## Paragon Banking Group PLC: Result of Annual General Meeting

The Annual General Meeting ("AGM") of Paragon Banking Group PLC (the "Company") was held today at 9.00am. All resolutions were passed on a poll and the polling results for each resolution are set out below:

Decelutions	Vataa	0/	Vataa	0/	Vatas		Vetee
Resolutions	Votes	% of	Votes	% of	Votes	% of ISC	Votes
	For	Votes	Against	Votes	Total	Voted	Withheld
		Cast For		Cast			
1. To monthing	210 725 024	00.00	20.244	Against	210 705 202	02.00	200 (20
1. To receive	210,735,021	99.99	30,241	0.01	210,765,262	82.09	380,628
and consider							
the Company's							
Annual Report							
and Accounts							
for the year							
ended 30							
September							
2020, the							
Strategic							
Report and the							
Reports of the							
Directors and							
the Auditor.							
2. To consider	202,448,059	98.01	4,110,792	1.99	206,558,851	80.46	4,587,039
and approve							
the Directors'							
Remuneration							
Report for the							
year ended 30							
September							
2020,							
excluding the							
Directors'							
Remuneration							
Policy.							
3. To declare a	211,145,420	100.00	0	0.00	211,145,420	82.24	471
final dividend							
of 14.4 pence							
per ordinary							
share payable							
to holders of							
ordinary							
shares							
registered at							
the close of							
business on 29							
January 2021.							
4. To appoint	211,134,324	100.00	7,710	0.00	211,142,034	82.24	3,857
Peter Hill as a	211,134,324	100.00	7,710	0.00	211,142,034	02.24	5,057
director of the							
Company.	<u> </u>						

Alison Morris as a director of the Company.         210,806,872         99.86         299,011         0.14         211,105,883         82.23         40,008           Cluttebuck as a director of the Company.         210,837,890         99.91         198,789         0.09         211,036,679         82.20         109,212           Nigel Terrington as a director of the Company.         210,225,974         99.57         916,080         0.43         211,142,054         82.24         3,837           Noodman as a director of the Company.         210,225,974         99.57         916,080         0.43         211,142,054         82.24         3,837           Woodman as a director of the Company.         210,843,705         99.86         298,249         0.14         211,142,054         82.24         3,837           I.0 To reappoint Hugo Tudor as a director of the Company.         210,844,455         99.86         297,599         0.14         211,142,054         82.24         3,837           1.1 To reappoint Graeme Vorston as a director of the Company.         210,843,175         99.86         298,879         0.14         211,142,054         82.24         3,837           12.To reappoint Graeme Vorston as a director of the Company, to hold office from the conclusion of the conclusion of the neeting until the ecting at which Accounts are laid before the         100.00         <	5. To appoint	211,134,824	100.00	7,210	0.00	211,142,034	82.24	3,857
as a director of the Company.         Image: Company. <thimage: company.<="" th="">         Image: Company.         &lt;</thimage:>		211,154,024	100.00	7,210	0.00	211,142,034	02.24	5,657
the Company.								
6. To reappoint Fiona Culturbuck as a director of the Company.       210,806,872       99.86       299,011       0.14       211,105,883       82.23       40,008         7. To reappoint Nigel Company.       210,837,890       99.91       198,789       0.09       211,036,679       82.20       109,212         7. To reappoint Nigel Company.       210,225,974       99.57       916,080       0.43       211,142,054       82.24       3,837         Woodman as a director of the Company.       210,225,974       99.57       916,080       0.43       211,142,054       82.24       3,837         Noodman as a director of the Company.       210,843,705       99.86       298,249       0.14       211,142,054       82.24       3,937         P. To reappoint Ridpath as a director of the Company.       210,844,455       99.86       297,599       0.14       211,142,054       82.24       3,837         Vorston as a director of the Company.       210,843,175       99.86       298,879       0.14       211,142,054       82.24       3,837         Vorston as a director of the Company.       210,843,175       99.86       298,879       0.14       211,144,126       82.24       3,837         Vorston as a director of the Company.       211,143,20       100.00       9,806       0.00 <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>								
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Clutterbuck as a director of the Company.         210,837,890         99.91         198,789         0.09         211,036,679         82.20         109,212           Treington as a director of the Company.         210,225,974         99.57         916,080         0.43         211,142,054         82.24         3,837           Richard Woodman as a director of the Company.         210,843,705         99.86         298,249         0.14         211,142,054         82.24         3,837           S. To reappoint director of the Company.         210,843,705         99.86         298,249         0.14         211,142,054         82.24         3,837           Ridpath as a director of the Company.         210,844,455         99.86         297,599         0.14         211,142,054         82.24         3,837           10. To reappoint fue company.         210,843,175         99.86         298,879         0.14         211,142,054         82.24         3,837           11. To reappoint Graeme Vorston as a director of the Company.         211,134,320         100.00         9,806         0.000         211,144,126         82.24         1,765           Richard biolo office from the conclusion of this meeting until the conclusion of the next general meeting at which         211,134,320         100.00         9,806         0.000         211,144,126		210,800,872	99.00	299,011	0.14	211,105,665	02.25	40,008
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meeting at which Accounts are laid before the	the next							
meeting at which Accounts are laid before the	general							
which Accounts are laid before the	-							
laid before the	-							
laid before the	Accounts are							
	members.							

13. To authorise the	211,135,398	100.00	8,426	0.00	211,143,824	82.24	2,067
directors to fix							
the							
remuneration							
of the auditor.							
14. To	208,492,835	99.69	642,046	0.31	209,134,881	81.46	2,008,010
authorise	208,492,833	55.05	042,040	0.51	209,134,881	01.40	2,008,010
political							
donations and							
political							
expenditure.							
15. THAT the	210,348,001	99.63	788,270	0.37	211,136,271	82.24	5,970
Board is			,				-,
generally and							
unconditionally							
authorised to							
allot shares in							
the Company.							
16. THAT, the	211,044,884	99.96	93,276	0.04	211,138,160	82.24	4,731
Board be							
authorised to							
disapply pre-							
emption rights							
on up to five							
percent of the							
issued share							
capital							
(excluding							
treasury							
shares).							
17. THAT, the	194,485,014	92.11	16,650,355	7.89	211,135,369	82.24	7,521
Board be							
authorised to							
disapply pre-							
emption rights							
on an additional five							
percent of the							
issued share							
capital							
(excluding							
treasury							
shares).							
18. THAT the	210,762,138	99.94	116,052	0.06	210,878,190	82.14	267,700
Company is	-,, <b>-</b>		,		-,,	/	
generally and							
unconditionally							
, authorised to							
make market							
purchases.							

	211 050 222	00.00	07 222	0.04		02.24	F 42F
19. THAT, the Board be	211,050,222	99.96	87,233	0.04	211,137,455	82.24	5,435
authorised to							
allot shares							
and grant							
rights to							
subscribe for							
or to convert							
any security							
into shares in							
connection							
with the issue							
of Additional							
Tier 1							
Securities.							
20. THAT, the	210,979,561	99.93	143,659	0.07	211,123,220	82.23	19,670
Board be	210,373,301	55.55	1+3,039	0.07	211,123,220	02.23	19,070
authorised to							
disapply pre-							
emption rights							
in relation to							
the issue of							
Additional Tier							
1 Securities.							
21. THAT a	206,680,942	97.89	4,463,874	2.11	211,144,816	82.24	1,075
general			.,,				_,
meeting other							
than an annual							
general							
meeting may							
be called on							
not less than							
14 clear days'							
notice.							
22. THAT the	210,491,581	99.71	610,036	0.29	211,101,617	82.23	41,274
articles of							
association be							
adopted as the							
articles of							
association of							
the Company							
in substitution							
for, and to the							
exclusion of,							
the existing							
articles of							
association.							

23. THAT the	210,822,471	99.88	256,434	0.12	211,078,905	82.22	66,985
Company and							
its subsidiaries							
be authorised							
to apply a ratio							
of the variable							
to fixed							
components of							
remuneration							
for those							
individuals							
who are							
classified as							
Remuneration							
Code Staff of							
up to 2:1.							

The full text of all of the resolutions can be found in the Notice of Annual General Meeting which is available for viewing at the Company's website, www.paragonbankinggroup.co.uk and at the National Storage Mechanism, https://data.fca.org.uk/#/nsm/nationalstoragemechanism.

In accordance with paragraph 9.6.2 of the Listing Rules, a copy of the resolutions passed at the meeting concerning special business (being resolutions numbered 14 - 23) will shortly be available for inspection at the National Storage Mechanism, https://data.fca.org.uk/#/nsm/nationalstoragemechanism.

Enquiries:

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24 February 2021

Notes:

- (a) The votes "For" include those votes giving the Chair of the Board discretion.
- (b) A vote "Withheld" is not counted towards the votes cast "For" or "Against" a resolution.
- (c) For resolutions 4, 5, 12 and 13 as the results are reported to two decimal places the percentage of votes "For" is shown as 100.00% and "Against" as 0.00% as there were insufficient votes lodged "Against" to register.
- (d) The issued share capital figure used to calculate the percentage voted is 256,735,396. This is the figure as at 22 February 2021 and excludes the number of ordinary shares held in treasury on the Register of Members as at that date.
- (e) Resolutions 1 to 15 (inclusive) were ordinary resolutions. Resolutions 16 to 22 (inclusive) were special resolutions. Resolution 23 was subject to special procedural rules.