

Regulatory Story

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Verdes Management PLC - REAT Result of General Meeting
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Verdes Management PLC
14 August 2015

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Verdes Management PLC ("Verdes" or "the Company")

Result of General Meeting

The Company announces that, at the General Meeting of the Company held earlier today, all resolutions were duly passed.

Accordingly, the following proposals become unconditional in all respects upon Admission of the Enlarged Share Capital to trading on AIM, for which application has been made and is expected to occur at 8.00 a.m. on 17 August 2015:

- the acquisition by the Company of the entire issued share capital of REACT SC Holdings Limited, resulting in the admission of 92,857,142 Consideration Shares;
- the Placing, resulting in the admission of 104,166,666 Placing Shares;
- the Open Offer, resulting in the admission of 23,063,056 Offer Shares;
- the Share Consolidation, resulting in the Company's Existing Ordinary Share Capital being consolidated into 37,198,139 New Ordinary Shares with a nominal value of 0.25 pence each; and
- Grahame Rummery and Mark Collingbourne join the Board as Chief Executive and Financial Director respectively.

The Enlarged Ordinary Share Capital of the Company, comprising 257,285,003 New Ordinary Shares, will trade under the ISIN GB00BZ2JBG28.

As also announced on 29 July, following Admission of the above shares to trading, the conversion of the HC Loan will become effective. Application has been made for 16,369,047 new ordinary shares to be admitted to trading, and such Admission is expected to occur at 8.00 a.m. on 18 August 2015.

The change of the Company's name to REACT Group PLC (AIM: REAT), will become effective upon the registration of the Company's change of name at Companies House. A further announcement will be made in due course.

Terms defined in the Admission Document (which was sent to shareholders on 29 July 2015) have the same meaning in this announcement. A copy of the Admission Document can also be viewed on the Company's website.

Following Admission of all the shares referred to above, including those shares issued in connection with the HC Loan Conversion, the shares held by members of the Concert Party, and as a percentage of the Enlarged Share Capital will be as follows:

Name	Number of Shares	% of Enlarged Share Capital
Mr A Reynolds	18,571,428	6.79
Mr P Foulger	18,571,428	6.79
Mr G Rummery	14,523,809	5.31
Mr M Ward	13,928,571	5.09
Mr D Worrall	13,928,571	5.09
Mr T Clingo	13,928,571	5.09
Total	92,857,142	34.15

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Result of General Meeting - RNS