



Subscription

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MoPowered Group PLC
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MOPOWERED GROUP PLC ("MoPowered" or the "Company")

Subscription

Further to the Placing and associated transactions announced today, Barry Moat and Imperialise Limited have agreed to subscribe for 5,000,000 and 4,000,000 new ordinary shares, respectively (the "Subscription Shares"), in the Company at a price of 2 pence per share (the "Subscription"). The monies raised through the Subscription amount to approximately £180,000 in aggregate. The Company has therefore conditionally raised £3.3 million (before expenses) in total through the Placing and the Subscription.

The Placing and the Subscription are conditional, *inter alia*, on Admission becoming effective, the Placing Agreement between the Company and N+1 Singer becoming unconditional and not being terminated (in accordance with its terms) and the passing by the Company's shareholders of the Resolutions at the General Meeting. Application will be made to the London Stock Exchange for 336,666,800 New Ordinary Shares to be admitted to trading on AIM. Subject to all relevant conditions being satisfied (or, if applicable, waived), it is expected that the new ordinary shares will be admitted to trading on AIM on or around 9 June 2015.

The Subscription represents a related party transaction under the AIM Rules by virtue of the participation by a Director (Dominic Keen is a shareholder of Imperialise Limited) and a proposed Director. The Independent Directors of the Company (those members of the Board who are not participating in the Subscription) consider, having consulted with the Company's nominated adviser, N+1 Singer, that the terms of Mr. Moat's and Mr. Keen's participation in the Subscription are fair and reasonable insofar as the Shareholders of the Company are concerned.

A General Meeting of the Company will be held at 9.00 a.m. on 8 June 2014 at the offices of N+1 Singer, One Bartholomew Lane, London EC2N 2AX.

Copies of the Circular, which will be posted to shareholders later today, will be available on the Company's website (www.mopowered.co.uk).

Defined terms in this announcement have the same meaning as those defined in the Company's announcement released earlier today in respect of the Placing.

Placing and Subscription

Issue Price	2 pence
Number of Ordinary Shares in issue as at the date of the Circular	89,052,803
Number of Placing Shares and Subscription Shares	165,000,000
Number of other new Ordinary Shares to be issued in connection with the Placing	7,620,000
Number of New Ordinary Shares to be issued pursuant to the Acquisition	89,046,800
Number of New Ordinary Shares to be issued pursuant to the Services Agreement	50,000,000
Number of New Ordinary Shares to be issued pursuant to the Share Swap	25,000,000
Enlarged Issued Share Capital	425,719,603
Proportion of the Enlarged Issued Share Capital represented by the Placing Shares and Subscription Shares	38.8%
Proportion of the Enlarged Issued Share Capital represented by the new Ordinary Shares to be issued pursuant to the Acquisition	20.9%
Proportion of the Enlarged Issued Share Capital represented by the new Ordinary Shares to be issued pursuant to the Services Agreement	11.7%
Proportion of the Enlarged Issued Share Capital represented by the new Ordinary Shares to be issued pursuant to the Share Swap	5.9%
Estimated market capitalisation of the Group at the Issue Price on Admission	£8.5m
Estimated net proceeds of the Placing and Subscription	£3.1m

For further information, please contact:

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This information is provided by RNS
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