Victory Capital Stockholders Approve Stock Issuance, Clearing Key Milestone Toward First Eagle Acquisition

SAN ANTONIO--(BUSINESS WIRE)-- Victory Capital (NASDAQ: VCTR) (“Victory Capital” or the “Company”) today announced that the Company’s stockholders voted to approve all proposals related to the previously announced acquisition of First Eagle Investments (“First Eagle”) at the Company’s Special Meeting of Stockholders held earlier today.

David Brown, Chairman and Chief Executive Officer, said: “I would like to thank our stockholders for their support as we execute on our growth strategy. This vote is an important milestone as we advance toward completing our acquisition of First Eagle Investments. We continue to be on track toward closing by the end of the first quarter of 2027.”

The transaction remains subject to customary closing conditions.

Forward-Looking Statements

This press release may contain forward-looking statements within the meaning of applicable U.S. federal and non-U.S. securities laws. These statements may include, without limitation, any statements preceded by, followed by or including words such as “target,” “believe,” “expect,” “aim,” “intend,” “may,” “anticipate,” “assume,” “budget,” “continue,” “estimate,” “future,” “objective,” “outlook,” “plan,” “potential,” “predict,” “project,” “will,” “can have,” “likely,” “should,” “would,” “could” and other words and terms of similar meaning or the negative thereof and include, but are not limited to, statements regarding the proposed transaction and the outlook for Victory Capital’s or First Eagle’s future business and financial performance. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors beyond Victory Capital’s and First Eagle’s control and could cause Victory Capital’s and First Eagle’s actual results, performance or achievements to be materially different from the expected results, performance or achievements expressed or implied by such forward-looking statements.

Although it is not possible to identify all such risks and factors, they include, among others, the following: risks that conditions to closing will fail to be satisfied and that the transaction will fail to close on the anticipated timeline, if at all; risks associated with the expected benefits, or impact on Victory Capital’s and First Eagle’s respective businesses, of the proposed transaction, including the ability to achieve any expected synergies; and other risks and factors relating to Victory Capital’s business contained in its public filings with the U.S. Securities and Exchange Commission.

About Victory Capital

Victory Capital (NASDAQ: VCTR) is a diversified global asset management firm with $360.5 billion in total client assets, as of October 31, 2026. We serve institutional, intermediary, and individual clients through our Investment Franchises and Solutions Platform, which manage specialized investment strategies across traditional and alternative asset classes. Our differentiated approach combines the power of investment autonomy with the support of a robust, fully integrated

operational and distribution platform. Clients have access to focused, top-tier investment talent equipped with comprehensive resources designed to deliver competitive long-term performance.

Victory Capital is headquartered in San Antonio, Texas. To learn more, visit www.vcm.com or follow us on Facebook, Twitter (X), and LinkedIn.

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