

16 May 2024

### W.A.G payment solutions plc - AGM 2024 Poll Results

Shareholders are informed that the results of the poll on the resolutions put before the annual general meeting of W.A.G payment solutions plc on 16 May 2024 are:

Resolutions	Votes for	%	Votes Against	%	Total shares for and against	% of total voting rights	Votes withheld
1. To receive the Company's annual report and audited financial statements for the period ended 31 December 2023.	582,861,391	100.00	0	0.00	582,861,391	84.47	0
2. To receive and approve the Director's Remuneration Report for the period ended 31 December 2023.	582,582,777	99.95	278,614	0.05	582,861,391	84.47	0
3. To receive and approve the Director's Remuneration Policy.	560,992,209	96.25	21,869,182	3.75	582,861,391	84.47	0
4. To re-elect Sharon Baylay-Bell as a Director.	579,879,217	99.49	2,982,174	0.51	582,861,391	84.47	0
5. To re-elect Mirjana Blume as a Director.	579,873,665	99.49	2,987,726	0.51	582,861,391	84.47	0
6. To re-elect Paul Manduca as a Director.	579,534,196	99.43	3,327,195	0.57	582,861,391	84.47	0
7. To re-elect Morgan Seigler as a Director.	582,411,718	99.92	449,673	0.08	582,861,391	84.47	0
8. To re-elect Martin Vohanka as a Director.	582,417,270	99.92	444,121	0.08	582,861,391	84.47	0
9. To elect Stephen Dryden as a Director.	582,853,345	100.00	8,046	0.00	582,861,391	84.47	0
10. To elect Sophie Krishnan as a Director.	582,855,339	100.00	6,052	0.00	582,861,391	84.47	0
11. To elect Kevin Li Ying as a Director.	582,855,339	100.00	6,052	0.00	582,861,391	84.47	0
12. To elect Oskar Zahn as a Director.	582,411,718	99.92	449,673	0.08	582,861,391	84.47	0
13. To re-appoint PricewaterhouseCoopers LLP as auditor of the Company.	582,859,397	100.00	1,994	0.00	582,861,391	84.47	0
14. To authorise the Audit and Risk Committee to determine the remuneration of the Auditor.	582,859,397	100.00	1,994	0.00	582,861,391	84.47	0
15. To authorise the Company to make political expenditure and donations.	564,310,927	99.79	1,206,598	0.21	565,517,525	81.96	17,343,866
16. To approve the Long Term Incentive Plan.	575,129,597	98.67	7,731,794	1.33	582,861,391	84.47	0
17. To approve the Rule 9 Waiver. (see Note 6).	227,216,322	89.57	26,450,048	10.43	253,666,370	70.30	0

18.	To authorise the Directors to allot shares in the Company, in accordance with section 551 of the Companies Act 2006.	578,349,696	99.23	4,511,695	0.77	582,861,391	84.47	0
<b>Special Resolutions</b>								
19.	To authorise the Directors to disapply pre-emption rights, in accordance with 561 of the Companies Act 2006.	578,868,591	99.31	3,992,800	0.69	582,861,391	84.47	0
20.	To authorise the Directors to disapply pre-emption rights up to a further 5% for the purposes of acquisitions or capital investments.	578,868,591	99.31	3,992,800	0.69	582,861,391	84.47	0
21.	To authorise the Company to purchase its own ordinary shares.	576,853,198	98.97	6,008,193	1.03	582,861,391	84.47	0
22.	To authorise the Directors to call a general meeting other than an annual general meeting on not less than 14 clear days' notice.	582,214,086	99.89	647,305	0.11	582,861,391	84.47	0

#### Resolutions 4,5, 6, 9, 10, 11 - excluding controlling shareholders

Under the UK Listing Rules, Martin Vohánka is classed as a "controlling shareholder" of the Company. The Company's Independent Non-Executive Directors seeking election at the AGM are therefore subject to rule 9.2.2E of the UK Listing Rules requiring that such election be approved by a majority vote of both the independent shareholders and the shareholders as a whole.

Resolution		Votes for	%	Votes Against	%	Total shares for and against	% of total voting rights	Votes withheld
4.	To re-elect Sharon Baylay-Bell as a Director.	250,684,196	98.82	2,982,174	1.18	253,666,370	70.30	0
5.	To re-elect Mirjana Blume as a Director.	250,678,644	98.82	2,987,726	1.18	253,666,370	70.30	0
6.	To re-elect Paul Manduca as a Director.	250,339,175	98.69	3,327,195	1.31	253,666,370	70.30	0
9.	To elect Stephen Dryden as a Director.	253,658,324	100.00	8,046	0.00	253,666,370	70.30	0
10.	To elect Sophie Krishnan as a Director.	253,660,318	100.00	6,052	0.00	253,666,370	70.30	0
11.	To elect Kevin Li Ying as a Director.	253,660,318	100.00	6,052	0.00	253,666,370	70.30	0

## Notes

1. Full details of the resolutions are set out in the Notice of Annual General Meeting dated 11 April 2024 (which is available at: [https://investors.eurowag.com/application/files/7617/1283/0142/Eurowag\\_Notice\\_of\\_Meeting\\_2024.pdf](https://investors.eurowag.com/application/files/7617/1283/0142/Eurowag_Notice_of_Meeting_2024.pdf))
2. Resolutions 1 to 18 were ordinary resolutions, requiring more than 50% of shareholders' votes to be cast in favour of the resolutions. Resolutions 19 to 22 were special resolutions, requiring at least 75% of shareholders' votes to be cast in favour of the resolutions.
3. Votes 'For' include those votes giving the Chairman discretion.
4. There were 690,031,741 ordinary shares (excluding treasury shares) in issue all of which had the right to vote. There were no ordinary shares held in treasury.
5. A vote withheld is not a vote in law and is not counted in the calculation of the votes for or against a resolution.
6. The results for resolution 17 above exclude the members of the Concert Party in the total votes.

## **ENQUIRIES**

### **Eurowag**

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### **About Eurowag**

Eurowag was founded in 1995 and is a leading technology company and an important partner to Europe's commercial road transport industry, with a purpose to make it clean, fair and efficient. Eurowag enables trucking companies to successfully transition to a low carbon, digital future by harnessing all mission critical data, insights and payment and financing transactions into a single ecosystem and connects their operations seamless before a journey, on the road and post-delivery. <http://www.eurowag.com>