

1 July 2019

Under Embargo

MESH Holdings plc
(“MESH” or the “Company”)

Exercise of Warrants

Issue of Shares and Options to Director and PDMRs

MESH announces that it has received various binding warrant exercise notices for 600,000 warrants with the exercise price of 16p for a total cash payment of £96,000 and a further 5,000,000 warrants with the exercise price of 20p for a cash payment of £1,000,000. The total cash proceeds for MESH are therefore £1,096,000.

Applications will be made for the 5,600,000 ordinary shares of nominal value of 2 pence each in the capital of the Company to be admitted to trading on the NEX Exchange, with admission expected to occur at the same time when the temporary share suspension is lifted.

MESH furthermore announces that in conjunction with the approval of the exercise of the Sentiance Acquisition Option, on 28 June 2019, the following Options over ordinary shares (“Options”), were issued to the director of the Company (“Director”), being Mark de Smedt, and to Tom Vandendooren, Anne Stratford, Manjit Ram and Michael Kogeler, persons discharging managerial responsibilities in the Company (“PDMR”) as part of their incentive package on an ongoing basis.

Details of the issue are as follows:

Individual	New Options issued	Exercise price of Options	Expiry date of Options
Mark de Smedt Chairman & CEO	5,500,000	50.0 pence	1 July 2029
Tom Vandendooren Chief Strategy & Marketing Officer	3,500,000	50.0 pence	1 July 2029
Anne Stratford Chief Legal Officer	2,000,000	50.0 pence	1 July 2029
Manjit Ram Interim Finance Director	1,250,000	50.0 pence	1 July 2029
Michael Kogeler SVP Technology & Operations	1,000,000	50.0 pence	1 July 2029

¹ Subject to continued employment and or Board position vesting over 3 years: Year 1 40% and Years 2 and 3 30%, respectively

² Vesting of the Options are also subject to a minimum mid-market MESH trigger share price of 125 pence per share for a consecutive trading period of at least 25 days

Total Voting Rights

Following the issue of the 5,600,000 new Ordinary Shares as described and summarised above, MESH will have 238,015,226 Ordinary Shares in issue, each Ordinary Share carrying the right to one vote. MESH does not hold any Ordinary Shares in treasury. The total number of voting rights in MESH will therefore be 238,015,226.

The Company	Mark De Smedt Anne Stratford	+44 (0)203 885 2558
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Whitman Howard NEX Exchange Corporate Adviser	Nick Lovering Christopher Furness	+44 (0)207 659 1234
Alma PR	Hilary Buchanan Caroline Forde	+44 (0)203 405 0205