

**ANNOUNCEMENT OF APPLICATION FOR ADMISSION TO THE AQSE GROWTH MARKET**

**APPLICANT NAME:**

Watchstone Group plc

**APPLICANT REGISTERED OFFICE, PRINCIPLE PLACE OF BUSINESS (IF DIFFERENT) AND TELEPHONE NUMBER:**

Highfield Court Tollgate, Chandler's Ford, Eastleigh, Hampshire, SO53 3TY  
05542221

**DIRECTORS AND PROPOSED DIRECTORS (IF APPLICABLE):**

**Stefan Borson**

*Group Chief Executive Officer*

**Richard Rose**

*Non-executive Chairman*

**Rt Hon. Lord Howard of Lympne QC**

*Senior Non-executive Director*

**David Young**

*Non-executive Director*

**APPLICANT SECTOR:**

Historically technology – proposed financial services (litigation claims specialist)

**DESCRIPTION OF THE APPLICANT AND ITS ACTIVITIES:**

Watchstone Group plc ("Watchstone") is currently quoted on the AIM market of LSE.

Historically, Watchstone offered services and solutions in the insurance technology and healthcare sectors, including its professional services division disposed of in 2015, Pt Health, a Canadian healthcare company that was disposed of in February 2020 and ingenie, a motor insurance brand for young drivers that was disposed of on 2 November 2020.

Since the disposal of ingenie, the last remaining operating business in the group, Watchstone has been classed as a Cash Shell under AIM rule 15.

Watchstone is now a group with a number of litigation assets, contingent liabilities and cash. Litigation in relation to the historic activities of the Group is being pursued where it is considered that the Group has a strong case and where the Board having taken advice, expects a successful outcome in favour of the Group. These include claims against PricewaterhouseCoopers LLP, Aviva Canada Inc, HMRC as well as other potential claims currently in contemplation. The Group also expects to initiate a claim against its former auditor, KPMG LLP, in respect of its audit of the Group's accounts for the year ended 31 December 2013.

The Group intends to make further cash returns to shareholders as appropriate as its litigation assets are resolved and will continue to consider other commercial opportunities that present themselves in areas where the Board have commercial and/or legal experience.

<b>NAME OF AQSE CORPORATE ADVISER:</b>																	
WH Ireland Limited																	
<b>NUMBER, CLASS AND PAR VALUE OF SECURITIES TO BE ADMITTED:</b>																	
46,038,333 ordinary shares of 10 pence each																	
<b>SECURITIES IN PUBLIC HANDS AS A PERCENTAGE OF THE TOTAL NUMBER OF SECURITIES IN ISSUE (excluding securities held in treasury):</b>																	
32.34%																	
<b>SHAREHOLDERS HOLDING MORE THAN FIVE PER CENT OF THE APPLICANT'S SHARE CAPITAL OR VOTING RIGHTS PRE- AND POST-ADMISSION:</b>																	
<table border="1"> <thead> <tr> <th>Name</th> <th>Shareholding</th> <th>Per cent.</th> </tr> </thead> <tbody> <tr> <td>Polygon Global Partner LLP</td> <td>13,460,255</td> <td>29.24</td> </tr> <tr> <td>Beach Point Capital Management LP</td> <td>6,884,995</td> <td>14.96</td> </tr> <tr> <td>Sand Grove Capital Management LLP</td> <td>5,179,279</td> <td>11.25</td> </tr> <tr> <td>M&amp;G plc</td> <td>2,916,666</td> <td>6.34</td> </tr> </tbody> </table>			Name	Shareholding	Per cent.	Polygon Global Partner LLP	13,460,255	29.24	Beach Point Capital Management LP	6,884,995	14.96	Sand Grove Capital Management LLP	5,179,279	11.25	M&G plc	2,916,666	6.34
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No change to holdings post admission																	
<b>TIMETABLE FOR ANY OFFER OF TRANSFERABLE SECURITIES TO THE PUBLIC:</b>																	
N/A																	
<b>THE EXPECTED ADMISSION DATE:</b>																	
30 April 2021																	
<b>WEBSITE ADDRESS WHERE INVESTOR INFORMATION WILL BE AVAILABLE FOR INSPECTION:</b>																	
watchstonegroup.com																	
<b>NAME OF MARKET ON WHICH THE APPLICANT'S SECURITIES ARE CURRENTLY TRADED:</b>																	
AIM																	
<b>ARRANGEMENTS FOR THE SETTLEMENT OF TRANSACTIONS IN THE APPLICANT'S SECURITIES:</b>																	
CREST																	
<b>DETAILS OF ANY LOCK-IN ARRANGEMENTS:</b>																	
N/A																	
<b>DETAILS OF THE LEGAL OR REGULATORY REQUIREMENTS IN THE APPLICANT'S HOME COUNTRY REGARDING THE CONDUCT OF TAKEOVERS AND THE ACQUISITION OF SIGNIFICANT VOTING RIGHTS TO WHICH THE APPLICANT IS SUBJECT:</b>																	
N/A																	
<b>UPDATE TO A PRIOR APPLICATION ANNOUNCEMENT RELEASED ON:</b>																	
N/A																	