

Pollen Street Group Limited

(the “Company” or together with its subsidiaries the “Group” or “Pollen Street”)

Commencement of Share Buyback Programme under Pollen Street’s Capital Allocation Framework

Pollen Street is pleased to announce the commencement of a Share Buyback Programme (the “Buyback Programme”) to purchase ordinary shares (“Ordinary Shares”) in the capital of the Company with a nominal value of 1 pence each up to a maximum aggregate consideration payable of £30 million. The Buyback Programme will be carried out in tranches, with the first tranche commencing on 21 March 2024 and ending on the date of the 2024 Annual General Meeting (and in any event no later than 31 July 2024) with the subsequent tranche commencing after the previous tranche has ended.

Pollen Street’s Capital Allocation Framework

As highlighted in Pollen Street’s Annual Report and Accounts for 2023 announced today, the Group’s balance sheet is in a strong position, with tangible net assets of £355 million. This enables the Group to provide stable income whilst accelerating the growth of the Asset Manager through transitioning the Investment Company assets from predominantly holding direct Private Credit investments today to investing in Pollen Street’s Private Credit and Private Equity funds.

Under this framework, Pollen Street Group Limited will maintain sufficient balance sheet capital to:

1. Invest in funds managed by the Group to accelerate the growth of the Asset Manager taking advantage of attractive investment opportunities and aligning interest with our investors to grow AuM;
2. Support the dividend policy, which is to declare dividends of no lower than £33 million in respect of 2024 and dividends growing progressively thereafter;
3. Provide strategic flexibility for inorganic growth, should opportunities arise; and
4. Return surplus capital to shareholders through share buybacks of approximately 2 to 5 per cent per annum of the outstanding share capital of the Group

The Group’s net debt-to-tangible-equity ratio was 54 per cent as at 31 December 2023. This is lower than it has been historically (31 December 2022: 69 per cent) to create capacity to make commitments to Pollen Street managed funds. Pollen Street will continue to operate with the debt-to-tangible-equity ratio not exceeding 100 per cent.

Rationale for Share Buyback Programme

The Board believes the current share price presents an attractive investment opportunity for Pollen Street to enhance balance sheet returns to shareholders. The Buyback Programme is consistent with Pollen Street’s disciplined approach to capital allocation and reflects the Board’s continued confidence in the prospects of the Group. The purpose of the programme is to reduce the capital of the Company, with repurchased shares to be held in treasury to provide flexibility in the future. Shares held in treasury do not rank for dividends.

Details of the Share Buyback Programme

Pursuant to the Buyback Programme, Pollen Street will enter into non-discretionary instructions with Investec Bank plc (“Investec”) to purchase up to £30 million (excluding expenses) of the Company’s Ordinary Shares with a nominal value of 1 pence each and to make trading decisions under the Buyback Programme independently of the Company in accordance with certain pre-set parameters and to the Company’s right to terminate the agreement in limited circumstances. Ordinary Shares acquired by Investec under the agreement will be sold to the Company.

The maximum aggregate value of Ordinary Shares that can be repurchased under the first tranche of the Buyback Programme is £10,000,000. The Buyback Programme will take place in accordance with the Company's current buyback authority granted by shareholders at the Pollen Street pl's 2023 Annual General Meeting. The Company intends to renew this authority at the 2024 Annual General Meeting.

Any acquisitions of shares will be carried out within certain pre-set parameters and in accordance with the Company's existing general authority to repurchase Ordinary Shares and Chapter 12 of the FCA's Listing Rules. The Group will seek to make market purchases of Ordinary Shares at a price or prices that the Group believes will be good value for shareholders. In view of the level of trading liquidity in the Company's Ordinary Shares, the Group may make purchases in excess of the price and volume restrictions set out in Article 5(1) of the Market Abuse Regulation (EU) No 596/2014 (as it forms part of Retained EU Law as defined in the European Union (Withdrawal) Act 2018) and the Commission Delegated Regulation (EU) No 2016/1052 (as it forms part of Retained EU Law as defined in the European Union (Withdrawal) Act 2018), subject to prevailing market conditions and liquidity. Any repurchase of Ordinary Shares will be announced no later than 7:30 am on the business day following the calendar day on which the repurchase occurred.

The Company will make further announcements in due course following the completion of any repurchases. There is no guarantee that the Buyback Programme will be implemented in full or that any Ordinary Shares will be repurchased by the Company. The Buyback Programme will not impact the Company's existing Ordinary Share dividend policy, which will continue unaffected through the regular awards of interim and final dividends.

At the time of this announcement, the Company's share capital comprises 64,209,597 Ordinary Shares with voting rights.

About Pollen Street

Pollen Street is an alternative asset manager dedicated to investing within the financial and business services sectors across both Private Equity and Private Credit strategies. The business was founded in 2013 and has consistently delivered top tier returns alongside growing AuM.

Pollen Street benefits from a complementary set of asset management activities focused on managing third-party AuM (the "Asset Manager") together with on-balance sheet investments (the "Investment Company").

The Asset Manager raises capital from high quality investors and deploys it into its Private Equity and Private Credit strategies. The strong recurring revenues from this business enable delivery of scalable growth.

The Investment Company invests in the strategies of the Group delivering attractive risk adjusted returns and accelerating growth in third-party AuM of the Asset Manager through investing in Pollen Street funds, taking advantage of attractive investment opportunities and aligning interest with our investors to grow AuM. Today the portfolio is largely invested in credit assets with the allocation to Private Equity expect to increase to 30 per cent in the long term. The portfolio consists of both direct investments and investments in funds managed by Pollen Street.

POLN is listed on the London Stock Exchange (ticker symbol: POLN). Further details are available at www.pollenstreetgroup.com.

For further information about this announcement please contact:

Pollen Street – Corporate Development Director

Shweta Chugh

shweta.chugh@pollencap.com

+44 (0)7813581377

FGS Global – Communications Advisor

Chris Sibbald

Chris.Sibbald@fgsglobal.com

+44 (0)7855955531

Barclays Bank plc – Joint Broker

Neal West / Stuart Mures

+44 (0)20 7623 2323

Investec Bank plc – Joint Broker

Ben Griffiths / Bruce Garrow

+44 (0)20 7597 4000

Link Company Matters Limited – Company Secretary

polncosec@linkgroup.co.uk