

A.G. BARR p.l.c. (the "Company")

21 April 2011

Annual Report and Accounts and Notice of Annual General Meeting

Following the release on 28 March 2011 of the Company's financial results for the year ended 29 January 2011 (the "**Final Results Announcement**"), the Company announces it has published its annual report and accounts for the year ended 29 January 2011 (the "**Annual Report and Accounts**").

The Company has also communicated the notice convening its one hundred and seventh annual general meeting (the "**AGM**") to shareholders (the "**Notice of AGM**"). The AGM will be held at the offices of KPMG LLP, 191 West George Street, Glasgow G2 2LJ on Monday, 23 May 2011 at 9.30 a.m.

A copy of the Annual Report and Accounts, which includes the Notice of AGM, is available to view on the Company's website: www.agbarr.co.uk

In accordance with Disclosure and Transparency Rule 6.3.5(2)(b), additional information is set out in the appendices to this announcement.

The Final Results Announcement included a set of condensed financial statements and a fair view of the development and performance of the business and the position of the Company.

A copy of the Annual Report and Accounts, including the Notice of AGM, together with a copy of the proxy form in relation to the AGM will be submitted to the National Storage Mechanism and will shortly be available for inspection at www.hemscott.com/nsm.do

Appendices

Appendix A: Directors' responsibility statement

The following directors' responsibility statement is extracted from the Annual Report and Accounts (page 63):

Directors' statement pursuant to the Disclosure and Transparency Rules

Each of the directors, whose names and functions are set out on page 45 of this report confirm that, to the best of their knowledge:

- the financial statements, prepared in accordance with IFRSs as adopted by the EU, give a true and fair view of the assets, liabilities, financial position and profit or loss of the Group and parent Company; and
- the Business Review on pages 4 to 39 includes a fair review of the development and performance of the business and the position of the Group and parent Company, together with a description of the principal risks and uncertainties that they face.

Appendix B: A description of the principal risks and uncertainties that the Company faces

The following description of the principal risks and uncertainties that the Company faces is extracted from the Annual Report and Accounts (pages 24 - 25):

Principal Risks and Uncertainties

There is an ongoing process in place for identifying, evaluating and managing the significant risks faced by the Group, which has operated throughout the financial year. This process involves quarterly assessment of the Group's risk register by the Audit Committee. In line with best

practice the register includes an assessment of the impact and likelihood of each risk together with the controls in place to manage the risk.

The Group's risk management framework is designed to support this process and is the responsibility of the Finance Director. The risk framework governs the management and control of both financial and non-financial risks.

Internal audit is undertaken by an independent firm of chartered accountants who develop an annual internal audit plan having reviewed the Group's risk register and following discussions with external Auditors, management and members of the Audit Committee.

During the period the Audit Committee has reviewed reports covering the work undertaken as part of the annual internal audit plan. This has included assessment of the general control environment, identification of control weaknesses, quantification of any associated risk together with a review of the status of actions to mitigate these risks.

The Audit Committee has also received reports from management in relation to specific risk items together with reports from external Auditors, who consider controls only to the extent necessary to form an opinion as to the truth and fairness of the financial statements.

The system of internal control is designed to manage, rather than eliminate, the risk of failure to achieve business objectives and it must be recognised that it can only provide reasonable and not absolute assurance against material misstatement or loss.

A.G. BARR offers a range of brands that it manufactures and distributes through a cross section of trade channels and retailers. Performance is monitored closely by the board and management committee. This includes monitoring and tracking of metrics which review brand equity strength, together with monitoring of financial performance. Changing consumer preferences are reviewed annually by the board with reference to external research.

Within the Group there is a clearly defined and communicated Corporate Social Responsibility Policy. Quality standards, both at our sites and those of suppliers, are well defined, implemented and measured.

The Group operates within the boundaries of compliance in the areas of legislation, health and safety and ethical working standards and these are continually reviewed by the board and management committee. The Group proactively engages with the relevant authorities including the British Soft Drinks Association and the General Counsel of Scotland to ensure it fully participates in the future development and compliance of legislation.

Assets within the Group are proactively managed whether this be intangible brand assets, plant and equipment, people or IT systems. Robust disaster recovery and incident management plans exist and are formally tested. Contingency measures are in place and are regularly tested. Intellectual property rights associated with current and future brands are proactively protected by our legal team, through trademark registration and legal enforcement when required.

The Group's activities also expose it to a variety of financial risks which include market risk (including foreign exchange risk, interest rate risk and commodity price risk), credit risk and liquidity risk. Financial risks are reviewed and managed by the Treasury Committee whose remit and authority levels are set by the board.

The Treasury Committee's remit focuses on the unpredictability of financial markets and seeks to minimise potential related adverse effects on the Group's financial performance.

In addition to financial risks the Group's results could be materially affected by:

Risks Relating to the Group

- A decline in the sales of certain key brands.
- Adverse publicity in relation to the Group or its brands.
- Consolidation or reduction of the customer base.
- Failure or unavailability of the Group's operational infrastructure.
- Interruption in, or change in the terms of, the Group's supply of packaging and raw materials.
- Failure in IT systems.
- Inability to protect the intellectual property rights associated with current and future brands.
- Litigation or changes in legislation including changes in accounting principles and standards.

Risks Relating to the Market

- Changes in consumer preferences, perception or purchasing behaviour.
- Poor economic conditions and weather.
- Changes in regulatory requirements.
- Actions taken by customers.
- Actions taken by competitors.

Appendix C: Related party transactions

The following related party transactions are extracted from the Annual Report and Accounts (page 109):

Related party transactions

Transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation.

Details of transactions between the Company and related parties are as follows:

	Sales of goods and services		Purchases of goods and services	
	2011 £000	2010 £000	2011 £000	2010 £000
Rubicon Drinks Limited	33,232	4,503	45,129	2,518
Taut (U.K.) Limited	83	20	60	-
Findlays Limited	-	-	234	242
Barr Leasing Limited	-	-	218	215

The amounts disclosed in the table below are the amounts owed to and due from subsidiary companies that are trading subsidiaries. The difference between the total of these balances and the amounts disclosed as amounts due by (note 16) and to (note 19) subsidiary companies, are balances due by and due to dormant subsidiary companies.

	Amounts owed by related parties		Amounts due to related parties	
	2011 £000	2010 £000	2011 £000	2010 £000
Rubicon Drinks Limited	-	-	14,207	8,122
Taut (U.K.) Limited	1,194	1,090	-	-
Findlays Limited	-	-	1,469	1,282

Barr Leasing Limited	281	285	-	-
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Included in the balance due to Rubicon Drinks Limited for the year to 30 January 2010 was a loan of £2,420,000. The loan was repaid by the Company during the year to 29 January 2011. The interest charged on the loan was 1.5% above the Bank of England base rate.

Compensation of key management personnel

The remuneration of the executive directors and other members of key management (the management committee) during the year was as follows:

	2011 £000	2010 £000
Salaries and short-term benefits	2,499	2,436
Pension and other costs	266	213
Share-based payments	24	24
	2,789	2,673

The figures for the year to 30 January 2010 have been restated from the prior year to include all salaries and short term benefits for the management committee.

Retirement benefit plans

The Group's retirement benefit plans are administered by an independent third party service provider. During the year the service provider charged the Group £418,364 (2010: £381,829) for administration services in respect of the retirement benefit plans. At the year end £nil (2010: £nil) was outstanding to the service provider on behalf of the retirement benefit plans.

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