

29 April 2019

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**High Growth Capital plc**  
(“HGC” or the “Company”)

**Conditional Placing of 285 million Shares at 1.75 pence per Share**

The Company is pleased to announce that it has raised net proceeds of £4,987,500 (the “Net Proceeds”) by way of a placing of 285 million ordinary shares in the capital of the Company (“Shares”) at a price of 1.75 pence per Share (the “Placing Price”) with Mirador FZE (“Mirador”)(the “Placing”), subject only to all the proposed resolutions (the “Resolutions”) being passed by shareholders of the Company (“HGC Shareholders”) at the Company’s annual general meeting on 15 May 2019 (the “2019 AGM”). The Placing Price represents a premium of around 22.8% to the mid-market closing Share price on 26 April 2019. The Company will use the Net Proceeds for general working capital and development purposes.

In addition, the Company has issued Mirador with warrants (the “Warrants”), with the following principal terms:

- the right to subscribe for a further 300 million Shares at a price of 2.5 pence per Share (if exercised in full, raising an additional £7.5 million of cash);
- an expiry date of 27 December 2019; and
- in the event that the mid-market closing price of the Shares is 4.0 pence or above for 5 consecutive business days, the Warrants would require to be exercised within 5 business days thereafter or otherwise lapse.

Upon completion of the Placing, Mirador shall hold approximately 657.2 million Shares, representing approximately 14.2% of the enlarged issued share capital of the Company at the time of closing of the Placing.

The Company has received irrevocable undertakings to vote in favour of all of the proposed Resolutions to be put to HGC Shareholders at the 2019 AGM from Mirador and each of the Company’s directors with respect to their entire respective individual shareholdings. The Company and Mirador have agreed that, to the extent any Resolution is not be carried at the 2019 AGM, each party shall in good faith seek to agree an alternative equity subscription.

**Commenting on today’s announcement Rupert Horner, Finance Director of the Company said:**  
*“We welcome Mirador’s proposed additional investment in the Company. Once this Placing closes, the funds raised will be applied to reinforce our efforts in developing the business into a global player in the market for alternative proprietary content and associated technology.”*

The person who arranged for the release of this announcement on behalf of the Company was Rupert Horner, Director of the Company.

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