

NS Result of Meeting

RESULTS OF MEETINGS: 2029 AND 2034 NOTES

[ANNINGTON FUNDING PLC](#)

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Annington Funding PLC
15 July 2025

THIS NOTICE IS IMPORTANT AND REQUIRES THE IMMEDIATE ATTENTION OF NOTEHOLDERS. IF NOTEHOLDERS ARE IN ANY DOUBT AS TO THE ACTION THEY SHOULD TAKE OR ARE UNSURE OF THE IMPACT OF THE IMPLEMENTATION OF THE EXTRAORDINARY RESOLUTION TO BE PROPOSED, THEY SHOULD SEEK THEIR OWN FINANCIAL AND LEGAL ADVICE IMMEDIATELY FROM THEIR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER FINANCIAL ADVISER AUTHORISED UNDER THE FINANCIAL SERVICES AND MARKETS ACT 2000, AS AMENDED (IF THEY ARE IN THE UNITED KINGDOM) OR OTHER APPROPRIATELY AUTHORISED INDEPENDENT FINANCIAL ADVISER.

15 July 2025

ANNINGTON FUNDING PLC

(THE "ISSUER")

announces the results of the meetings of the holders of outstanding

£600,000,000 3.184 per cent. notes due 12 July 2029 (ISIN: XS1645518652) (the "**2029 Notes**")

£625,000,000 3.685 per cent. notes due 12 July 2034 (ISIN: XS1645518736) (the "**2034 Notes**")

in each case, issued by the Issuer and guaranteed by Annington Limited ("AL"), Annington Property Limited ("APL") and Annington Homes Limited ("AHL" and together with AL and APL, the "**Guarantors**" and each a "**Guarantor**") under the Issuer's £5,000,000,000 Euro Medium Term Note Programme

The adjourned meetings of each of the 2029 Noteholders and 2034 Noteholders announced in a notice published on 1 July 2025 (to be read in conjunction with notices of meetings published on 6 June 2025) (each a "**Noteholder Meeting Notice**" and together, the "**Noteholder Meeting Notices**") were held on 14 July 2025 at the offices of Sullivan & Cromwell LLP, 1 New Fetter Lane, London, EC4A 1AN (each a "**Adjourned Meeting**" and together, the "**Adjourned Meetings**").

Capitalised terms used in this announcement and not otherwise defined have the meanings given to them in the Noteholder Meeting Notices.

The Issuer hereby announces that the necessary quorum was not satisfied at each of the Adjourned Meetings. The Chairman has, in accordance with the Trust Deeds, dissolved the meetings of the 2029 Noteholders and the 2034 Noteholders.

The proposed Extraordinary Resolution which was to be considered at the Adjourned Meetings in respect of each of the 2029 Notes and the 2034 Notes was conditional on the Written Resolution being validly passed in accordance with, and the Issuer

being satisfied that the Written Resolution satisfies the requirements of, paragraph 20 of Schedule 3 to the Trust Deeds as set out in the respective Noteholder Meeting Notices. As further set out in the Issuer's announcement dated 27 June 2025 (the "**Condition Update RNS**"), the Resolution Condition (as defined in the Condition Update RNS) is incapable of being satisfied, irrespective of the results of the voting in respect of the Extraordinary Resolutions proposed at the Adjourned Meetings with respect to the 2029 Notes and the 2034 Notes (had the Adjourned Meetings been quorate) and each of the Extraordinary Resolutions in relation to the 2029 Notes and the 2034 Notes is incapable of being effective at this time. Further, as a result of the Issuer's conclusion that the Written Resolution was not validly passed as an Extraordinary Resolution in accordance with the Trust Deeds, the Issuer is of the opinion that it is invalid and void and the purported removal of the Trustee on the basis of the Written Resolution is ineffective.

This notice, and any non-contractual obligations arising out of or in connection with it, is governed by, and shall be construed in accordance with, English law.

The contact details for the Information and Tabulation Agent are set out below:

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This Notice is given by:

ANNINGTON FUNDING PLC as Issuer

For further information, holders of the 2029 Notes and/or 2034 Notes should contact:

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