

COMPANY INFORMATION DISCLOSURE – CloudCoCo Group plc (Number 05259846)

Last updated: 27 August 2020

This document is available from the company website at: www.cloudcoco.co.uk

In conjunction with the website, this document contains all of the information which is necessary to comply with the requirements of Rule 26 of the AIM Rules for Companies – “**Company information disclosure**”.

BUSINESS DESCRIPTION/INVESTMENT STRATEGY

Supported by a team of industry experts and harnessing a diverse ecosystem of partnerships with blue-chip technology vendors, CloudCoCo makes it easy for businesses and public sector organisations to work smarter, faster and more securely by providing a single point of purchase for their connectivity, telephony, cyber security, cloud, IT hardware and support needs 24x7.

CloudCoCo is a public company quoted on the AIM market of the London Stock Exchange. The Company has offices in Warrington and Leeds.

GOVERNANCE

Directors’ Names and Biographies

Simon Duckworth, OBE DL, Non-Executive Chairman.

Simon Duckworth, OBE DL, holds a number of non-executive positions in the public and private sectors and is currently Chairman of Barings Targeted Return Fund and the Senior Non-Executive Board Member at the Serious Fraud Office (SFO). He was a Non-Executive Director of Fidelity’s flagship European Investment Trust, Fidelity European Values plc, for a decade, and has sat on the boards of a number of AIM-listed companies as a non-executive director. Simon was a Non-Executive Director of Accumuli plc from 2010 until its sale to NCC plc in 2015.

A University of Cambridge graduate, Simon is a former Chairman of the City of London Police Authority and currently chairs the Economic Crime Board of the City of London Police. He worked closely with the Home Office as Chairman of the National Olympics Security Oversight Group and is a Non-Executive Director of the Association of Police and Crime Commissioners.

Mark Halpin, Chief Executive Officer

Mark has over 15 years supplying cloud and connectivity solutions for some of the largest cloud, voice and connectivity based projects ever deployed in the UK. Over those 15 years, Mark saw how deeply IT service providers grew more and more archaic in their processes against a backdrop of fast-growing digital solutions. This didn’t wash, so Mark created CloudCoCo to provide a ‘breath of fresh air’ to the sector, creating a cloud and connectivity business with a greater focus on innovation, customer experience, flexibility and partnership. Today this vision is a reality.

Michael Lacey, Chief Financial Officer

Mike has over 30 years of experience working in senior finance roles across a variety of sectors. His career started at Ernst & Young followed by roles at AMEC plc, Kwik Save Group plc and the Co-operative Group then as Finance Director of Calyx UK Limited. Between 2013 and 2017, Mike was Finance Director at Character World Limited, a supplier of licensed bedding products to UK retailers working with companies such as Disney, Dreamworks and Universal Studios.

Mike has also run his own consultancy business and has worked with SMEs to £750m turnover companies on projects such as turnarounds, fundraisings or business sales. Mike is a Fellow of the Institute of Chartered Accountants in England and Wales and holds an MBA from the University of Warwick.

Jill Collighan, Non-Executive Director

Jill is a Non-Executive Director, assisting CloudCoCo with its continuing development and strategy implementation. A Chartered Certified Accountant, Jill has over 13 years of operational experience at plc board level specialising in finance, human resources, investor relations and corporate finance. As well as her role with CloudCoCo, Jill is Group Finance Director of MXC Capital Limited, the AIM quoted technology focused merchant bank. From 2004 to 2014 Jill was Group Finance Director of AIM quoted mobile technology provider Zergo Group plc.

Andy Mills, Non-Executive Director

Andy started his career as an engineer but quickly moved from fixing technical problems to understanding the value of technology. Andy's great passion and skillset is bringing new, innovative & disruptive technologies to the UK market. In doing so he has been instrumental in delivering differentiated value through new technology to businesses across the UK over the past 20 years. Andy's belief is that if businesses do not adapt to new ways of creating value & maintaining competitive edge by the use of technology, they will be overtaken. He has joined CloudCoCo because he believes it will make the difference.

Board of Directors' Responsibilities

The board directs the group's activities in an effective manner through regular monthly board meetings and monitors performance through timely and relevant reporting procedures which enables risk to be assessed and managed. Where it deems it necessary, the board requests reports on specific areas outwith the normal reporting regime. All directors have access to advice from the company secretary and, if required, independent professionals at the company's expense. Training is available for new and other directors as necessary.

The non-executive directors are regarded as independent of management and any business or other relationships which could interfere with the exercise of their independent judgement.

The board has established two committees, the audit committee and the remuneration committee. It will also set up a nominations committee when the need arises. Membership of both the audit committee and the remuneration committee is made up of the non-executive directors. Tom Black is chairman of the remuneration committee and Simon Duckworth of the audit committee.

Under the company's articles of association, the nearest number to one third of the board shall retire each year by rotation.

Committees' Responsibilities and Corporate Governance

The board is committed to ensuring that proper standards of corporate governance operate. As an AIM listed company CloudCoCo Group plc is not required to comply with the principles and provisions of the UK Corporate Governance Code published by the Financial Reporting Council in April 2016, however the Board of the Company is committed to the principles of good corporate governance and follows, so far as is practicable and appropriate in view of the Group's size, stage of development and the nature of the Company the provisions of the UK Corporate Governance Code and complies with the provisions of the QCA Guidelines.

UK City Code of Takeover and Mergers

CloudCoCo Group plc is subject to the UK City Code on Takeover and Mergers.

SHARE INFORMATION

Other exchanges or trading platforms where CloudCoCo Group plc securities are admitted or traded:

CloudCoCo Group plc is traded on the AIM market of the London Stock Exchange under the symbol CLCO.L. The company has neither applied nor agreed to have any of its securities admitted to any other exchanges or trading platforms.

The number of securities in issue:

As at 27 August 2020, the number of shares in issue was 495,225,686 ordinary shares of £0.01

The number of securities held as treasury shares:

As at 27 August 2020, the number of securities held in treasury shares was 0.

Percentage of AIM securities not in public hands:

As at 27 August 2020, the percentage of AIM securities not in public hands was 304,089,290 ordinary shares of £0.01 nominal: representing 61.40% of the issued share capital.

Identity and percentage holdings of Directors & significant shareholders:

As of 27 August 2020, the identity and percentage holdings of significant shareholders* notified to the company was as follows:

| Shareholder | Number of shares: | Percentage held : |
|---------------------------------------|-------------------|-------------------|
| Mark Halpin (CEO) and Caroline Halpin | 140,713,578 | 28.41% |
| MXC Capital Markets LLP | 75,066,275 | 15.16% |
| Andy Mills (NED **) | 32,724,088 | 6.61% |
| Gresham House Asset Management Ltd | 20,206,510 | 4.08% |
| Darren Weston | 19,115,916 | 3.86% |
| Graham Collinson | 17,452,847 | 3.52% |
| Andrew Barnes | 15,336,083 | 3.10% |
| Michelle Weston | 14,610,381 | 2.95% |
| <u>Other:</u> | | |
| Simon Duckworth (NEC***) | 8,500,000 | 1.72% |
| Michael Lacey (CFO) | 810,000 | 0.16% |

* Significant shareholders are those deemed to be those holding 3% or more of the share capital.

** NED: Non-Executive Director.

*** NEC: Non-Executive Chairman.

Details of any restrictions on the transfer of AIM Securities:

There are no restrictions on the transfer of CloudCoCo Group plc securities.

CONTACTS & ADVISORS

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| Country of Incorporation: | CloudCoCo Group plc is incorporated in England and Wales. | Main Country of Operation: | Its main country of operation is the United Kingdom. |
| Directors: | | Simon Duckworth OBE DL, Non-Executive Chairman Jill Collighan, Non-Executive Director Andy Mills, Non-Executive Director Mark Halpin, Chief Executive Officer Michael Lacey, Chief Financial Officer | |
| Company Secretary: | | Darron Giddens, Company Secretary | |
| Registered Office: | CloudCoCo Group plc 5 Fleet Place, London EC4M 7RD | Registration Number: | 05259846 |
| Nominated Advisor & Broker: | | N+1 Singer One Bartholomew Lane London EC2N 2AX | |
| M&A Advisor | | MXC Capital Advisory LLP 25 Victoria Street London SW1H 0EX | |
| Solicitors: | DAC Beachcroft LLP The Walbrook Building 25 Walbrook London EC4N 8AF | Wright, Johnston & Mackenzie LLP Solicitors 18 Charlotte Square Edinburgh EH2 4DF | |
| Other Key Advisors: | | | |
| Bankers: | | HSBC Bank plc, 70 Pall Mall, London, SW1Y 5EZ | |
| Auditors & Reporting Accountants: | | Nexia, Smith & Williamson, 25 Moorgate, London, EC2R | |
| Registrars: | | Computershare Investor Services plc. The Pavilions, Bridgwater Road, Bristol BS13 8AE CloudCoCo Group plc Shareholder Helpline: Telephone: 0370 707 1017 | |
| Investor Relations: | | Simon Duckworth OBE DL, Non-Executive Chairman | |