

30 June 2022

Trainline plc (“Trainline” or the “Company”)

Result of AGM

Trainline plc (the “Company”) announces that all resolutions proposed at the Annual General Meeting of the Company held on 30 June 2022 were passed by shareholders.

Trainline plc Annual General Meeting Poll Results

Resolution	Votes For	%	Votes Against	%	Votes Total	% Of ISC Voted	Votes Withheld
1 To receive and approve the audited accounts for the year ended 28 February 2022, together with the strategic report, directors’ report and auditors’ report.	446,759,653	99.94	267,530	0.06	447,027,183	93.00	2,950,802
2 To receive and approve the Directors’ Remuneration Report for the year ended 28 February 2022	445,870,110	99.09	4,101,037	0.91	449,971,147	93.61	6,838
3 To receive and approve the 2022 Remuneration Policy	354,368,844	82.05	77,502,472	17.95	431,871,316	89.85	18,106,669
4 That the Performance Share Plan Rules be amended	358,523,747	83.01	73,390,326	16.99	431,914,073	89.85	18,063,912
5 To re-elect Andy Phillipps as a Director	441,221,662	98.06	8,745,215	1.94	449,966,877	93.61	11,108
6 To re-elect Brian McBride as a Director	376,210,611	83.61	73,756,266	16.39	449,966,877	93.61	11,108
7 To re-elect Duncan Tatton-Brown as a Director	441,051,098	98.02	8,915,779	1.98	449,966,877	93.61	11,108
8 To re-elect Jennifer Duvalier as a Director	441,402,975	98.10	8,567,365	1.90	449,970,340	93.61	7,645
9 To re-elect Jody Ford as a Director	445,915,849	99.10	4,053,485	0.90	449,969,334	93.61	8,651
10 To re-elect Shaun McCabe as a Director	430,983,888	95.78	18,986,451	4.22	449,970,339	93.61	7,645
11 To re-appoint PricewaterhouseCoopers LLP as auditors of the Company	447,272,451	99.40	2,694,312	0.60	449,966,763	93.61	11,222
12 To authorise the Directors to determine the remuneration of the auditors	449,961,468	100.00	9,972	0.00	449,971,440	93.61	6,545
13 To authorise political donations	445,967,618	99.11	4,001,579	0.89	449,969,197	93.61	8,788
14 To authorise the Directors to allot shares, and grant rights to subscribe for or to convert securities into shares under section 551 Companies Act 2006	448,390,182	99.65	1,579,553	0.35	449,969,735	93.61	8,250
15 To disapply statutory pre-emption rights under section 570 Companies Act 2006 up to 5% of share capital*	449,947,079	100.00	21,642	0.00	449,968,721	93.61	9,264
16 To disapply statutory pre-emption rights under section 570 Companies Act 2006 up to an additional 5% of share capital to finance acquisitions and capital investments*	446,867,886	99.31	3,097,987	0.69	449,965,873	93.61	12,112
17 To authorise the Company to make market purchases of its own ordinary shares*	447,304,725	99.41	2,649,822	0.59	449,954,547	93.61	23,438
18 To authorise the Company to call general meetings on not less than 14 clear day’s notice*	435,178,633	96.71	14,793,614	3.29	449,972,247	93.61	5,738

*Special resolutions

Results of the poll can also be viewed on the Company’s website:

<https://www.trainlinegroup.com/AGM>

Please note a 'vote withheld' is not a vote under English law and is not counted in the calculation of votes 'for' and 'against' a resolution.

The total number of shares in issue as at 30 June 2022 was 480,680,508 Ordinary shares.

In accordance with Listing Rule 9.6.2 copies of the resolutions will be submitted to the National Storage Mechanism and will shortly be available for inspection at:

<https://data.fca.org.uk/#/nsm/nationalstoragemechanism>

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About Trainline

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