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THIS ANNOUNCEMENT CONTAINS INSIDE INFORMATION FOR THE PURPOSES OF ARTICLE 7 OF EU REGULATION 596/2014 (AS AMENDED) (WHICH FORMS PART OF DOMESTIC UK LAW PURSUANT TO THE EUROPEAN UNION (WITHDRAWAL) ACT 2018 (AS AMENDED)). UPON THE PUBLICATION OF THIS ANNOUNCEMENT VIA A REGULATORY INFORMATION SERVICE, THIS INSIDE INFORMATION IS NOW CONSIDERED TO BE IN THE PUBLIC DOMAIN.

17 February 2026

Roadside Real Estate PLC
("Roadside", the "Company" or the "Group")
Result of Placing and Subscription

Roadside (AIM: ROAD) is pleased to announce that further to the announcement made earlier today (the "**Launch Announcement**"), the Accelerated Bookbuild has now closed, and the Company has raised gross proceeds of approximately £20.75 million (before expenses), in aggregate, through the successful Placing of 26,250,000 Placing Shares to new and existing investors, and Subscription by certain of the directors of the Company for 8,333,333 Subscription Shares, at the Issue Price of 60.0 pence per new Ordinary Share.

The Group will use the net proceeds of the Fundraising to fund the acquisition of the entire share capital of Gardner Retail, pursuant to the Gardner Retail SPA, as previously announced on 24 December 2025.

The Issue Price of 60.0 pence per share, represents a discount of approximately 14.3 per cent. to the closing mid-market price of 70.0 pence on 16 February 2026, being the last business day prior to the announcement of the Fundraising.

The Fundraising has been carried out pursuant to the Company's existing shareholder authorities granted at the Company's 2025 Annual General Meeting.

Completion of the Gardner Retail Acquisition is subject to the satisfaction or waiver of conditions typical for a transaction of this nature, including the receipt of certain third-party change of control consents and the warranties in the Gardner Retail SPA remaining true and accurate on the completion date. Completion is expected to occur on 25 February 2026, which is also the long stop date for satisfaction of the conditions. The Gardner Retail Acquisition is not conditional on the approval of Roadside's shareholders.

Related party participation in the Fundraising

As part of the Fundraising, each of Charles Dickson, CEO of Roadside and Tamcourt Capital Ltd (part of the Tamcourt Group of companies which is owned and controlled by Charles Dickson and family) have subscribed, in aggregate, for 8,333,333 Subscription Shares at the Issue Price. Details of the Subscription Shares for which the Director has subscribed are set out below:

<i>Director</i>	<i>Title</i>	<i>Number of Existing Ordinary Shares</i>	<i>% of Existing Ordinary Shares</i>	<i>Number of Subscription Shares subscribed at the Issue Price</i>	<i>Number of Ordinary Shares held on Admission</i>	<i>% of Enlarged Share Capital on Admission</i>
Charles Dickson	CEO	36,859,435	25.65%	1,666,666	38,526,101	21.61%
Tamcourt Capital Ltd (Part of Tamcourt Group)	Company which is owned and controlled by Charles Dickson and Family	5,933,332	4.13%	6,666,667	12,599,999	7.07%

Related Party Transactions

The participation by each of Charles Dickson and Tamcourt Capital Ltd in the Fundraising constitute related party transactions for the purpose of Rule 13 of the AIM Rules for Companies. The independent directors of the Company, being all directors other than Charles Dickson, confirm that they consider, having consulted with Cavendish, that the terms of the transaction are fair and reasonable insofar as the Company's Shareholders are concerned.

The notifications below, made in accordance with the requirements of the EU Market Abuse Regulation, provide further detail.

Admission and Total Voting Rights

Application will be made for the 34,583,333 new Ordinary Shares to be admitted to trading on AIM ("**Admission**"). It is expected that Admission will occur at 8.00 a.m. on or around 23 February 2026.

Following Admission, the issued ordinary share capital of the Company will comprise 178,261,137 Ordinary Shares with one voting right per share. The Company does not hold any Ordinary Shares in treasury. Therefore, the total number of Ordinary Shares and voting rights in the Company is 178,261,137. This figure may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, the share capital of the Company under the FCA's Disclosure Guidance and Transparency Rules.

Concert party

Following Admission, Charles Dickson and Tamcourt will be interested in an aggregate of 51,126,100 ordinary shares in the Company, representing 28.7 per cent. of the Company's issued ordinary share capital.

Unless otherwise defined herein or the context requires, capitalised terms used in this announcement have the meanings given to them in the Launch Announcement released yesterday under RNS number 3966T.

Enquiries:

Roadside Real Estate Plc (c/o Montfort)

Steve Carson, Non-Executive Chairman

Charles Dickson, Chief Executive Officer

Douglas Benzie, Chief Financial Officer

Cavendish Capital Markets Limited (Nomad and Sole Broker)

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Matt Lewis / Harriet Ward (ECM)

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Important notices

This Announcement includes statements that are, or may be deemed to be, "forward-looking statements". These forward-looking statements can be identified by the use of forward-looking terminology, including the terms "believes", "estimates", "forecasts", "plans", "prepares", "anticipates", "projects", "expects", "intends", "may", "will", "seeks", "should" or, in each case, their negative or other variations or comparable terminology, or by discussions of strategy, plans, objectives, goals, future events or intentions. These forward-looking statements include all matters that are not historical facts. They appear in a number of places throughout this Announcement and include statements regarding the Company's and the Directors' intentions, beliefs or current expectations concerning, amongst other things, the Company's prospects, growth and strategy. By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. Forward-looking statements are not guarantees of future performance. The Company's actual performance, achievements and financial condition may differ materially from those expressed or implied by the forward-looking statements in this Announcement. In addition, even if the Company's results of operations, performance, achievements and financial condition are consistent with the forward-looking statements in this Announcement, those results or developments may not be indicative of results or developments in subsequent periods. Any forward-looking statements that the Company makes in this Announcement speak only as of the date of such statement and (other than in accordance with their legal or regulatory obligations) neither the Company, nor Cavendish nor any of their respective associates, directors, officers or advisers shall be obliged to update such statements. Comparisons of results for current and any prior periods are not intended to express any future trends or indications of future performance, unless expressed as such, and should only be viewed as historical data.

Cavendish, which is authorised and regulated in the United Kingdom by the FCA, is acting as broker and bookrunner exclusively for the Company and no one else in connection with the contents of this document and the Placing and Acquisition and will not regard any other person (whether or not a recipient of this document) as its client in relation to

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The New Ordinary Shares have not been and will not be registered under the Securities Act or with any securities regulatory authority of any state or other jurisdiction of the United States and may not be offered, sold, pledged, taken up, exercised, resold, renounced, transferred or delivered, directly or indirectly, in or into the United States absent registration under the Securities Act, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with any applicable securities laws of any state or other jurisdiction of the United States. The New Ordinary Shares have not been approved, disapproved or recommended by the U.S. Securities and Exchange Commission, any state securities commission in the United States or any other U.S. regulatory authority, nor have any of the foregoing authorities passed upon or endorsed the merits of the offering of the New Ordinary Shares. Subject to certain exceptions, the securities referred to herein may not be offered or sold in the United States, Australia, Canada, Japan, the Republic of South Africa or to, or for the account or benefit of, any national, resident or citizen of the United States, Australia, Canada, Japan, the Republic of South Africa.

No public offering of securities is being made in the United States.

The relevant clearances have not been, nor will they be, obtained from the securities commission of any province or territory of Canada; no prospectus has been lodged with, or registered by, the Australian Securities and Investments Commission or the Japanese Ministry of Finance; the relevant clearances have not been, and will not be, obtained for the South Africa Reserve Bank or any other applicable body in the Republic of South Africa in relation to the New Ordinary Shares; and the New Ordinary Shares have not been, and nor will they be, registered under or offered in compliance with the securities laws of any state, province or territory of Canada, Australia, Japan or the Republic of South Africa. Accordingly, the New Ordinary Shares may not (unless an exemption under the relevant securities laws is applicable) be offered, sold, resold or delivered, directly or indirectly, in or into Canada, Australia, Japan or the Republic of South Africa or any other jurisdiction outside the United Kingdom or to, or for the account or benefit of any national, resident or citizen of Australia, Japan or the Republic of South Africa or to any investor located or resident in Canada.

No public offering of the New Ordinary Shares is being made in the United States, United Kingdom or elsewhere. All offers of the New Ordinary Shares will be made pursuant to an exemption under Part 1 of Schedule 1 of the Public Offers and Admission to Trading Regulations 2024 (the "POATR") which does not result in any requirement for the publication of a prospectus or contravene regulation 12 of POATR. This Announcement is being distributed to persons in the United Kingdom only in circumstances in which section 21(1) of the FSMA, as amended does not apply.

No prospectus will be made available in connection with the matters contained in this Announcement and no such prospectus is required (in accordance with the POATR) to be published. This Announcement and the terms and conditions set out herein are for information purposes only and are directed only at persons who are: (a) persons in member states ("Member States") of the European Economic Area ("EEA") who are qualified investors as defined in article 2(e) of Prospectus Regulation (EU) 2017/1129; and (b) in the United Kingdom, qualified investors as defined in paragraph 15 of Schedule 1 to the POATR who are persons who (i) have professional experience in matters relating to investments falling within the definition of "investment professionals" in article 19(5) of the Financial Services and Markets Act 2000 ("Financial Promotion") Order 2005, as amended (the "Order"); (ii) are persons falling within article 49(2)(a) to (d) ("high net worth companies, unincorporated associations, etc") of the Order; or (iii) are persons to whom it may otherwise be lawfully communicated; (all such persons together being referred to as "Relevant Persons").

This Announcement and the terms and conditions set out herein must not be acted on or relied on by persons who are not Relevant Persons. Persons distributing this Announcement must satisfy themselves that it is lawful to do so. Any investment or investment activity to which this Announcement and the terms and conditions set out herein relates is available only to relevant persons and will be engaged in only with Relevant Persons.

The information in this Announcement, which includes certain information drawn from public sources, does not purport to be comprehensive and has not been independently verified. This announcement contains statements that are, or may be deemed forward-looking statements, which relate, inter alia, to the Company's proposed strategy, plans and objectives. Such forward looking statements involve known and unknown risks, uncertainties and other important factors beyond the control of the Company (including but not limited to future market conditions, legislative and regulatory changes, the actions of governmental regulators and changes in the political, social or economic framework in which the Company operates) that could cause the actual performance or achievements of the Company to be materially different from such forward-looking statements.

The content of this Announcement has not been approved by an authorised person within the meaning of the FSMA. Reliance on this announcement for the purpose of engaging in any investment activity may expose an individual to a significant risk of losing all of the property or other assets invested. Recipients of this Announcement should exercise caution in relation to the Placing if they are in any doubt as to the contents of this Announcement and seek independent professional advice. The price of shares and any income expected from them may go down as well as up and investors may not get back the full amount invested upon disposal of the shares. Past performance is no guide to future performance, and persons needing advice should consult an independent financial adviser.

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The contents of this Announcement are not to be construed as legal, business, financial or tax advice. Each shareholder or prospective investor should consult with his or her or its own legal adviser, business adviser, financial adviser or tax adviser for legal, financial, business or tax advice.

No statement in this Announcement is intended to be a profit forecast or estimate, and no statement in this Announcement should be interpreted to mean that earnings per share of the Company for the current or future financial years would necessarily match or exceed the historical published earnings per share of the Company.

The New Ordinary Shares to be issued pursuant to the Placing and Acquisition will not be admitted to trading on any stock exchange other than the AIM market operated by London Stock Exchange plc ("AIM")

Neither the content of the Company's website nor any website accessible by hyperlinks on the Company's website is

incorporated in, or forms part of, this Announcement.

The Company makes the following disclosures in accordance with article 19(3) of the Market Abuse Regulation:

1	Details of the person discharging managerial responsibilities/person closely associated		
a)	Name	Charles Dickson	
2	Reason for the notification		
a)	Position/status	CEO	
b)	Initial notification/ Amendment	Initial notification	
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor		
a)	Name	Roadside Real Estate plc	
b)	LEI	213800X57YXZVILB9E84	
4	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted		
a)	Description of the financial instrument, type of instrument Identification code	Ordinary Shares of £0.00860675675675676 GB00BL6TZZ70	
b)	Nature of the transaction	Purchase of shares	
c)	Price(s) and volume(s)	Price(s)	Volume(s)
		60.0p	1,666,666
d)	Aggregated information - Aggregated volume - Price	Single transaction as in 4c) above	
e)	Date of the transaction	17 February 2026	
f)	Place of the transaction	Outside a trading venue	

1	Details of the person discharging managerial responsibilities/person closely associated		
a)	Name	Tamcourt Capital Ltd	
2	Reason for the notification		
a)	Position/status	PCA of Charles Dickson	
b)	Initial notification/ Amendment	Initial notification	
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor		
a)	Name	Roadside Real Estate plc	
b)	LEI	213800X57YXZVILB9E84	
4	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted		
a)	Description of the financial instrument, type of instrument Identification code	Ordinary Shares of £0.00860675675675676 GB00BL6TZZ70	
b)	Nature of the transaction	Purchase of shares	
c)	Price(s) and volume(s)	Price(s)	Volume(s)
		60.0p	6,666,667
d)	Aggregated information		

	- Aggregated volume - Price	Single transaction as in 4c) above
e)	Date of the transaction	17 February 2026
f)	Place of the transaction	Outside a trading venue

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