

**MXC Capital plc**  
**("MXC" or the "Company")**

**FCA Approval, Completion of Acquisition**

MXC is pleased to announce that it will complete the acquisition of MXC Capital Advisory LLP and its reverse takeover on 29 October 2014.

Marc Young, CEO of MXC said: **"We see a significant opportunity for a merchant bank focussed on the TMT sector that advises and invests as a principal: our track record of transactions already completed proves this. As significant shareholders the team are highly incentivised to grow the value of MXC. We aim to build the pre-eminent investment and advisory business in the sector, bringing value to the companies we engage with and enhanced returns for all our shareholders."**

MXC is a specialist merchant bank that invests and grows value in companies in the TMT sector. It brings together a particularly powerful set of skills to the benefit of both the companies it invests in and for its own shareholders.

Marc Young is Chief Executive of MXC Capital plc and leads MXC Capital Advisory LLP, the corporate finance arm of MXC. Marc has significant track record in the TMT sector, having led numerous M&A mandates, IPOs and secondary fundraisings for quoted companies.

The team advising MXC has considerable experience in the sector and a deep understanding of technology. Ian Smith and Tony Weaver in particular are seasoned entrepreneurs in the sector. They are experienced, hands on managers of businesses with proven track records of growing value. They have a wide network of contacts in the TMT sector and originate a significant flow of opportunities.

Also advising the company are: Martin Bolland, who founded private equity group Alchemy and is chairman of Capita plc and other companies; Martin Chapman, previously London head of corporate banking for HSBC and a director of a number of companies; Charles Vivian, previously of Freshfields Bruckhaus Deringer, EPIC Private Equity and Marwyn Capital, who has extensive experience of investment and M&A; and Alex Sandberg, founder of College Group with a wealth of experience advising companies on building their corporate brands and their relations with capital markets.

As a result of this transaction and the fundraising MXC has access to a deep pool of funding that provides an accelerated opportunity, not only with the substantial pipeline already in place, but also to seek fresh and potentially larger transactions. A distinguishing feature of the MXC model is that it invests as a principal, sharing in the risk and the reward.

MXC focuses on delivering:

- Extensive knowledge of the technology industry with proven management and operational skills in the sector
- Access to significant funding, allowing the team to invest in and provide support to growth companies
- An experienced advisory capability to manage transactions and financings

Following receipt of FCA Approval relating to the change of control of MXC Capital Advisory LLP, the only remaining condition to be met under the terms of the agreement to acquire the partnership interest in

MXC Capital Advisory LLP will be admission of the 600,000,000 new Ordinary Shares of 1p each in the Company to be issued to MXC Holdings Limited as consideration (the “Consideration Shares”). This will allow the completion of the Reverse Takeover announced on 17 July 2014.

Application has been made to the London Stock Exchange for the Company’s share capital as enlarged by the Consideration Shares (the “Enlarged Issued Share Capital”) to be admitted to trading on AIM and it is expected that admission will become effective and that dealings in the Enlarged Issued Share Capital will commence on 29 October 2014.

Following Admission of the Enlarged Issued Share Capital, the total number of voting rights in the Company will be 1,847,547,176. There are a further 899,726 shares held in treasury.

The above 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 Company, under the FCA's Disclosure and Transparency Rules.

### **MXC Capital plc**

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### **About MXC Capital**

MXC is a specialist merchant bank with a track record of investing in and advising companies in the TMT sector. We bring together a deep knowledge of technology, first-hand experience of managing companies in the sector, an ability to make meaningful investments and a highly experienced corporate advisory team in support, all of which we combine to grow shareholder value.