



## ARBUTHNOT BANKING GROUP PLC

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1 May 2019

### **Arbuthnot Banking Group PLC**

#### **APPLICATION FOR ADMISSION TO THE NEX EXCHANGE GROWTH MARKET AND ISSUE OF ORDINARY NON-VOTING SHARES**

Arbuthnot Banking Group PLC (the “**Group**”, the “**Company**” or “**ABG**”), announces that it has today made an application for admission of the entire issued ordinary share capital of 15,279,322 ordinary shares of £0.01 each (“**Ordinary Shares**”) to trading on the NEX Exchange Growth Market (“**NEX Exchange**”). The Group’s Ordinary Shares will trade under the ticker NEX: ARBB and will continue to trade with the ISIN GB0007922338. The Ordinary Shares will continue to be admitted to trading on AIM (LSE:ARBB). Admission of the Ordinary Shares to trading on the NEX Exchange Growth Market is currently expected to occur on 17 May 2019.

In addition, as reported in the announcement of the Group’s final results for the year ended 31 December 2018 on 28 March 2019, the Company has made an application for 152,621 new ordinary non-voting shares of £0.01 each (“**Ordinary Non-Voting Shares**”) to be admitted to trading on the NEX Exchange Growth Market. The Ordinary Non-Voting Shares and will trade under the ticker NEX: ARBN and with the ISIN GB00BJRHYM66. The Ordinary Non-Voting Shares will not be admitted to trading on AIM.

The Ordinary Non-Voting Shares will be allotted and issued to the holders of Ordinary Shares appearing on the register of members of the Company at the close of business on 26 April 2019, on the basis of one Ordinary Non-Voting Share for every one hundred Ordinary Shares held (“**Bonus Issue**”). The Bonus Issue is subject to shareholder approval at the Company’s Annual General Meeting on 9 May 2019, and is conditional on admission to trading on the NEX Exchange. Admission of the Ordinary Non-Voting Shares to the NEX Exchange Growth Market is currently expected to occur on 17 May 2019.

The Company’s NEX Exchange Corporate Adviser is Grant Thornton UK LLP.

The information below is provided pursuant to the requirements of the NEX Exchange Growth Market Rules for Issuers.

## Company Information

Arbuthnot Banking Group PLC is a UK incorporated holding company of a group primarily involved in banking and financial services including commercial banking, private banking, wealth planning and investment management. The Group's sector classification is Financial Services.

The Group's registered office is Arbuthnot House, 7 Wilson Street, London, EC2M 2SN. The telephone number of ABG is 020 7012 2400. The Group's corporate website, at which the information about the Company's business, its directors, financial reports and latest announcements are published and other investor related information as recommended by Rule 75 of the NEX Exchange Growth Market Rules can be found, is [http://www.arbuthnotgroup.com/investor\\_relations.html](http://www.arbuthnotgroup.com/investor_relations.html).

ABG shares are currently only quoted and traded on the AIM Market of the London Stock Exchange ("AIM"). The Group was admitted to trading on AIM on 27 June 2005. ABG shares can be held and transferred electronically in accordance with the CREST Regulations. ABG shares may also be held in certificated form.

The Company is subject to the UK City Code on Takeovers and Mergers.

## Directors

The Directors of the Company and their positions are as follows:

- Sir Henry Angest, *Chairman and Chief Executive*
- James Robert Cobb, *Group Finance Director*
- Ian Andrew Dewar, *Independent Non-Executive Director*
- Sir Christopher John Rome Meyer, *Independent Non-Executive Director*
- Andrew Alfred Salmon, *Chief Operating Officer*
- Sir Alan Colin Drake Yarrow, *Independent Non-Executive Director*

## Directors' interests

Following admission of the Group's Ordinary Shares and Ordinary Non-Voting Shares to trading on the NEX Exchange ("**Admission**"), the interests of the Directors (including persons connected with the Directors within the meaning of section 252 of the Companies Act) in the issued share capital of the Company are expected to be as follows:

<i>Director</i>	<i>At the date of this announcement</i>			
	<i>Number of Ordinary Shares with Voting Rights</i>	<i>Percentage of Ordinary Share Capital</i>	<i>Number of Ordinary Non-Voting Shares</i>	<i>Percentage of Ordinary Non-Voting Share Capital</i>
Sir Henry Angest	8,351,401	56.1%	83,513	56.1%
Andrew Salmon	51,699	0.3%	516	0.3%
James Cobb	6,000	0.0%	60	0.0%
Ian Dewar	-	-	-	-
Sir Christopher Meyer	-	-	-	-
Sir Alan Yarrow	-	-	-	-

## Substantial Shareholders

Following Admission, the interests of the Substantial Shareholders in the issued share capital of the Company are expected to be as follows:

<i>Shareholder</i>	<i>Number of Ordinary Shares with Voting Rights</i>	<i>Percentage of Ordinary Share Capital</i>	<i>Number of Ordinary Non-Voting Shares</i>	<i>Percentage of Ordinary Non-Voting Share Capital</i>
Sir Henry Angest	8,351,401	56.1%	83,513	56.1%
Liontrust Asset Management	993,028	6.7%	9,930	6.7%
Miton Asset Management	635,693	4.3%	6,356	4.3%
Slater Investments	595,638	4.0%	5,956	4.0%
Ronald Paston Esq	529,130	3.6%	5,291	3.6%
M&G Investment Management	527,268	3.5%	5,272	3.5%

Following Admission, the number of ordinary shares with voting rights held in treasury is expected to be 390,274. The number of ordinary non-voting shares held in treasury is expected to be 3,902.

## Shares in Public Hands

Per the definition set out under the NEX Exchange Growth Market Rules for Issuers, following Admission the percentage of ordinary shares with voting rights held in public hands is expected to be 34.45%. The percentage of ordinary non-voting shares held in public hands is also expected to be 34.45%.

**This announcement, together with any documents incorporated by reference, shall be deemed to constitute an admission document for the purposes of rule 7 of the NEX Exchange Growth Market Rules for Issuers. It has not been examined or approved by NEX Exchange or the Financial Conduct Authority.**

**The directors of Arbuthnot Banking Group PLC accept responsibility for this announcement.**

## Contacts

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