

**PensionBee Group plc**

Incorporated in England and Wales

Registration Number: 13172844

LEI: 2138008663P5FHPGZV74

ISIN: GB00BNDRLN84

**19 May 2022****PensionBee Group plc****Results of 2022 Annual General Meeting**

PensionBee Group plc (the "Company") announces the results of the voting by a poll on the resolutions put to its Annual General Meeting ("AGM") held at 2.00 p.m. on Wednesday 18 May 2022.

Resolutions 1 to 13 were passed as ordinary resolutions and resolutions 14 to 17 were passed as special resolutions.

In accordance with UK Listing Rule 9.6.2, a copy of the resolutions passed at the AGM, other than resolutions concerning ordinary business, will be submitted to the Financial Conduct Authority's National Storage Mechanism and will shortly be available to view at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

The total number of votes received on each resolution was as follows:

<b>PensionBee Group plc Annual General Meeting - 18 May 2022 - Poll Result</b>							
<b>Resolution</b>	<b>Votes For</b> (Notes 1, 2)		<b>Votes Against</b> (Note 2)		<b>Votes Withheld</b> (Note 3)	<b>Total Votes Cast</b> (Note 4)	<b>Total Votes Cast as a % of Issued Share Capital</b> (Note 5)
	<b>No. of Shares</b>	<b>%</b>	<b>No. of Shares</b>	<b>%</b>			
1. To receive the Company's Annual Report and Financial Statements 2021	150,419,237	100.00	5,088	0.00	818	150,424,325	67.65
2. To approve the Director's Remuneration Report	149,226,168	99.20	1,196,795	0.80	1,423	150,422,963	67.65
3. To approve the Director's Remuneration Policy	149,223,138	99.20	1,196,795	0.80	4,302	150,419,933	67.65
4. To appoint Romi Savova as an Executive Director	150,412,600	99.99	10,612	0.01	1,726	150,423,212	67.65
5. To appoint Jonathan Lister Parsons as an Executive Director	150,409,268	99.99	13,944	0.01	1,726	150,423,212	67.65
6. To appoint Mark Wood CBE as an Independent Non-Executive Director	150,201,917	99.85	221,144	0.15	1,877	150,423,061	67.65
7. To appoint Mary Francis CBE as an Independent Non-Executive Director	150,407,024	99.99	16,945	0.01	1,575	150,423,969	67.65
8. To appoint Michelle Cracknell CBE as an Independent Non-Executive Director	150,406,569	99.99	16,643	0.01	1,726	150,423,212	67.65
9. To appoint Lara Oyesanya FRSA as an Independent Non-Executive Director	150,406,418	99.99	16,794	0.01	1,726	150,423,212	67.65

10. To re-appoint Deloitte LLP as the Company's auditor	150,412,554	99.99	10,863	0.01	2,127	150,423,417	67.65
11. To authorise the Directors to determine the auditor's remuneration	150,412,595	99.99	10,216	0.01	1,575	150,422,811	67.65
12. To authorise the Directors to allot shares	144,648,452	99.32	994,226	0.68	4,782,109	145,642,678	65.50
13. To authorise the Directors to make Political Donations	145,241,668	99.78	320,732	0.22	4,863,144	145,562,400	65.47
14. To authorise Directors to dis-apply pre-emption rights	144,482,180	99.32	995,384	0.68	4,867,040	145,477,564	65.43
15. To authorise additional authority to dis-apply statutory pre-emption rights	144,483,861	99.32	993,703	0.68	4,867,040	145,477,564	65.43
16. To authorise the calling of general meetings on 14 days' notice	150,328,903	99.94	90,672	0.06	4,151	150,419,575	67.65
17. To adopt amended Articles of Association	135,522,530	90.10	14,895,350	9.90	4,991	150,417,880	67.65
<b>Independent Shareholder Votes Only *</b>							
6. To appoint Mark Wood CBE as an Independent Non-Executive Director *	56,661,917	99.61	221,144	0.39	1,877	56,883,061	44.41
7. To appoint Mary Francis CBE as an Independent Non-Executive Director *	56,867,024	99.97	16,945	0.03	1,575	56,883,969	44.41
8. To appoint Michelle Cracknell CBE as an Independent Non-Executive Director *	56,866,569	99.97	16,643	0.03	1,726	56,883,212	44.41
9. To appoint Lara Oyesanya FRSA as an Independent Non-Executive Director *	56,866,418	99.97	16,794	0.03	1,726	56,883,212	44.41

Notes:

- Any proxy appointments which gave discretion to the Chair have been included in Votes For.
- Votes For and Votes Against are expressed as a percentage of Total Votes Cast, which includes Votes For and Votes Against, but excludes the Votes Withheld. Percentages are rounded to 2 decimal places.
- A Vote Withheld is not a vote in law and is not counted in the calculation of the Votes For or Votes Against a resolution.
- Total Votes Cast includes the Votes For and Votes Against, but excludes the Votes Withheld.
- Total Votes Cast as a % of Issued Share Capital is based on 222,348,306 PensionBee Group plc ordinary shares in issue as at 18 May 2022. Ordinary shareholders are entitled to one vote per share held.

\* Under the Listing Rules, because Romi Savova is a controlling shareholder of the Company (that is, she exercises or controls more than 30% of the voting rights of the Company), the election of any independent director by shareholders must be approved by a majority vote of both: (1) the shareholders of the Company; and (2) the independent shareholders of the Company (that is, the shareholders of the Company entitled to vote on the election of Directors who are not controlling shareholders of the Company). Under the Listing Rules, anyone who holds shares in the Company and is deemed to be acting in concert with Romi Savova is also treated as a controlling shareholder for the purposes of these voting requirements. Therefore, the votes of these persons have also been excluded when calculating the votes of the independent shareholders. Resolutions 6 to 9 were therefore proposed as ordinary resolutions which all shareholders may vote on, but in addition, the Company has separately counted the number of votes cast by

independent shareholders in favour of the resolutions (as a proportion of the total votes of independent shareholders cast on the resolutions) to determine whether the second threshold referred to in (2) has been met.

## **Enquiries**

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## **About PensionBee**

PensionBee is a leading online pension provider, enabling customers to interact with their savings through its unique combination of smart technology and dedicated customer service.

Since it was founded in 2014 by Romi Savova, PensionBee has been a challenger in an industry ripe for disruption. It has grown rapidly by helping consumers to solve the challenges they face when it comes to locating, combining and managing their pension savings. PensionBee counts 138,000 Invested Customers from 18-80 years of age with £2.75 billion in Assets under Administration as at 31 March 2022. Its range of pension plans are tailored to its customers and are managed by some of the world's largest money managers including BlackRock, HSBC, Legal & General and State Street Global Advisors.

PensionBee uses its proprietary technology and Open APIs to allow customers to manage their pension easily, view their live balance, and with the help of a smart calculator to plan their savings, make contributions and withdrawals online, all with transparency on fees. It continuously engages with customers through its dedicated customer account managers using jargon-free communication and listens to feedback to develop new tools which help customers to easily plan for their retirement. PensionBee has consistently maintained a Customer Retention Rate and an AUA Retention Rate of >95% and an Excellent Trustpilot rating.