R: Patrick Darcy, Chris Hill, Chris Fox, Roger Boyd, Michael Gahan, John Joesph O'Shaughnessy, Declan O'Neil, John G. Murphy.

## 4. SOUTH TIPPERARY



L to R: David Kennedy, Noel Butler, Paul Flaherty, James Fogarty (New Council Member Jan 2022). (Missing from photo: Bill Carroll, Denis Corcoran and Dan Norton (Retired)).

## 5. CASTLELYONS



L to R: Jerome Buttimer, Daniel Lynch, Kevin Moloney, Patsy Ahern, Larry Kearney, Seamus Fleming (New Council Member 2022). (Missing from photo: Shane Fitzgerald, Tom Murphy).

## 6. EAST WATERFORD



L to R: James Mulligan, Roger Shanahan, Brendan Hayes, Niall Moore, Jonathan Tighe, John P. Nugent.



## 7. NORTHERN



L to R: Eamonn McEnteggart, Patrick Tuite, Aidan Brogan, Gerard Brady, Padraig O'Scanaill, Diarmuid Lally, Joe Maxwell, Brendan Smith, Michael O'Flaherty, John Edward Murphy, Denis O'Sullivan.

## 8. SOUTH WEXFORD



L to R: Nicholas Roberts, Rory Hammel, Robert Barron, Padraig Barron, David O'Dwyer, Seán Windsor.

## 9. NORTH KILKENNY



L to R: John Regan, Vincent Cunningham, John Robinson, Michael O'Carroll, James Mulhall, Martin J. Healy. (Missing from photo: Willie Costigan).

## 10. SOUTH KILKENNY



L to R: Patrick Murphy, P J Malone, James O'Brien, Gerard Doherty, Jimmy Walsh, Walter Crowley. (Missing from photo: John J. Murphy).

## 11. WEST WATERFORD



L to R: Joe Harty, Vincent McCarthy, Michael M. Keane, Peter Kiely (New Council Member 2022), John Byrne (New Council Member 2022), Gerard O'Brien, Sean Osborne. (Missing from photo: Patrick Cooney).

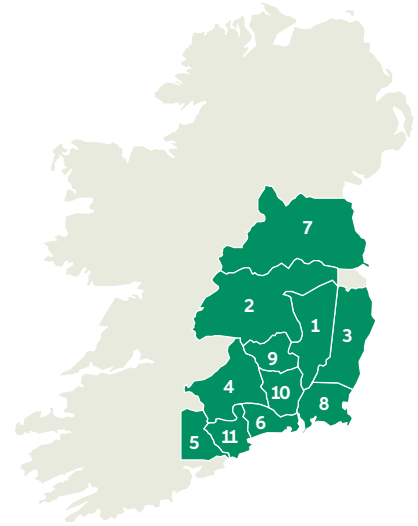
## CORPORATE



L to R: Patrick Whyte, Denis Brereton, Pat Kennedy, James Power, John Hogan. (Missing from photo: James Finn, Derek Ryan).

# Regional committee Members

at 1 January 2022



## 1. BARROWVALE



Trevor Atkinson  
William Barrett  
Philip Donohue  
Martin Doyle  
Barry Drea  
John Kieran Duffy  
Bernard Dunne  
Michael Dunne

John Flood  
Vincent Gorman  
Laurence Hannon  
Niall Hosey  
Alan Hughes  
Donal Kavanagh  
Eamonn Kealy  
James Kealy

Brendan Kehoe  
Declan Leigh  
Michael Moloney  
Cathal Moran  
Eamon Murphy  
Con O'Kelly  
Eddie O'Mahoney  
Seamus Joseph O'Shea

John Gerard Ryan  
Sylvester Ryan  
Trevor Tutty  
Liam Walsh  
Richard Whelan

## 2. DONAGHMORE / MONASTEREVIN



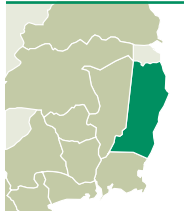
Martin Bergin  
Aidan Byrne  
Noreen Callanan  
Thomas Creagh  
Edward Cummins  
Martin Davin  
Paul Ennis  
Timothy Fitzgerald

Patrick Fitzpatrick  
Laurence Flood  
Timothy Garry  
Bernard Ging  
Thomas Horan  
Paul Hyland  
Patrick Keegan  
Albert Lalor

James Mahon  
Michael McEvoy  
Patrick McWey  
Mel Martin  
Sean Miller  
Noel Moriarty  
Hugh Murphy  
John Murphy

Shane O'Loughlin  
John Joe O'Rourke  
Joseph Parlon  
Thomas Phelan  
Mark Rochford  
Brian Rohan  
Alan Stephenson

## 3. NORTH WEXFORD / EAST WICKLOW



Stephen Arthur  
Roger Boyd  
John Byrne  
Nicholas Darcy  
Patrick Darcy  
Desmond Devereux

Padraig Doyle  
Chris Fox  
Michael Gahan  
Vincent Gahan  
Christopher Hill  
Gerard Lyons

Declan McDonald  
Amanda Mooney  
John Murphy  
John O'Hagan  
Declan O'Neill  
John Joseph O'Shaughnessy

Tom Short  
Stephen Tracey

## 4. SOUTH TIPPERARY



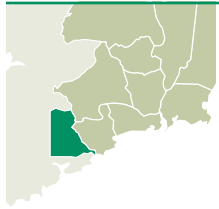
Daniel Butler  
Noel Butler  
William Carroll  
Denis Corcoran  
Michael Croke  
Peter Delaney

Patrick Feehan  
Paul Flaherty  
James Fogarty  
Eamonn Hall  
Michael Joseph Horan  
David Kennedy

George Leahy  
Adrian Morrissey  
Donal Morrissey  
Daniel Norton  
Richard O'Connell  
Donal O'Loughlin

Walter Power  
James Francis Prendergast  
John P Ryan  
Bernard Sheehy

## 5. CASTLELYONS



Patsy Ahern  
John Barry  
Jerome Buttimer  
Neilus Cashman  
David Fitzgerald  
Shane Fitzgerald  
Seamus Fleming

Patricia Fouhy-Barry  
Sean Healy  
Patrick Hegarty  
Thomas Hegarty  
Donal Howard  
George Patrick Howard  
Laurence Kearney

Tim Kearney  
John Leamy  
Daniel Lynch  
Kevin Garrett Moloney  
David Joseph Murphy  
James Murphy  
Thomas Murphy

Declan O'Flynn  
James O'Keeffe  
Martin O'Riordan  
Seamus Roche



## 6. EAST WATERFORD



Roger Benedict Callanan  
Kevin Connolly  
Philip Cusack  
Michael Foran  
Thomas Galvin  
Patrick Richard Gough  
Michael Gerard Hahessy  
Thomas Hahessy  
Mervyn Hanley

Brendan Hayes  
Mike Hayes  
Pat Keane  
Michael Kent  
John Mackey Jnr  
Richard Mahony  
Niall Moore  
James Mulligan  
Gerald Murphy

Walter Anthony Murphy  
Paul Norris  
John Paul Nugent  
John G O'Connell  
John O'Donnell  
Edmond Phelan  
John Phelan  
Edward Power  
James Power

Paul Power  
Seamus Power  
James Anthony Quigley  
Roger Shanahan  
John Skehan  
Jonathan Tighe  
Chris Walsh  
David Walsh  
James Walsh

## 7. NORTHERN



Gerard Brady  
Eamonn Bray  
Aidan Brogan  
John Clinton  
Seamus Commons  
Henry Corbally  
Seamus Donohoe  
Willie Eivers  
Dennis Fagan  
Stephen Finnegan

Gordon Foster  
Andrew Gerraghty  
Stanley Gibney  
Jim Gilsenan  
Kevin Gilsenan  
Malachy Hickey  
Gerard Hoey  
Peter Holton  
George Jordan  
James Kelly

Diarmuid Lally  
Joseph Maxwell  
Fintan McCabe  
Michael McCaughey  
Eamonn McEnteggart  
Peter Mongey  
Paul Morrin  
Declan Mullen  
John Edward Murphy  
Patrick John Nangle

Michael O'Flaherty  
Pdraig O'Scanail  
Denis O'Sullivan  
Andrew Frederick Revington  
Andrew Rogers  
Brendan Smith

## 8. SOUTH WEXFORD



Brian Kevin Barnwell  
Frank Barron  
Padraig Barron  
Robert Barron  
Thomas Brennan  
Michael Corcoran  
John Cullen

Frank Curtis  
Gerald Dunne  
John F Fitzgerald  
David French  
William Gleeson  
Rory Hammell  
Edward Lyng

Anthony Murphy  
James Joseph Murphy  
Mark Murphy  
Walter O'Brien Jnr.  
Aidan O'Connor  
David O'Dwyer  
Declan O'Hanlon

Joseph A O'Neill  
Eamon Power  
Thomas Quinn  
Nicholas James Roberts  
Sean Windsor

## 9. NORTH KILKENNY



Laurence Martin Bergin  
Thomas William Cooke  
Willie Costigan  
Vincent Cunningham  
Nicholas Deevy  
Michael John Delaney

John Gerard Dowling  
Thomas Gaffney  
Martin Joseph Healy  
Thomas Gavan Kearney  
Patrick Maher  
James Mulhall

Michael O'Carroll  
John Regan  
John Robinson  
Brian Roche  
Michael Rowe  
James Declan Ryan

Martin Treacy  
James Walsh  
Patrick Walsh  
Padraig Walshe

## 10. SOUTH KILKENNY



Michael D Aylward  
Patrick John Byrne  
William Carroll  
Thomas Corcoran  
Walter Crowley  
Bryan Daniels  
Gerard Doherty  
Patrick Doherty  
Michael Downey

Brendan Dunne  
William Fitzgerald  
James Fitzpatrick  
William Heffernan  
Patrick Holden  
Patrick Joseph Irish  
Peter Kirwan  
Thomas Landy  
Joseph Malone

Patrick John Malone  
Thomas Mullins  
John J Murphy  
Patrick Murphy  
James O'Brien  
Eamonn Phelan  
Michael Phelan  
John Ryan  
Allen Smyth

Liam Vereker  
Jimmy Walsh  
Michael Gerard Walsh  
Seamus Walsh  
Padraig Walsh

## 11. WEST WATERFORD



John Byrne  
Patrick Cooney  
Laurence Curran  
Declan Dower  
Patrick Drohan  
Nicholas Dunphy  
Robert Fennell

Liam Fenton  
Joseph Harty  
Patrick Joseph Hickey  
John Anthony Keane  
Michael Martin Keane  
John Patrick Keating  
Peter Kiely

Vincent McCarthy  
John McKeon  
Anthony Murphy  
Shane Nugent  
Gerard O'Brien  
William O'Donoghue  
Michael O'Gorman

Sean Osborne  
Edmond Power  
Thomas Power  
Morgan Sheehan  
Kieran Veale  
Thomas Francis Walsh

# Summary profit and loss account

for the Society and its subsidiaries (excluding Glanbia plc and Glanbia Ireland)

	2021 €'m	2020 €'m
Dividend income from Glanbia plc	25.8	24.8
Dividend income from Glanbia Ireland	18.4	18.9
Representative structure fees and expenses	(0.9)	(0.9)
Other income	0.2	0.2
Administration costs	(3.4)	(3.1)
Transaction expenses*	(1.1)	-
<b>Operating profit</b>	<b>39.0</b>	<b>39.9</b>
Net finance income/(costs)	0.9	(0.9)
<b>Profit before taxation</b>	<b>39.9</b>	<b>39.0</b>
Taxation	-	-
<b>Profit after taxation</b>	<b>39.9</b>	<b>39.0</b>
<b>Appropriations from reserves</b>		
Distributions to Members	(22.2)	(25.2)
Ordinary share interest (dividend)	(6.2)	(5.6)
<b>Total appropriations</b>	<b>(28.4)</b>	<b>(30.8)</b>
<b>Net gain for the year after appropriations</b>	<b>11.5</b>	<b>8.2</b>

# Summary balance sheet

for the Society and its subsidiaries (excluding Glanbia plc and Glanbia Ireland)

	2021 €'m	2020 €'m
Fixed assets	0.7	0.8
Intangible assets	0.2	0.5
Investments**	234.8	234.8
Working capital	(5.1)	(3.8)
Pension obligations	(0.1)	(0.3)
Cash and cash equivalents	0.3	26.1
Distributions payable	(8.2)	(8.0)
Receivable from Glanbia Ireland	43.3	103.2
Glanbia MilkFlex fund receivable	2.1	2.5
Ordinary share interest payable	(5.5)	(5.4)
Bond	-	(99.8)
<b>Net assets</b>	<b>262.5</b>	<b>250.6</b>
Net assets with investments at market value*	1,489.9	1,261.9

\* Relates to the acquisition of the remaining 40% interest in Glanbia Ireland from Glanbia plc.

\*\* Investments in Glanbia plc and Glanbia Ireland are included in the summary balance sheet at cost for 2021 and 2020. The market value of the 93.3 million (2020: 93.3 million) shares held in Glanbia plc was €1,147.3 million (2020: €968.5 million) based on a share price of €12.30 as at year end (2020: €10.38). The market value attributed to the investment in Glanbia Ireland DAC represents the share of net assets attributable directly to the Society as at 1 January 2022 of €314.9 million (2020: €277.7 million). The percentage shareholding remained at 60% for both 2021 and 2020.



# Summary cashflow

for the Society and its subsidiaries (excluding Glanbia plc and Glanbia Ireland)

	2021	2020
	€'m	€'m
Dividend income from Glanbia plc	25.8	24.8
Dividend income from Glanbia Ireland	18.4	18.9
Interest income	1.9	2.8
Issue of shares in Glanbia Co-operative Society Limited	0.3	0.4
Glanbia MilkFlex fund payments	0.5	0.7
Loans repaid by Glanbia Ireland	59.9	-
Sale of investments	1.0	-
<b>Inflow</b>	<b>107.8</b>	<b>47.6</b>
Distribution payments	(22.0)	(32.2)
Ordinary share interest payment	(5.9)	(5.1)
Special share interest payment	(0.2)	(4.6)
Interest, administration and other costs	(4.8)	(2.7)
Interest expense	(0.7)	(1.4)
Bond repayment	(100.0)	-
<b>Outflow</b>	<b>(133.6)</b>	<b>(46.0)</b>
Net (outflow)/inflow of funds	(25.8)	1.6
Total cash at start of year	26.1	24.5
<b>Total cash at end of year</b>	<b>0.3</b>	<b>26.1</b>

## Summary net cash and related balances for the Society and its subsidiaries (excluding Glanbia plc and Glanbia Ireland)

	2021	2020
	€'m	€'m
Total cash at end of year	0.3	26.1
Loan receivable from Glanbia Ireland	43.3	103.2
<b>Net cash and related balances at end of year*</b>	<b>43.6</b>	<b>129.3</b>

\*The Glanbia MilkFlex Fund totalling €2.1 million as at 1 January 2022 is receivable within one to five years.

# Consolidated group income statement

for the financial year ended 1 January 2022

	Pre-exceptional 2021 €'m	Exceptional 2021 €'m	Total 2021 €'m	Pre-exceptional 2020 €'m	Exceptional 2020 €'m	Total 2020 €'m
Revenue	-	-	-	2,808.6	-	2,808.6
Cost of goods sold	-	-	-	(2,331.5)	(1.9)	(2,333.4)
<b>Gross profit</b>	-	-	-	<b>477.1</b>	<b>(1.9)</b>	<b>475.2</b>
Selling and distribution expenses	-	-	-	(234.7)	(10.7)	(245.4)
Administration expenses	(3.8)	(1.1)	(4.9)	(109.4)	(5.0)	(114.4)
Other income	0.2	-	0.2	0.2	-	0.2
Net impairment losses on financial assets	-	-	-	(1.0)	-	(1.0)
<b>Operating (loss)/profit before intangible asset amortisation</b>	<b>(3.6)</b>	<b>(1.1)</b>	<b>(4.7)</b>	<b>132.2</b>	<b>(17.6)</b>	<b>114.6</b>
Intangible asset amortisation	(0.3)	-	(0.3)	(31.6)	-	(31.6)
<b>Operating (loss)/profit</b>	<b>(3.9)</b>	<b>(1.1)</b>	<b>(5.0)</b>	<b>100.6</b>	<b>(17.6)</b>	<b>83.0</b>
Finance income	1.7	-	1.7	3.8	-	3.8
Finance costs	(0.9)	-	(0.9)	(22.1)	-	(22.1)
Share of results of joint ventures & associates	111.3	(14.7)	96.6	60.9	(0.4)	60.5
Gain on deemed disposal	-	-	-	-	666.5	666.5
<b>Profit before taxation</b>	<b>108.2</b>	<b>(15.8)</b>	<b>92.4</b>	<b>143.2</b>	<b>648.5</b>	<b>791.7</b>
Income taxes	-	-	-	(11.6)	2.1	(9.5)
<b>Profit for the year</b>	<b>108.2</b>	<b>(15.8)</b>	<b>92.4</b>	<b>131.6</b>	<b>650.6</b>	<b>782.2</b>

## Attributable to:

Equity holders of the Society	92.4	744.3
Non-controlling interests	-	37.9
	<b>92.4</b>	<b>782.2</b>

On behalf of the Board  
**J. G. Murphy**   **J. Bergin**  
 Directors



# Consolidated group balance sheet

as at 1 January 2022

	2021 €'m	2020 €'m
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment	0.7	0.8
Intangible assets	0.2	0.5
Investments in associates	956.1	917.5
Investments in joint ventures	503.0	466.7
Trade and other receivables	26.1	26.5
	<b>1,486.1</b>	<b>1,412.0</b>
<b>Current assets</b>		
Trade and other receivables	19.7	79.5
Cash and cash equivalents	0.3	26.1
	<b>20.0</b>	<b>105.6</b>
<b>Total assets</b>	<b>1,506.1</b>	<b>1,517.6</b>
<b>EQUITY</b>		
<b>Issued capital and reserves attributable to equity holders of the Society</b>		
Share capital and share premium	46.4	46.2
Capital reserve	17.4	17.4
Other reserves	(28.3)	(39.3)
Retained earnings	1,451.4	1,375.8
<b>Total equity</b>	<b>1,486.9</b>	<b>1,400.1</b>
<b>LIABILITIES</b>		
<b>Non-current liabilities</b>		
Retirement benefit obligations	0.1	0.3
<b>Current liabilities</b>		
Trade and other payables	19.1	17.4
Financial liabilities	-	93.4
Derivative financial instruments	-	6.4
	<b>19.1</b>	<b>117.2</b>
<b>Total liabilities</b>	<b>19.2</b>	<b>117.5</b>
<b>Total equity and liabilities</b>	<b>1,506.1</b>	<b>1,517.6</b>

On behalf of the Board  
**J. G. Murphy   J. Bergin**  
 Directors

Consolidated financial statements are available on request from:

The Company Secretary  
 Glanbia Co-operative Society Limited  
 Glanbia House  
 Kilkenny  
 Ireland

T + 353 56 7772200  
 F + 353 56 7772222

# Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Glanbia Co-operative Society Limited (the “Society”) will be held at the Newpark Hotel, Castlecomer Road, Kilkenny, on 25 May, 2022 at 11am to consider the following items of business:

## Agenda

1. To approve the minutes of the previous Annual General Meeting.
2. To approve the minutes of the Special General Meeting held on 17 December 2021.
3. To receive and adopt the financial statements of the Society for the year ended 1 January 2022 and the reports of the Board of Directors and of the auditor of the Society thereon.
4. To appoint an auditor of the Society.
5. To declare Ordinary Share interest (dividend) of 17.325 cent per Ordinary Share, as recommended by the Board.
6. Any other business incidental to the Annual General Meeting.

By order of the Board

**Michael Horan**  
Secretary

Registered Office:  
Glanbia House  
Kilkenny

3 May 2022



# Notice of Special General Meeting

NOTICE IS HEREBY GIVEN that a Special General Meeting of Glanbia Co-operative Society Limited (the “Society”) will be held at the Newpark Hotel, Castlecomer Road, Kilkenny, on 25 May, 2022 immediately following the conclusion or adjournment of the 2022 Annual General Meeting convened for the same place and date for the purpose of considering and, if thought fit, passing the following resolutions:

1. That the Rules of the Society be amended as follows:
  - i. Rule 59 a) of the Rules of the Society be amended by the deletion of the existing Rule 59 a) and the substitution of the following as a new Rule 59 a):
    - “a) The Board of Directors shall consist of up to twenty (20) persons comprising:
      - i. thirteen (13) Directors nominated by the Regional Advisory Committees and appointed by the Council;
      - ii. one (1) Director appointed by the Corporate Members;
      - iii. the Group Managing Director, by virtue of his office; and
      - iv. up to five (5) additional Directors who may be co-opted by the Board under Rule 59 (g).”; and
    - ii. Rule 59 g) of the Rules of the Society be amended by the deletion of the existing Rule 59 g) and the substitution of the following as a new Rule 59 g):
      - “g) The Board may co-opt up to five additional Directors. The Board shall have authority to decide all matters pertaining to the co-option, retirement, terms of appointment and, subject to any provisions of these Rules to the contrary, voting rights of any Director co-opted under this paragraph (g).”
2. That the Rules of the Society be amended as follows:
  - i. Rule 49 of the Rules of the Society be amended by the deletion of the existing Rule 49 and the substitution of the following as a new Rule 49:
 

**“49. Virtual Meetings**

    - a) Notwithstanding the provisions of ‘Section X – General Meetings’ Rules 37-48, the Board may, in compliance with applicable law, resolve that a General Meeting of the Society be convened, held or conducted, whether wholly or partly, by the use of electronic communications technology that provides Members, as a whole, who are entitled to attend, with a reasonable opportunity to participate in the meeting. Any Member who attends or participates in a General Meeting by the use of electronic communications technology, ~~or by the use of a, which~~ for the purpose of this Rule 49 includes any mechanism prescribed for casting votes by a Member, ~~in each case, in accordance with this Rule 49,~~ shall be deemed to be participating in and present at the General Meeting for the purpose of these Rules and the Acts.
    - b) The Society may provide for such participation by providing or facilitating, for that purpose, the use of electronic communications technology which enables real time, two-way audio-visual or audio communication, including a mechanism for casting votes by a Member, and such technology or mechanism shall not require the Member to be physically present at the meeting. The General Meeting shall be duly constituted and its proceedings valid if the Chairman of the meeting is satisfied that adequate facilities are available throughout the meeting to ensure that Members, as a whole, are able to participate in the business of the meeting. If it appears to the Chairman of the meeting that the electronic communications technology or the security of the General Meeting have become inadequate or compromised, then the Chairman of the meeting may, without the consent of the meeting, ~~interrupt~~ pause or adjourn the General Meeting. All business conducted at that General Meeting up to the time of that any pause or adjournment shall be valid and the provisions of Rule 43 shall apply to ~~that any~~ any adjournment.
    - c) The use of electronic communications technology pursuant to Rule 49(a) may be made subject to such requirements or restrictions put in place by the Board (acting in its sole discretion) as are necessary to ensure the identification of Members and any other attendees and the security of the electronic communications technology, to the extent that such requirements or restrictions are proportionate to the achievement of those objectives and Members will be informed, before the commencement of the General Meeting concerned, of any requirements or restrictions which have been put in place pursuant to this Rule.
    - d) The Board may (acting in its sole discretion), make further provision in relation to General Meetings to be held by way of electronic communications technology pursuant to this Rule 49, including in relation to (i) the convening and conduct of the meeting, (ii) registration for, attendance at and access to the meeting and (iii) participation (including voting) in the meeting, provided that no such further provision shall contravene any applicable Standing Orders or any matters provided for by these Rules or the Acts and Members will be informed, before the commencement of the General Meeting concerned, of such further provisions.
    - e) The Board shall ensure, as far as reasonably practicable, that such electronic communications technology provides for the security of any electronic communications by Members minimises the risk of data corruption and unauthorised access, provides certainty as to the source of the electronic communications and, where votes are to be conducted by way of secret ballot, that the mechanism for casting votes by a Member guarantees, as far as reasonably practicable, the accuracy and confidentiality of an individual vote of the Member.
    - f) The Board shall ensure, as far as reasonably practicable, that such electronic communications technology enables the Members, as a whole, to participate in the meeting,

## Notice of Special General Meeting continued

such that they can hear what is said by the Chairman of the meeting and any person introduced by the Chairman, and speak and submit questions and comments during the meeting ~~to the extent that the Member is entitled to do so under these Rules~~ and the opportunity for Members, as a whole, to participate in the meeting is broadly similar to that which would be afforded to Members, as a whole, if such meeting was held in person, provided always that a Member's entitlement to participate in a General Meeting shall be subject to any Standing Orders applicable to such meeting. Members entitled to attend a General Meeting shall not permit a person not entitled to attend that meeting to participate, listen or view the proceedings of a meeting by way of electronic communications technology unless authorised by the Chairman of the meeting.

- g) The Board shall ensure, as far as reasonably practicable, that in the case of any failure or disruption of the electronic communications technology, that such failure or disruption is remedied as soon as reasonably practicable. Any temporary failure or disruption of such electronic communications technology shall not invalidate the meeting or any proceedings relating to the meeting. Save where such failure or disruption is attributable to any wilful act of the Society, the Society shall not be responsible in respect of any failure or disruption relating to the equipment used by a Member or any other attendee to access a General Meeting held by electronic communications technology pursuant to this Rule 49.
- h) The location of any General Meeting held by electronic communications technology pursuant to this Rule 49 shall be deemed to be the location of the Chairman of the meeting, unless specified otherwise by the Chairman of the meeting.
- i) For the purpose of Rule 38, any notice convening an Annual General Meeting that is to be conducted by electronic communications technology pursuant to this Rule 49, shall state the time thereof and provide details of the electronic platform to be used for the meeting and shall be given in accordance with Rule 99 not less than twenty-one days (or such lesser period, not less than fourteen days, as may be permitted by applicable law), before the date of such meeting. For the purpose of Rule 41, notice convening every Special General Meeting shall state the time and purpose thereof and provide details of the electronic platform to be used for the meeting and shall be given in accordance with Rule 99 not less than fifteen days (or such lesser period, not less than eight days, as may be permitted by applicable law), before the date of such meeting, except where, in cases of exceptional urgency, the Board shall resolve to convene a Special General Meeting on shorter notice, provided that in no case shall the notice given be less than eight days (or such lesser period, not less than four days, as may be permitted by applicable law). The Board may resolve in exceptional circumstances to serve notice by publishing it in such newspaper or newspapers as they decide.”
- ii. Rule 45 of the Rules of the Society be amended by the insertion of a new third paragraph of the existing Rule 45 as follows:
- “Any business other than that upon which a ballot has been demanded may be proceeded with pending the taking of the ballot.”;
- iii. Rule 37 of the Rules of the Society be amended by the insertion of the following after the words “at such time and,” in the third line of that Rule:
- “, subject to Rule 49.”;
- iv. Rule 38 of the Rules of the Society be amended by the deletion of the word “Notice” at the beginning of the first line of that Rule and the insertion of the following in substitution thereof:
- “Subject to Rule 49, notice”;
- v. Rule 41 of the Rules of the Society be amended by the deletion of the word “Notice” at the beginning of the first line of that Rule and the insertion of the following in substitution thereof:
- “Subject to Rule 49, notice”; and
- vi. Rule 43 of the Rules of the Society be amended by the deletion of the word “The” at the beginning of the first line of that Rule and the insertion of the following in substitution thereof:
- “Subject to Rule 49, the”.
3. That the Rules of the Society be amended as follows:
- i. Rule 83 of the Rules of the Society be amended by:
- a) the deletion of the following words in the first line of Rule 83 “The Society by Special Resolution passed in manner prescribed by the Acts may:” and the substitution of the following in the place thereof:
- “The Society may, by Special Resolution passed in a manner prescribed by the Acts and subject to such Special Resolution being registered with the Registrar.”;
- b) the deletion of the following words in the first line of Rule 83 a) “with the approval of the Registrar in writing” after the word “name”;
- ii. Rule 84 of the Rules of the Society be amended by the insertion of the following words “Subject to delivery to the Registrar of such filings as may be required by applicable law in the context of a dissolution,” before the word “The” in the first line of the first paragraph of that Rule;
- iii. Rule 85 of the Rules of the Society be amended by:
- a) the deletion of the following words after the word “audit” in the third line of Rule 85 (a) “to one of the Public Auditors authorized by section 1441 of the Companies Act,” and the substitution of the following words in place thereof:
- “to one of the Statutory Auditors authorised by Section 55 of the Companies (Statutory Audits) Act 2018 (as amended).”; and



- b) the deletion of the following words after the word “on” in the fourth line of Rule 85 (b) “public auditors by the Acts and Regulations (including the certifying of the triennial return of shareholders required by section 4 of the Act of 1913)” and the substitution of the following words in place thereof:
- “Statutory Auditors by the Acts and Regulations”; **and**
- iv. Rule 86 of the Rules of the Society be amended by the deletion of the existing Rule 86 and the substitution of the following as a new Rule 86:
- “a) The Society shall once in every year send to the Registrar an annual return of the receipts and expenditure, funds and effects of the Society as audited and shall submit it to the Registrar no later than:
- i. 31 October (or such other date as may be permitted by law), where the date of its last published balance sheet falls between 1 January and 30 June; and
  - ii. 30 April (or such other date as may be permitted by law), where the date of its last published balance sheet falls between 1 July and 31 December (of the preceding year).
- b) The annual return:
- i. shall be signed by the auditor;
  - ii. shall show separately the expenditure in respect of the several objects of the Society; and
  - iii. shall state that the audit has been conducted by a statutory auditor appointed as is provided the Acts and by whom.
- c) The Society shall send to the Registrar together with the annual return a copy of the balance sheet and report of the auditor, or if more than one such balance sheet or report has been made during the period included in the return, a copy of each of such balance sheets and reports.”.
- v. [Rule 89 of the Rules of the Society be amended by the deletion of the existing Rule 89 and the substitution of the following as a new Rule 89:](#)

[the Society, on payment of EUR 10.00 or such lesser sum as may be determined by General Meeting of the Society, for each inspection.](#)

- c) [The provisions of the Acts as regards persons requiring, and the Society sending to such persons, copies of the information provided in paragraph b\) of this Rule, such provisions being sections 17A \(3\) and \(4\) of the Act of 1893, are hereby incorporated in full in the Rules provided however that the request shall be satisfied on the payment of EUR 10.00 by such person.”; and](#)

- vi. [Rule 31 of the Rules of the Society be amended by the insertion of the following words “including the obligation of the Society to keep a book in respect of such nominations,” after “Members” and before “shall”.](#)

By order of the Board

**Michael Horan**  
Secretary

Registered Office:  
Glanbia House  
Kilkenny

3 May 2022

### **“Rule 89. Inspection of accounts by Members and others**

- a) [Any Member or person having an interest in the funds of the Society may inspect his own account and the Register of Members at all reasonable hours at the registered office of the Society or at any place where the same are kept, subject to such regulations as to the time and manner of such inspection as may be made from time to time by General Meeting of the Society.](#)
- b) [Any person shall be allowed to inspect the book containing the names of the Members, and their holdings in Shares, at the registered office of the Society or at any place where the same are kept, subject to such regulations as to the time and manner of such inspection as may be made from time to time by General Meeting of](#)

## *Notice of Special General Meeting continued*

### **NOTES**

1. Appendix 1 to this Notice sets out the changes to the Rules of the Society proposed to be made by Resolution 1.
2. Appendix 2 to this Notice sets out the changes to the Rules of the Society proposed to be made by Resolution 2.
3. Appendix 3 to this Notice sets out the changes to the Rules of the Society proposed to be made by Resolution 3.
4. Each of Resolutions 1, 2 and 3 require the approval of two-thirds of the A1 and A4 Members present, entitled to vote and voting at the meeting.

# Appendix 1

1. The following text shows changes from the current Rule 59 (additions underlined in blue and deletions struck through in red):

## 59. Board of Directors – Composition/Retirement

- a) The Board of Directors shall consist of up to ~~nineteen~~twenty (~~19~~20) persons comprising ;
  - i. thirteen (13) Directors nominated by the Regional Advisory Committees and appointed by the Council;
  - ii. one (1) Director appointed by the Corporate Members;
  - iii. the Group Managing Director, by virtue of his office; and
  - iv. up to ~~four~~five (~~4~~5) additional Directors who may be co-opted by the Board under Rule 59 (g).
  
- g) The Board may co-opt up to ~~four~~five additional Directors. The Board shall have authority to decide all matters pertaining to the co-option, retirement, terms of appointment and, subject to any provisions of these Rules to the contrary, voting rights of any Director co-opted under this paragraph (g).



# Appendix 2

1. The following text shows changes from the current Rule 49 (additions underlined in blue and deletions struck through in red):

## 49. Meeting may continue notwithstanding ballot **Virtual Meetings**

~~Any business other than that upon which a ballot has been demanded may be proceeded with pending the taking of the ballot.~~

- (a) Notwithstanding the provisions of 'Section X – General Meetings' Rules 37-48, the Board may, in compliance with applicable law, resolve that a General Meeting of the Society be convened, held or conducted, whether wholly or partly, by the use of electronic communications technology that provides Members, as a whole, who are entitled to attend, with a reasonable opportunity to participate in the meeting. Any Member who attends or participates in a General Meeting by the use of electronic communications technology, ~~or by the use of a,~~ which for the purpose of this Rule 49 includes any mechanism prescribed for casting votes by a Member, ~~in each case, in accordance with this Rule 49,~~ shall be deemed to be participating in and present at the General Meeting for the purpose of these Rules and the Acts.
- (b) The Society may provide for such participation by providing or facilitating, for that purpose, the use of electronic communications technology which enables real time, two-way audio-visual or audio communication, including a mechanism for casting votes by a Member, and such technology or mechanism shall not require the Member to be physically present at the meeting. The General Meeting shall be duly constituted and its proceedings valid if the Chairman of the meeting is satisfied that adequate facilities are available throughout the meeting to ensure that Members, as a whole, are able to participate in the business of the meeting. If it appears to the Chairman of the meeting that the electronic communications technology or the security of the General Meeting have become inadequate or compromised, then the Chairman of the meeting may, without the consent of the meeting, ~~interrupt~~ pause or adjourn the General Meeting. All business conducted at that General Meeting up to the time of ~~that~~ any pause or adjournment shall be valid and the provisions of Rule 43 shall apply to ~~that~~ any adjournment.
- (c) The use of electronic communications technology pursuant to Rule 49(a) may be made subject to such requirements or restrictions put in place by the Board (acting in its sole discretion) as are necessary to ensure the identification of Members and any other attendees and the security of the electronic communications technology, to the extent that such requirements or restrictions are proportionate to the achievement of those objectives and Members will be informed, before the commencement of the General Meeting concerned, of any requirements or restrictions which have been put in place pursuant to this Rule.
- (d) The Board may (acting in its sole discretion), make further provision in relation to General Meetings to be held by way of electronic communications technology pursuant to this Rule 49, including in relation to (i) the convening and conduct of the meeting, (ii) registration for, attendance at and access to the meeting and (iii) participation (including voting) in the meeting, provided that no such further provision shall contravene any applicable Standing Orders or any matters provided for by these Rules or the Acts and Members will be informed, before the
- commencement of the General Meeting concerned, of such further provisions.
- (e) The Board shall ensure, as far as reasonably practicable, that such electronic communications technology provides for the security of any electronic communications by Members minimises the risk of data corruption and unauthorised access, provides certainty as to the source of the electronic communications and, where votes are to be conducted by way of secret ballot, that the mechanism for casting votes by a Member guarantees, as far as reasonably practicable, the accuracy and confidentiality of an individual vote of the Member.
- (f) The Board shall ensure, as far as reasonably practicable, that such electronic communications technology enables the Members, as a whole, to participate in the meeting, such that they can hear what is said by the Chairman of the meeting and any person introduced by the Chairman, and speak and submit questions and comments during the meeting ~~to the extent that the Member is entitled to do so under these Rules~~ and the opportunity for Members, as a whole, to participate is broadly similar to that which would be afforded to Members, as whole, if such meeting was held in person, provided always that a Member's entitlement to participate in a General Meeting shall be subject to any Standing Orders applicable to such meeting. Members entitled to attend a General Meeting shall not permit a person not entitled to attend that meeting to participate, listen or view the proceedings of a meeting by way of electronic communications technology unless authorised by the Chairman of the meeting.
- (g) The Board shall ensure, as far as reasonably practicable, that in the case of any failure or disruption of the electronic communications technology, that such failure or disruption is remedied as soon as reasonably practicable. Any temporary failure or disruption of such electronic communications technology shall not invalidate the meeting or any proceedings relating to the meeting. Save where such failure or disruption is attributable to any wilful act of the Society, the Society shall not be responsible in respect of any failure or disruption relating to the equipment used by a Member or any other attendee to access a General Meeting held by electronic communications technology pursuant to this Rule 49.
- (h) The location of any General Meeting held by electronic communications technology pursuant to this Rule 49 shall be deemed to be the location of the Chairman of the meeting, unless specified otherwise by the Chairman of the meeting.
- (i) For the purpose of Rule 38, any notice convening an Annual General Meeting that is to be conducted by electronic communications technology pursuant to this Rule 49, shall state the time thereof and provide details of the electronic platform to be used for the meeting and shall be given in accordance with Rule 99 not less than twenty-one days (or such lesser period, not less than fourteen days, as may be permitted by applicable law), before the date of such meeting. For the purpose of Rule 41, notice convening every Special General Meeting shall state the time and purpose thereof and provide details of the electronic platform to be used for the meeting and shall be given in accordance with Rule 99 not less than fifteen days (or such lesser period, not less than eight days, as may be permitted by applicable law), before the date of such meeting, except where, in cases of exceptional urgency, the Board shall resolve to convene a Special General Meeting on shorter notice, provided that

in no case shall the notice given be less than eight days (or such lesser period, not less than four days, as may be permitted by applicable law). The Board may resolve in exceptional circumstances to serve notice by publishing it in such newspaper or newspapers as they decide.

- (j) before the date of such meeting. For the purpose of Rule 41, notice convening every Special General Meeting shall state the time and purpose thereof and provide details of the electronic platform to be used for the meeting and shall be given in accordance with Rule 99 not less than fifteen days (or such lesser period, not less than eight days, as may be permitted by applicable law), before the date of such meeting, except where, in cases of exceptional urgency, the Board shall resolve to convene a Special General Meeting on shorter notice, provided that in no case shall the notice given be less than eight days (or such lesser period, not less than four days, as may be permitted by applicable law). The Board may resolve in exceptional circumstances to serve notice by publishing it in such newspaper or newspapers as they decide.

2. The following text shows changes from the current Rule 45 (additions underlined in blue and deletions struck through in red):

#### 45. Voting at a General Meeting

Subject to a ballot as herein provided every question at any General Meeting shall be decided by a show of hands when each Member present shall have one vote only and a declaration by the Chairman that a resolution has been carried or not carried, or carried or not by a particular majority, and an entry to that effect in the minute book of the Society shall be conclusive evidence of the facts without proof of the number or proportion of the votes recorded in favour of or against such resolution.

Any ten Members present at a General Meeting, or the Chairman of that meeting, may demand a ballot in which case a ballot shall be taken. Each Member present and entitled to vote shall have only one vote except the Chairman of the meeting when entitled to give a casting vote. Any Member who is in arrears for payment of any call due and payable on his Shares shall not be entitled to attend any meeting nor may he vote until his liability be discharged. The legal personal representative of a deceased Member shall not be entitled to attend any General Meeting nor may he vote thereat.

Any business other than that upon which a ballot has been demanded may be proceeded with pending the taking of the ballot.

3. The following text shows changes from the current Rule 37 (additions underlined in blue and deletions struck through in red):

#### 37. General Meetings

General Meetings of the Society shall be Ordinary or Special. An Ordinary General Meeting to be called the Annual General Meeting shall be held at least once in each year at such time and, subject to Rule 49, place or places as may be fixed by the Board from time to time.

4. The following text shows changes from the current Rule 38 (additions underlined in blue and deletions struck through in red):

#### 38. Notice of Annual General Meeting

~~Notice~~Subject to Rule 49, notice convening every Annual General Meeting shall state the time and place thereof and shall be given in accordance with Rule 99 not less than fourteen days before the date of such meeting.

5. The following text shows changes from the current Rule 41 (additions underlined in blue and deletions struck through in red):

#### 41. Notice of Special General Meeting

~~Notice~~Subject to Rule 49, notice convening every Special General Meeting shall state the time, place and purpose thereof and shall be given in accordance with Rule 99 not less than eight days before the date of such meeting, except where, in cases of exceptional urgency, the Board shall resolve to convene a Special General Meeting on shorter notice, provided that in no case shall the notice given be less than four days. The Board may resolve in exceptional circumstances to serve notice by publishing it in such newspaper or newspapers as they decide.

No business shall be transacted at any Special General Meeting save that for the purpose for which the meeting is convened and of which particulars shall have been duly given in the notice of such meeting.

6. The following text shows changes from the current Rule 43 (additions underlined in blue and deletions struck through in red):

#### 43. Adjournment with consent of meeting

~~The~~Subject to Rule 49, the Chairman may with the consent of the meeting and shall, if the meeting so directs, adjourn any General Meeting from time to time and from place to place, but no business shall be transacted at any adjourned General Meeting other than the business left unfinished at the meeting from which the adjournment took place.

Any General Meeting may be adjourned for any period not exceeding twenty eight clear days. When a General Meeting is adjourned for twenty one clear days or more, notice of the adjourned meeting shall be given as in the case of an original General Meeting. Save as aforesaid, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

# Appendix 3

1. The following text shows changes from the current Rule 83 (additions underlined in blue and deletions struck through in red):

## 83. Change of name, etc.

The Society may, by Special Resolution passed in a manner prescribed by the Acts ~~may~~and subject to such Special Resolution being registered with the Registrar:

- a) change its name ~~with the approval of the Registrar in writing~~ but no change shall affect any right or obligation of the Society or any Member by or against the Society notwithstanding its new name;
- b) amalgamate with or transfer its engagements to any other Society, or accept any such transfer as provided by the Acts; or
- c) convert itself into a Company under the Companies Act, or amalgamate with or transfer its engagements to any such Company as provided by the Acts.

Provided that no such Special Resolution as is referred to in paragraphs (b) and (c) above shall be deemed to have been passed if at the general meeting at which such Special Resolution is first considered it is not approved by a majority of at least three-fourths of the Members present, entitled to vote and voting who are classified as Active Milk Supplier Shareholders or Associated Shareholders. For the purposes of these Rules (i) an "Active Milk Supplier Shareholder" means a Member holding A1 Shares who shall have supplied milk to the Society or any of its subsidiaries at any time during such period as specified by the Council from time to time and (ii) an "Associated Shareholder" means a young farmer Shareholder as defined in Rule 6(d)(1)(iii) whose parent(s) or guardian(s) is/ are Active Milk Supplier Shareholder(s).

2. The following text shows changes from the current Rule 84 (additions underlined in blue and deletions struck through in red):

## 84. Dissolution

~~The Society may be dissolved:~~

Subject to delivery to the Registrar of such filings as may be required by applicable law in the context of a dissolution the Society may be dissolved:

- a) by an order to wind up the Society or a resolution for the winding up thereof made as is directed with regard to Companies by the Companies Act, the provisions whereof shall apply to such order or resolution except that, for the purpose of such winding up, the term "Registrar" shall have the meaning given to it by the Acts; or;
- b) by the consent of three fourths of the Members testified by their signatures to an instrument of dissolution.

3. The following text shows changes from the current Rule 85 (additions underlined in blue and deletions struck through in red):

## 85. Auditor and Accounts

- a) The accounts of the Society, together with a balance sheet showing the receipts, expenditure, funds and effects of the Society, and all necessary vouchers, shall be submitted once in every year for audit to one of the Public Statutory Auditors authorised by ~~section-1441~~Section 55 of the Companies (Statutory Audits) Act 2018 (as amended), who shall be selected in accordance with Rule 39 and shall not hold any other office in connection with the Society.
- b) The Auditor shall have access to all the accounts, books, deeds, documents and vouchers of the Society and shall present statements of accounts in such form and for such periods as are prescribed by the Acts. He shall duly fulfil the obligations imposed, and enjoy the rights conferred, on ~~public auditors~~Statutory Auditors by the Acts and Regulations (~~including the certifying of the triennial return of shareholders required by section 4 of the Act of 1913~~) and shall do such other work as the Board may deem necessary. The Board shall have power to fix the Auditor's remuneration and expenses for such work he may be engaged to do.

4. The following text shows changes from the current Rule 86 (additions underlined in blue and deletions struck through in red):

## 86. Annual Returns

- a) ~~Once~~The Society shall once in every year ~~not later than the 31st day of March, the Society shall send to the Registrar an Annual Return in the manner and for the period prescribed by the Acts and the Regulations:~~ annual return of the receipts and expenditure, funds and effects of the Society as audited and shall submit it to the Registrar no later than:
  - i. 31 October (or such other date as may be permitted by law), where the date of its last published balance sheet falls between 1 January and 30 June; and
  - ii. 30 April (or such other date as may be permitted by law), where the date of its last published balance sheet falls between 1 July and 31 December (of the preceding year).
- b) The annual return:
  - i. shall be signed by the auditor;
  - ii. shall show separately the expenditure in respect of the several objects of the Society; and
  - iii. shall state that the audit has been conducted by a statutory auditor appointed as is provided the Acts and by whom.



- c) The Society shall send to the Registrar together with the ~~Annual Return~~annual return a copy of the ~~Report of the Auditor and a copy of each~~ balance sheet and report of the auditor, or if more than one such balance sheet or report has been made during the period included in the ~~Return~~return, a copy of each of such balance sheets and reports.

~~Once at least in every three years, the Secretary shall make out and send to the Registrar, together with the Annual Return for the year, a special return signed by the Auditor showing the holding of each person in the Society (whether in Shares or loans) at the date to which the said Annual Return is made out, provided that where such persons are distinguished by numbers in the Register of Members kept by the Society it shall be sufficient if they are distinguished in the special return by such numbers, and in that case it shall not be necessary to specify their names.~~

5. The following text shows changes from the current Rule 89 (additions underlined in blue and deletions struck through in red):

## 89. Inspection of accounts by Members and others

~~Any Member or person having an interest in the funds of the Society may inspect his own account and the books containing the names of the Members at all reasonable hours at the registered office of the Society or at any place where the same are kept, subject to such regulations as to the time and manner of such inspection as may be made from time to time by General Meeting of the Society.~~

- a) Any Member or person having an interest in the funds of the Society may inspect his own account and the Register of Members at all reasonable hours at the registered office of the Society or at any place where the same are kept, subject to such regulations as to the time and manner of such inspection as may be made from time to time by General Meeting of the Society.
- b) Any person shall be allowed to inspect the book containing the names of the Members, and their holdings in Shares, at the registered office of the Society or at any place where the same are kept, subject to such regulations as to the time and manner of such inspection as may be made from time to time by General Meeting of the Society, on payment of EUR 10.00 or such lesser sum as may be determined by General Meeting of the Society, for each inspection.
- c) The provisions of the Acts as regards persons requiring, and the Society sending to such persons, copies of the information provided in paragraph b) of this Rule, such provisions being sections 17A (3) and (4) of the Act of 1893, are hereby incorporated in full in the Rules provided however that the request shall be satisfied on the payment of EUR 10.00 by such person.

6. The following text shows changes from the current Rule 31 (additions underlined in blue and deletions struck through in red):

## 90. Nominations by Members

The provisions of the Acts as regards nominations by Members, including the obligation of the Society to keep a book in respect of such nominations, shall be deemed to be incorporated in full in these Rules, provided that the monetary sums referred to in the Acts shall be the maximum permitted by law and approved from time to time by the Board.

# Notes





