



AIM -  
Schedule 1 - Guscio Plc  
Released 15:57 04-May-2016

RNS Number : 2698X  
AIM  
04 May 2016

<b>ANNOUNCEMENT TO BE MADE BY THE AIM APPLICANT PRIOR TO ADMISSION IN ACCORDANCE WITH RULE 2 OF THE AIM RULES FOR COMPANIES ("AIM RULES")</b>
COMPANY NAME:
Guscio plc
COMPANY REGISTERED OFFICE ADDRESS AND IF DIFFERENT, COMPANY TRADING ADDRESS (INCLUDING POSTCODES) :
27/28 Eastcastle Street London W1W 8DH
COUNTRY OF INCORPORATION:
England & Wales
COMPANY WEBSITE ADDRESS CONTAINING ALL INFORMATION REQUIRED BY AIM RULE 26:
<a href="http://www.gusciopl.com">www.gusciopl.com</a>
COMPANY BUSINESS (INCLUDING <u>MAIN COUNTRY OF OPERATION</u> ) OR, IN THE CASE OF AN <u>INVESTING COMPANY</u> , DETAILS OF ITS <u>INVESTING POLICY</u> ). IF THE <u>ADMISSION IS SOUGHT AS A RESULT OF A REVERSE TAKE-OVER UNDER RULE 14</u> , THIS SHOULD BE STATED:
<p>Guscio plc ("Guscio") is a holding company which is registered in the UK and, until 9 March 2016, had its shares admitted to trading on AIM. The Company has one investment, a 30 per cent. interest in the issued share capital of Sportsdata Limited ("Sportsdata"). Conditional on admission to AIM, Guscio will acquire the balance of shares in Sportsdata not already owned and also the entire issued share capital of Dataplay Limited ("Dataplay").</p> <p>Sportsdata is a technology company that has developed and implemented a website application for the purposes of monitoring and improving physical literacy and the participation of children in sports and active pursuits at school. The Skills2Achieve programme ("S2A") has been developed with the Youth Sports Trust ("YST"), a leading</p>

charity for sports-driven and educational programmes. Sportsdata has entered into a collaboration agreement with Youth Sport Direct Limited ("YSD"), which is an online retailer of goods and services, supporting the work of the YST, to market and distribute S2A to primary schools throughout the United Kingdom.

Dataplay is a technology company which was founded in August 2015 and has developed a white-label software platform, which can be customised for any grass-root progressive achievement programme in sport. Dataplay has signed a contract with the YST in relation to the Youth Sport Award, an achievement programme designed to enable young people to gain and evidence skills through sport. In addition, Dataplay has signed a further heads of terms with a high profile National Governing Sports Body to work together in the creation of a digital platform solution for the national monitoring and evaluation of individual athletes and the impact of programmes and funding.

**DETAILS OF SECURITIES TO BE ADMITTED INCLUDING ANY RESTRICTIONS AS TO TRANSFER OF THE SECURITIES (i.e. where known, number and type of shares, nominal value and issue price to which it seeks admission and the number and type to be held as treasury shares):**

135,179,535 ordinary shares of 0.1p each at an issue price of 4p.

No restrictions as to the transfer of securities.

**CAPITAL TO BE RAISED ON ADMISSION (IF APPLICABLE) AND ANTICIPATED MARKET CAPITALISATION ON ADMISSION:**

Capital to be raised: £1.5 million  
Market capitalisation on admission: £5.4 million

**PERCENTAGE OF AIM SECURITIES NOT IN PUBLIC HANDS AT ADMISSION:**

30.78%

**DETAILS OF ANY OTHER EXCHANGE OR TRADING PLATFORM TO WHICH THE AIM COMPANY HAS APPLIED OR AGREED TO HAVE ANY OF ITS SECURITIES (INCLUDING ITS AIM SECURITIES) ADMITTED OR TRADED:**

N/A

**FULL NAMES AND FUNCTIONS OF DIRECTORS AND PROPOSED DIRECTORS (underlining the first name by which each is known or including any other name by which each is known):**

Mr <u>Richard</u> Charles Thompson	<i>(Non-Executive Chairman and proposed Commercial Director)</i>
Ms <u>Gail</u> Mary Ganney	<i>(Non-Executive Director and proposed Managing Director)</i>
Mr <u>Rupert</u> Howard Milton Horner	<i>(Proposed Finance Director)</i> <i>(Non-Executive Director)</i>
Mr <u>Marcus</u> Yeoman Mr <u>Anthony</u> 'Tony' Humphreys	<i>(Non-Executive Director and proposed Non-Executive Chairman)</i>

**FULL NAMES AND HOLDINGS OF SIGNIFICANT SHAREHOLDERS EXPRESSED AS A PERCENTAGE OF THE ISSUED SHARE CAPITAL, BEFORE AND AFTER ADMISSION (underlining the first name by which each is known or including any other name by which each is known):**

As at the date of the Admission Document and following admission:

	As at the date of the Admission Document		On Admission	
	No. of Ordinary Shares	%	No. of Ordinary Shares	%
Hargreave Hale*	4,858,733	13.81	10,483,733	7.76%
Paul Roy	3,250,000	9.24%	3,750,000	2.77%
Glyn Harris**	2,856,615	8.12%	11,043,744	8.17%
Nigel Wray	2,700,000	7.68%	2,700,000	2.00%
Charles Peel***	2,600,150	7.39%	2,927,381	2.17%
Miton Group	-	0.00%	12,895,000	9.54%
Matthew Freud	-	0.00%	7,500,000	5.55%
Richard Thompson****	1,192,135	3.39%	21,041,763	15.57%
Gail Ganney	-	0.00%	19,849,354	14.68%

\* 4,625,180 are held for a unit trust operated by Marlborough Fund Managers Limited, for whom Hargreave Hale Limited manages the investments on a discretionary basis. The remainder are held for other discretionary clients.

\*\* Of which 4,091,976 Ordinary Shares are held by his wife Sheila Harris

\*\*\* Charles Peel's interest in the share capital of Guscio is held through Silton Investments Limited which is beneficially owned and controlled by Charles and Jennifer Peel

\*\*\*\* Richard Thompson's Ordinary Shares are held in the name of Amphitrite Limited and Starnevesse Limited

**NAMES OF ALL PERSONS TO BE DISCLOSED IN ACCORDANCE WITH SCHEDULE 2, PARAGRAPH (H) OF THE AIM RULES:**

N/A

- (i) ANTICIPATED ACCOUNTING REFERENCE DATE  
(ii) DATE TO WHICH THE MAIN FINANCIAL INFORMATION IN THE ADMISSION DOCUMENT HAS BEEN PREPARED (this may be represented by unaudited interim financial information)  
(iii) DATES BY WHICH IT MUST PUBLISH ITS FIRST THREE REPORTS PURSUANT TO AIM RULES 18 AND 19:

- (i) 30 September  
(ii) Guscio plc: 30 September 2015  
Sportsdata Limited: 31 August 2015  
Dataplay Limited: 31 December 2015

(iii) 30 June 2016 (interims); 31 March 2017 (annual); 30 June 2017 (interims)

EXPECTED ADMISSION DATE:

24 May 2016

NAME AND ADDRESS OF NOMINATED ADVISER:

Allenby Capital Limited  
3 St. Helen's Place  
London  
EC3A 6AB

NAME AND ADDRESS OF BROKER:

Peterhouse Corporate Finance Limited  
Eldon Street  
London  
EC2M 7LD

And:

Allenby Capital Limited  
3 St. Helen's Place  
London  
EC3A 6AB

OTHER THAN IN THE CASE OF A QUOTED APPLICANT, DETAILS OF WHERE (POSTAL OR INTERNET ADDRESS) THE ADMISSION DOCUMENT WILL BE AVAILABLE FROM, WITH A STATEMENT THAT THIS WILL CONTAIN FULL DETAILS ABOUT THE APPLICANT AND THE ADMISSION OF ITS SECURITIES:

[www.gusciopl.com](http://www.gusciopl.com)

The Admission Document will be available from this website, and will contain full details about the Company and the admission of its ordinary shares to trading on AIM.

DATE OF NOTIFICATION:

4 May 2016

NEW/ UPDATE:

New