

W.A.G payment solutions plc - AGM 2025 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 22 May 2025 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.	573,626,569	100.00	0	0.00	573,626,569	83.08	7,967
2 To approve the Directors' Remuneration Report.	570,575,389	99.47	3,051,180	1.25	573,626,569	83.08	7,967
3 To declare a special dividend of 3.00p per ordinary share.	573,626,599	100.00	0	0.00	573,626,599	83.08	7,937
4 To re-elect Mirjana Blume.	570,022,032	99.37	3,604,567	1.47	573,626,599	83.08	7,937
5 To re-elect Steve Dryden.	571,883,392	99.70	1,743,207	0.71	573,626,599	83.08	7,937
6 To re-elect Sophie Krishnan.	570,084,245	99.38	3,542,354	1.45	573,626,599	83.08	7,937
7 To re-elect Kevin Li Ying.	571,883,392	99.70	1,743,207	0.71	573,626,599	83.08	7,937
8 To re-elect Morgan Seigler.	573,389,855	99.96	236,744	0.10	573,626,599	83.08	7,937
9 To re-elect Martin Vohánka.	573,389,855	99.96	236,744	0.10	573,626,599	83.08	7,937
10 To re-elect Oskar Zahn.	573,389,855	99.96	236,744	0.10	573,626,599	83.08	7,937
11 To re-appoint PricewaterhouseCoopers LLP as auditor,	573,626,599	100.00	0	0.00	573,626,599	83.08	7,937
12 To authorise the Audit & Risk Committee to determine the auditor's remuneration.	573,626,599	100.00	0	0.00	573,626,599	83.08	7,937
13 To authorise political donations.	544,817,330	99.92	430,906	0.20	545,248,236	78.97	28,386,300
14 To approve the Rule 9 waiver.	229,877,938	94.05	14,553,363	5.95	244,431,301	35.40	8,214
15 To authorise the allotment of shares	573,165,430	99.92	461,169	0.19	573,626,599	83.08	7,937
Special Resolutions							
16 To authorise the disapplication of pre-emption rights in accordance with S561 of the Companies Act 2006.	573,402,144	99.96	224,455	0.09	573,626,599	83.08	7,937
17 To authorise the disapplication of pre-emption rights up to a further 5% for the purposes of acquisitions or capital investments.	573,402,144	99.96	224,455	0.09	573,626,599	83.08	7,937
18 To authorise the Company to purchase its own shares.	571,827,422	99.69	1,799,177	0.74	573,626,599	83.08	7,937

19	To authorise the calling of a general meeting (not being an Annual General Meeting) by notice of at least 14 clear days.	573,404,759	99.96	221,840	0.09	573,626,599	83.08	7,937
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Resolutions 4,5,6 and 7 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 Mirjana Blume	240,827,011	98.53	3,604,567	1.47	244,431,578	35.40	7,937
5 To re-elect Steve Dryden	242,688,371	99.29	1,743,207	0.71	244,431,578	35.40	7,937
6 To re-elect Sophie Krishnan	240,889,224	98.55	3,542,354	1.45	244,431,578	35.40	7,937
7 To re-elect Kevin Li Ying	242,688,371	99.29	1,743,207	0.71	244,431,578	35.40	7,937

Notes:

1. Full details of the resolutions are set out in the Notice of Annual General Meeting dated 9 April 2025 which is available at [Eurowag_Notice_of_Meeting_2025.pdf](#)
2. Resolutions 1 - 15 are ordinary resolutions, requiring more than 50% of votes cast by shareholders to be in favour of each resolution. Resolutions 16 - 19 are special resolutions, requiring at least 75% of the votes cast by shareholders to be in favour of each resolution.
3. Votes "For" include those proxy instructions giving the Chairman discretion.
4. There are 690,483,531 ordinary shares (excluding treasury shares) in issue, all of which had the right to vote. There are 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 14 above exclude the members of the Concert Party in the total votes.

ENQUIRIES

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About Eurowag

Eurowag was founded in 1995 and is a leading technology company and an important partner to Europe's CRT 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 seamlessly before a journey, on the road and post-delivery. <http://www.eurowag.com>

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