RNS Number : 0436Q
Auction Technology Group PLC
22 January 2026

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LEI: 213800U8Q9K2XI3WRE39

Auction Technology Group plc
("the Company")

Results of Annual General Meeting

The Annual General Meeting of the Company was held at the offices of Travers Smith LLP, 10 Snow Hill, London EC1A 2AL on 22 January 2026.

Resolutions 1 - 14 and 18 - 19 were passed and resolutions 15 - 17 failed to pass on a poll. The results of each resolution were as follows:

Resolution	For (%)	Against (%)	Votes withheld	Total votes cast	Percentage of issued share capital voted (%)
1. To receive the reports of the Directors and the Auditor and the audited accounts for the financial year ended 30 September 2025	99.96%	0.04%	76,353	101,115,498	83.49
2. To approve the Directors' Remuneration Report	72.24%	27.76%	62,543	101,129,308	83.50
3. To re-elect John-Paul Savant as a Director of the Company	71.87%	28.13%	1,614,868	99,576,983	82.22
4. To elect Sarah Highfield as a Director of the Company	73.77%	26.23%	86,887	101,104,964	83.48
5. To re-elect Scott Forbes as a Director of the Company	71.69%	28.31%	89,036	101,102,815	83.48
6. To re-elect Pauline Reader as a Directorof the Company	72.36%	27.64%	102,474	101,089,377	83.47
7. To re-elect Suzanne Baxter as a Directorof the Company	72.36%	27.64%	104,010	101,087,841	83.47
8. To re-elect Tamsin Todd as a Director of the Company	72.36%	27.64%	102,474	101,089,377	83.47
9. To re-elect Andrew Miller as a Director of the Company	73.78%	26.22%	104,974	101,086,877	83.47
10. To elect Sejal Amin as Director of the Company	73.79%	26.21%	107,359	101,084,492	83.47
11. To re-appoint Ernst & Young LLP as Auditor to the Company	99.96%	0.04%	68,262	101,123,589	83.50
12. To authorise the Directors to determine the remuneration of the Auditor	99.96%	0.04%	65,490	101,126,361	83.50
13. To authorise the Company to make political donations	97.80%	2.20%	155,613	101,036,238	83.43
14. To authorise the Directors to allot shares or grant subscription or	70.08%	29.92%	81,823	101,110,028	83.49

Resolution	For (%)	Against (%)	Votes withheld	Total votes cast	Percentage of issued share capital voted (%)
conversion rights under section 551 Companies Act 2006					
15. To disapply statutory pre-emption rights under section 570 of the Companies Act 2006 (general)	67.89%	32.11%	83,545	101,108,306	83.49
16. To further disapply statutory pre-emption rights under section 570 of the Companies Act 2006 (in connection with an acquisition or specified capital investment)	67.60%	32.40%	86,496	101,105,355	83.48
17. To authorise the Company to make market purchases of its own shares	73.78%	26.22%	61,659	101,130,192	83.50
18. To authorise the calling of a general meeting other than an Annual General Meeting on not less than 14 clear days' notice	98.19%	1.81%	60,131	101,131,720	83.51
19. To cancel the amount standing to the credit of the share premium account of the Company	99.92%	0.08%	177,423	101,014,428	83.41

Notes:

(i) Votes 'For' include those votes giving the Chair discretion.

(ii) The number of ordinary shares in issue on 20 January 2026 (excluding shares held in treasury) was 121,108,423 Shareholders are entitled to one vote per share.

(iii) A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes validly cast.

Full details of the resolutions are set out in the Notice of Annual General Meeting dated 10 December 2025 (which is available on the Company's website at www.auctiontechnologygroup.com/investors).

Resolutions 1 to 14 were ordinary resolutions, requiring more than 50 per cent. of shareholders' votes to be cast in favour of the resolutions. Resolutions 15 to 19 were special resolutions, requiring at least 75 per cent. of shareholders' votes to be cast in favour of the resolutions.

The Board acknowledges that more than 20% of the votes cast on Resolutions 2-10 and 14-17 were against and, in addition, the failure of Resolutions 15-17 to pass. The Board is committed to continuing an open and transparent dialogue with the Company's shareholders to better understand the reasons behind their voting and these results. In accordance with the UK Corporate Governance Code, the Company will publish an update within six months and report the outcome of that engagement in the next annual report.

<u>Capital Reduction</u>

Following the passing of Resolution 19, the Company intends to apply to the High Court of Justice in England and Wales (the "**Court**") to approve the cancellation of the Company's share premium account (the "**Capital Reduction**"). The expected timetable of principal events with respect to the Capital Reduction is as follows:

Principal event	Date
Expected date for the directions hearing for the Court to consider the Capital Reduction application	18 February 2026
Expected date for the hearing by Court to confirm the Capital Reduction	3 March 2026
Expected date that the Capital Reduction becomes effective	Late March 2026

Notes:

(i) The dates set out in this timetable are based on the Company's current expectations and are subject to change. The times and dates are indicative only and will depend, among other things, on the date upon which the Court confirms the Capital Reduction. The provisional final hearing date will be subject to change and dependent on the Court.

(ii) All times shown are London times unless otherwise stated.

In accordance with UKLR 6.4.2R, a copy of all the resolutions passed other than ordinary business at the Annual General Meeting has been submitted to the Financial Conduct Authority via the National Storage Mechanism and will shortly be available for inspection at https://data.fca.org.uk/#/nsm/nationalstoragemechanism.

For further information contact:

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