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NS Result of Meeting

## RESULT OF GENERAL MEETING

### PENDRAGON PLC

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25 October 2023

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#### FOR IMMEDIATE RELEASE

25 October 2023

#### Pendragon PLC ("Pendragon" or the "Company")

##### Result of General Meeting

The Board of Pendragon is pleased to announce that at the general meeting of the Company held earlier today (the "General Meeting") to consider the ordinary resolution relating to the proposed Disposal and the North American Pinewood Opportunity with Lithia UK Holding Limited ("Lithia") (the "Transaction"), the resolution was approved by shareholders.

Full details of the resolution were set out in Pendragon's supplementary circular to shareholders, dated 9 October 2023 (the "Supplementary Circular"). As a result of the Potential Competing Offers being withdrawn, the resolution to approve the proposed Disposal for the purposes of Rule 21.1 of the Code is redundant and, with the consent of the meeting, that resolution was not proposed at the General Meeting.

The table below sets out the results of the poll at the General Meeting, including the number of votes for and against the resolution, and the number of votes withheld:

Resolution	Votes for	% of votes cast	Votes against	% of votes cast	Total votes	% of issued share capital voted	Votes withheld
1. To approve the Disposal and the North American Pinewood Opportunity	1,023,457,643	98.92	11,219,596	1.08	1,034,677,239	72.76	310,362

At the voting record time the Company had 1,421,944,405 ordinary shares in issue. The voting rights attached to the ordinary shares are on the basis of one vote per share, representing total voting rights of 1,421,944,405. There are no ordinary shares held in treasury.

In accordance with Listing Rule 9.6.2, the full text of the resolution passed at the General Meeting has been submitted to the National Storage Mechanism and will shortly be available for inspection at: <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>. The results will also be made available for viewing on Pendragon's website at [www.pendragonplc.com/investors](http://www.pendragonplc.com/investors).

The Company has now satisfied the condition relating to the approval of the Transaction by Pendragon shareholders at the General Meeting. Transaction Completion remains subject to the satisfaction or waiver of a number of other conditions as summarised in the circular dated 20 September 2023 (the "Circular"), as supplemented by the Supplementary Circular. Transaction Completion is still expected to occur in Q4 2023. Further announcements will be made by the Company on the progress of the Transaction in due course.

Defined terms used in this announcement have the same meaning where used or otherwise defined in the Circular or the Supplementary Circular.

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This announcement is not intended to, and does not constitute, or form part of, any offer to sell or an invitation to purchase or subscribe for any securities or a solicitation of any vote or approval in any jurisdiction. Shareholders are advised to read carefully the formal documentation in relation to the Transaction (as amended by the Transaction Amendments).

Transaction Completion is subject to the satisfaction of a number of conditions as more fully described in the Circular, as supplemented by the Supplementary Circular. Consequently, there can be no certainty that completion of the Transaction will occur.

This announcement has been prepared for the purpose of complying with applicable law and regulation of the United Kingdom and information disclosed may not be the same as that which would have been disclosed if this announcement had been prepared in accordance with the laws and regulations of jurisdictions outside the United Kingdom.

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