

15 May 2024

Funding Circle Holdings plc (the “Company”)

Poll Results of 2024 Annual General Meeting

Following its Annual General Meeting (“AGM”) held today, the Company announces that all resolutions proposed to shareholders as set out in the Notice of AGM were carried by the requisite majority on a poll. Resolutions 1 to 16 were passed as ordinary resolutions and resolutions 17 to 20 were passed as special resolutions. The table set out below shows the votes cast on each resolution.

Resolution		Votes for		Votes against		Total votes cast		Votes withheld
		Number	%	Number	%	Number	% of ISC	
1.	To receive the Annual Report and Accounts of the Company for the year ended 31 December 2023	266,255,232	100.00	2,250	0.00	266,257,482	74.98%	7,713
2.	To approve the Directors’ Remuneration Policy	262,845,251	98.73	3,377,814	1.27	266,223,065	74.97%	42,130
3.	To approve the Directors’ Remuneration Report (excluding the Directors’ Remuneration Policy)	265,526,769	99.74	696,296	0.26	266,223,065	74.97%	42,130
4.	To reappoint PricewaterhouseCoopers LLP as auditors of the Company	266,186,785	99.99	32,768	0.01	266,219,553	74.97%	45,642
5.	To authorise the Audit and Risk Committee to fix the remuneration of the auditors	266,226,327	99.99	31,155	0.01	266,257,482	74.98%	7,713
6.	To re-elect Andrew Learoyd as a Director	222,516,049	83.57	43,741,205	16.43	266,257,254	74.98%	7,941
7.	To re-elect Lisa Jacobs as Director	266,249,671	100.00	9,084	0.00	266,258,755	74.98%	6,440
8.	To re-elect Oliver White as a Director	266,245,546	100.00	13,209	0.00	266,258,755	74.98%	6,440
9.	To re-elect Geeta Gopalan as a Director	254,169,449	95.46	12,089,305	4.54	266,258,754	74.98%	6,441
10.	To re-elect Helen Beck as a Director	254,169,109	95.46	12,089,645	4.54	266,258,754	74.98%	6,441
11.	To re-elect Matthew King as a Director	255,214,124	95.85	11,043,131	4.15	266,257,255	74.98%	7,940
12.	To re-elect Samir Desai as a Director	235,096,453	88.30	31,162,302	11.70	266,258,755	74.98%	6,440
13.	To re-elect Hendrik Nelis as a Director	233,591,724	87.74	32,631,341	12.26	266,223,065	74.97%	42,130
14.	To re-elect Neil Rimer as a Director	244,589,938	91.87	21,631,627	8.13	266,221,565	74.97%	43,630
15.	Political donations	245,661,606	92.26	20,597,376	7.74	266,258,982	74.98%	6,213

16.	Directors' authority to allot shares	219,097,472	82.29	47,160,306	17.71	266,257,778	74.98%	7,417
17.	Disapplication of pre-emption rights *	209,019,704	78.52	57,164,685	21.48	266,184,389	74.96%	80,806
18.	Disapplication of pre-emption rights in connection with an acquisition or specified capital investment*	209,020,158	78.52	57,164,685	21.48	266,184,843	74.96%	80,352
19.	Purchase of own shares*	266,252,197	100.00	6,122	0.00	266,258,319	74.98%	6,876
20.	Notice of general meeting*	266,159,132	99.96	99,849	0.04	266,258,981	74.98%	6,214

* Indicates a Special Resolution requiring 75% of votes cast to be carried.

To view the full wording of the resolutions, please refer to the Notice of 2023 Annual General Meeting on the Company's website.

Votes "For" and "Against" are expressed as a percentage of votes cast. Votes "For" include discretionary votes. A "Vote withheld" is not a vote in law and is therefore not counted in the calculation of the votes "For" or "Against" a resolution.

In accordance with Listing Rule 9.6.2, copies of all the resolutions passed other than resolutions concerning ordinary business will shortly be available for inspection on the National Storage Mechanism at: <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

On Monday 13 May 2024, the total number of issued ordinary shares of £0.001 each entitling the holders to attend and vote on all the resolutions at the AGM was 355,099,011.

While all resolutions were passed at today's AGM with a clear majority, the Board notes that Resolutions 17 and 18 received 21.48% of votes against. We intend to engage with relevant shareholders in due course to further understand their views. We will provide an update within six months as required by the UK Corporate Governance Code.

For and on behalf of
Funding Circle Holdings plc

Lucy Vernall
Company Secretary

-Ends-

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About Funding Circle:

Funding Circle (LSE: FCH) is the UK's leading SME lending platform. Its mission is to build the place where small businesses get the funding they need to win. Funding Circle enables small businesses to access funding – offering an unrivalled customer experience powered by data and technology. For institutional investors, Funding Circle provides access to an alternative asset class in an underserved market, with robust and attractive returns. Globally, Funding Circle has extended more than £16bn in credit to c.150,000 businesses.