Ascential plc

Results of Placing

Ascential ("Ascential" or the "Company") is pleased to announce the successful completion of the placing of ordinary shares announced on 26 July 2021 (the "Placing"), to raise gross proceeds of approximately £153 million.

A total of 35,500,000 of new ordinary shares of £0.01 each in the capital of the Company (the "Placing Shares") have been placed by J.P. Morgan Securities plc, which conducts its UK investment banking activities as J.P. Morgan Cazenove ("J.P. Morgan Cazenove"), and Numis Securities Limited ("Numis") (together the "Joint Bookrunners" or the "Banks") at a price of 432 pence per Placing Share (the "Placing Price").

The Placing Price of 432 pence represents a discount of 4.9 per cent. to the closing share price of 454 pence on 26 July 2021. The Placing Shares being issued together represent just under 9 per cent. of the existing issued ordinary share capital of the Company immediately prior to the Placing.

Applications will be made to the Financial Conduct Authority (the "FCA") and the London Stock Exchange plc (the "LSE") respectively for the admission of the Placing Shares to the premium listing segment of the Official List of the FCA and to trading on the main market for listed securities of the LSE (together, "Admission"). It is expected that Admission will become effective on or before 8.00 a.m. on 29 July 2021. The Placing is conditional upon, amongst other things, Admission becoming effective and upon the placing agreement between the Joint Bookrunners and the Company not being terminated in accordance with its terms.

The Placing Shares, when issued, will be fully paid and will rank pari passu in all respects with each other and with the existing ordinary shares, including, without limitation, the right to receive all dividends and other distributions declared, made or paid after the date of issue. The first 20,143,100 Placing Shares will be issued under the non-pre-emptive authority granted at the Company's most recent annual general meeting (the "2021 AGM") for the purposes of an acquisition or specified capital investment, with the remaining shares being issued under the general non-pre-emptive authority granted at the 2021 AGM.

Pursuant to the Placing, Duncan Painter, CEO of the Company, has agreed to subscribe for 333,825 Placing Shares, representing an aggregate consideration of £1,442,124, Mandy Gradden, CFO of the Company, has agreed to subscribe for 46,296 Placing Shares, representing an aggregate consideration of £199,999, and Scott Forbes, Chairman of the Company, has agreed to subscribe for 18,153 Placing Shares, representing an aggregate consideration of £78,421.
Jupiter Fund Management Plc (“Jupiter”) is a substantial shareholder of the Company and a related party for the purpose of the United Kingdom Listing Rules (the “Listing Rules”). Jupiter has subscribed for 5,486,336 Placing Shares in the Placing, with a value of approximately £23.7 million. Jupiter’s participation in the Placing constitutes a smaller related party transaction for the purposes of Listing Rule 11.1.10R and this announcement is therefore made in accordance with Listing Rule 11.1.10R(2)(c).

Following Admission, the total number of shares in issue in Ascential will be 438,454,825. Therefore, following Admission, the total number of voting shares in Ascential in issue will be 438,454,825. 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 Company under the FCA’s Disclosure Guidance and Transparency Rules.

For further information, please contact:

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**About Ascential**

Ascential delivers specialist information, analytics and eCommerce optimisation platforms to the world’s leading consumer brands and their ecosystems. Our world-class businesses improve performance and solve problems for our customers by delivering immediately actionable information combined with visionary longer-term thinking across Digital Commerce, Product Design and Marketing. We also serve customers across Retail & Financial Services.
With more than 2,000 employees across five continents, we combine local expertise with a global footprint for clients in over 120 countries. Ascential is listed on the London Stock Exchange.

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Certain statements in this Announcement are forward-looking statements with respect to the Company’s expectations, intentions and projections regarding its future performance, strategic initiatives, anticipated events or trends and other matters that are not historical facts and which are, by their nature, inherently predictive, speculative and involve risks and uncertainty because they relate to events and depend on circumstances that may or may not occur in the future. All statements that address expectations or projections about the future, including statements about operating performance, strategic initiatives, objectives, market position, industry trends, general economic conditions, expected expenditures, expected cost savings and financial results are forward-looking statements. Any statements contained in this Announcement that are not statements of historical fact are, or may be deemed to be, forward-looking statements. These forward-looking statements, which may use words such as "aim", "anticipate", "believe", "could", "intend", "estimate", "expect", "may", "plan", "project" or words or terms of similar meaning or the negative thereof, are not guarantees of future performance and are subject to known and unknown risks and uncertainties. There are a number of factors including, but not limited to, commercial, operational, economic and financial factors, that could cause actual results, financial condition, performance or achievements to differ materially from those expressed or implied by these forward-looking statements. Many of these risks and uncertainties relate to factors that are beyond the Company’s ability to control or estimate precisely, such as changes in taxation or fiscal policy, future market conditions, currency fluctuations, the behaviour of other market participants, the actions of governments or governmental regulators, or other risk factors, such as changes in the political, social and regulatory framework in which the Company operates or in economic or technological trends or conditions, including inflation, recession and consumer confidence, on a global, regional or national basis. Given those risks and uncertainties, readers are cautioned not to place undue reliance on forward-looking statements. Forward-looking statements speak only as of the date of this Announcement. Each of the Company, J.P. Morgan Cazenove and Numis expressly disclaims any obligation or undertaking to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise unless required to do so by applicable law or regulation.

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The Placing Shares to be issued pursuant to the Placing will not be admitted to trading on any stock exchange other than the main market for listed securities of the London Stock Exchange.

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contractual, legal or regulatory selling restrictions in relation to the Placing. Furthermore, it is noted that, notwithstanding the UK Target Market Assessment, J.P. Morgan Cazenove and Numis will only procure investors who meet the criteria of professional clients and eligible counterparties.

For the avoidance of doubt, the UK Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of Chapters 9A or 10A, respectively of the FCA Handbook Conduct of Business Sourcebook; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the Placing Shares. Each distributor is responsible for undertaking its own target market assessment in respect of the Placing Shares and determining appropriate distribution channels.

EU Product Governance Requirements

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