RNS Number: 9338Y Belluscura PLC 28 February 2025

28 February 2025

# Belluscura plc ("Belluscura" or the "Company")

## Result of General Meeting Directors' shareholdings Board Changes

Belluscura plc (AIM: BELL), a UK medical device company focused on developing oxygen enrichment technology spanning broad industries and therapies, is pleased to announce that at the General Meeting held earlier today both the Resolutions were approved by Shareholders:

| Resolution (*indicates special resolution)  | Votes for† | % of shares voted | Votes against | % of shares voted |
|---|------------|-------------------|---------------|-------------------|
| Resolution 1: To allot, <i>inter alia</i> , the Conditional Placing Shares, the VCT/EIS Placing Shares and the WRAP Retail Offer Shares | 93,467,247 | 99.92             | 73,996        | 0.08              |
| Resolution 2*: To disapply Statutory<br>Pre-Emption Rights  | 93,467,247 | 99.92             | 73,996        | 0.08              |

<sup>†</sup> Proxy appointments which gave discretion to the Chairman have been included in the "for" total.

The Company is pleased to confirm that as a result of the issue of the Conditional Placing Shares, the VCT/EIS Placing Shares and the WRAP Retail Offer Shares, which are subject to Admission, together with the Firm Placing which completed on 11 February 2025, the Company has raised total gross proceeds of approximately £4.7 million.

## **Admission and Total Voting Rights**

Application has been made to the London Stock Exchange for admission of the 109,616,986 Conditional Placing Shares, the 56,534,389 VCT/EIS Placing Shares and the 33,750,000 WRAP Retail Offer Shares to trading on AIM.

It is expected that Admission will become effective and dealings in the VCT/EIS Placing Shares and the WRAP Retail Offer Shares will commence on AIM at 8.00 a.m. on or around 4 March 2025.

It is expected that Admission will become effective and dealings in the Conditional Placing Shares and will commence on AIM at 8.00 a.m. on or around 5 March 2025 ("Third Admission").

The Conditional Placing Shares, the VCT/EIS Placing Shares and the WRAP Retail Offer Shares will be issued fully paid and will rank *pari passu* in all respects with the Company's existing Ordinary Shares.

Following the Third Admission on 5 March 2025, the total number of Ordinary Shares in the capital of the Company in issue will be 401,309,607 with voting rights. This figure may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, the Company's issued share capital pursuant to the Company's Articles.

# **Directors' Shareholdings following Admission**

On Third Admission, the revised shareholdings of the following current Directors will be:

| Name            | Holding of<br>Ordinary Shares | % of Enlarged issued share capital |
|-----------------|-------------------------------|------------------------------------|
| Adam Reynolds   | 4,545,233                     | 1.13%                              |
| Robert Rauker   | 3,045,330                     | 0.76%                              |
| David Poutney** | 15,260,554                    | 3.80%                              |
| Ric Piper       | 1,808,295                     | 0.45%                              |
| Dr Pat Strollo  | 964,630                       | 0.24%                              |
| Paul Tuson      | 602,893                       | 0.15%                              |
| Bob Fary        | 32,000                        | 0.01%                              |

\*\* Including shares held by Vivienne Poutney, Mr Poutney's spouse.

### **Board Changes**

The proposed board changes announced on 6 February 2025 will become effective upon Third Admission when Adam Reynolds, David Poutney, Dr Pat Stroller and Bob Fary will each resign from the Board.

Capitalised terms used in this announcement shall, unless defined in this announcement or unless the context provides otherwise, bear the same meaning ascribed to such terms in the Announcement made by the Company at 5.22 p.m. on 6 February 2025.

### **Enquiries:**

For further information please contact:

Belluscura plc Tel: +44 (0)20 3128 8100

Adam Reynolds, Chairman Robert Rauker, Chief Executive Officer Simon Neicheril, Chief Financial Officer

**SPARK Advisory Partners Limited** Tel: +44 (0)20 3368 3550

Nominated Adviser Neil Baldwin / Jade Bayat

**Dowgate Capital Limited** Tel: +44 (0)20 3903 7715

James Serjeant / Colin Clime (Sales and Corporate Broking)
Russell Cook / Daniel Ingram (Corporate Finance)

**Allenby Capital Ltd** Tel: +44 (0) 20 3328 5656

Joint Broker Guy McDougall / Amrit Nahal (Sales and Corporate Broking)

Jeremy Porter / Lauren Wright (Corporate Finance)

Tel: +44 (0)20 3128 8100 email: <u>Belluscura@mhpgroup.com</u>

Financial PR & Investor Relations Katie Hunt/Matthew Taylor

For further information, please visit https://ir.belluscura.com/

Notification and public disclosure of transactions by persons discharging managerial responsibilities ("PDMRs") and persons closely associated ("PCA") with them.

| 1  | Details of the person discharging managerial responsibilities / person closely associated                     |  |  |
|----|---|--|--|
| a) | Name  | Adam Reynolds  |  |
| 2  | Reason for notification   |  |  |
| a) | Position / status   | Non Executive Chairman   |  |
| b) | Initial notification /Amendment   | Initial notification   |  |
| 3  | Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor |  |  |
| a) | Name  | Belluscura plc   |  |
| b) | LEI   | 213800BRJQZE56XBPW94   |  |
| 4  | Details of the transaction(s): section to be rep<br>transaction; (iii) each date; and (iv) each place         | peated for (i) each type of instrument; (ii) each type of where transactions have been conducted |  |
| a) | Description of the financial instrument, type of instrument   | Ordinary shares of £0.01 each in Belluscura plc  |  |
|    | Identification code   | ISIN: GB00BD3B8Z11   |  |
| b) | Nature of the transaction   | Acquisition of ordinary shares of £0.01 each in a subscription;                                  |  |

| c)            | Price(s) and volumes(s)  | Price(s)   | Volumes(s)                     |  |
|---------------|--|--|--------------------------------|--|
|               |  | 2 pence  | 2,512,057                      |  |
|               |  |  |                                |  |
| d)            | Aggregated information   | n/a  |                                |  |
| e)            | Date of the transaction  | 28 February 2025   |                                |  |
| f)            | Place of the transaction   | Outside a Trading Venu   | ue                             |  |
|               |  |  | de de la constant              |  |
| 1             | Details of the person discharging manageria  | ii responsibilities / person   | ciosely associated             |  |
| a)            | Name   | Robert Rauker  |                                |  |
| 2             | Reason for notification  | 1  |                                |  |
| a)            | Position / status  | Chief Executive Officer  |                                |  |
| b)            | Initial notification /Amendment  | Initial notification   |                                |  |
| 3             | Details of the issuer, emission allowance ma<br>monitor  | <br>arket participant, auction p   | latform, auctioneer or auction |  |
| a)            | Name   | Belluscura plc   |                                |  |
| b)            | LEI  | 213800BRJQZE56XBPW   | 213800BRJQZE56XBPW94           |  |
| 4             | Details of the transaction(s): section to be r<br>transaction; (iii) each date; and (iv) each pla  |  |                                |  |
| a)            | Description of the financial instrument, type of instrument  | Ordinary shares of £0.01 each in Belluscura plc  ISIN: GB00BD3B8Z11  Acquisition of ordinary shares of £0.01 each in a subscription; |                                |  |
|               | Identification code  |  |                                |  |
|               |  |  |                                |  |
| b)            | Nature of the transaction  | subscription;  |                                |  |
| b)            | Price(s) and volumes(s)  | subscription;  Price(s)  | Volumes(s)                     |  |
|               |  | , ,  | 2,009,646                      |  |
|               |  | Price(s)   |                                |  |
|               |  | Price(s)   |                                |  |
| c)            | Price(s) and volumes(s)  | Price(s) 2 pence   |                                |  |
| c)            | Price(s) and volumes(s)  Aggregated information  | Price(s)  2 pence  | 2,009,646                      |  |
| d) e)         | Price(s) and volumes(s)  Aggregated information  Date of the transaction   | Price(s)  2 pence  n/a  28 February 2025  Outside a Trading Venu   | 2,009,646                      |  |
| c) d) e) f)   | Price(s) and volumes(s)  Aggregated information  Date of the transaction  Place of the transaction  Details of the person discharging manageria                                | Price(s)  2 pence  n/a  28 February 2025  Outside a Trading Venu   | 2,009,646                      |  |
| d) e) f)      | Price(s) and volumes(s)  Aggregated information  Date of the transaction  Place of the transaction  Details of the person discharging manageria  Name                          | Price(s)  2 pence  n/a  28 February 2025  Outside a Trading Venu   | 2,009,646                      |  |
| c) d) e) f) 2 | Price(s) and volumes(s)  Aggregated information  Date of the transaction  Place of the transaction  Details of the person discharging manageria  Name  Reason for notification | Price(s)  2 pence  n/a  28 February 2025  Outside a Trading Venu  Il responsibilities / person                                       | 2,009,646                      |  |
| d) e) f)      | Price(s) and volumes(s)  Aggregated information  Date of the transaction  Place of the transaction  Details of the person discharging manageria  Name                          | Price(s)  2 pence  n/a  28 February 2025  Outside a Trading Venu   | 2,009,646                      |  |

| 3  | Details of the issuer, emission allowance mark<br>monitor  | ket participant, auction platform, a                            | auctioneer or auction |  |
|----|--|---|-----------------------|--|
| a) | Name   | Belluscura plc  |                       |  |
| b) | LEI  | 213800BRJQZE56XBPW94  |                       |  |
| 4  | Details of the transaction(s): section to be repetransaction; (iii) each date; and (iv) each place |   |                       |  |
| a) | Description of the financial instrument, type of instrument  | Ordinary shares of £0.01 each in Belluscura plc                 |                       |  |
|    | Identification code  | ISIN: GB00BD3B8Z11  |                       |  |
| b) | Nature of the transaction  | Acquisition of ordinary shares of £0.01 each in a subscription; |                       |  |
| c) | Price(s) and volumes(s)  | Price(s)  | Volumes(s)            |  |
|    |  | 2 pence   | 1,004,823             |  |
|    |  |   |                       |  |
| d) | Aggregated information   | n/a   |                       |  |
| e) | Date of the transaction  | 28 February 2025  |                       |  |
| f) | Place of the transaction   | Outside a Trading Venue   |                       |  |
|    |  |   |                       |  |

|    | Details of the person discharging manageria                 |   | •                             |
|----|---|---|-------------------------------|
| a) | Name  | Paul Tuson  |                               |
| 2  | Reason for notification                                     |   |                               |
| a) | Position / status   | Non Executive Director  |                               |
| b) | Initial notification /Amendment                             | Initial notification  |                               |
| 3  | Details of the issuer, emission allowance ma<br>monitor     | arket participant, auction pla  | atform, auctioneer or auction |
| a) | Name  | Belluscura plc  |                               |
| b) | LEI   | 213800BRJQZE56XBPW94  |                               |
| 4  |   | o be repeated for (i) each type of instrument; (ii) each type of<br>ch place where transactions have been conducted |                               |
| a) | Description of the financial instrument, type of instrument | Ordinary shares of £0.0   | 1 each in Belluscura plc      |
|    | Identification code   | ISIN: GB00BD3B8Z11  |                               |
| b) | Nature of the transaction                                   | Acquisition of ordinary shares of £0.01 each in a subscription;   |                               |
| c) | Price(s) and volumes(s)                                     | Price(s)  | Volumes(s)                    |
|    |   | 2 pence   | 602,893                       |
|    |   |   |                               |

| d) | Aggregated information   | n/a                     |
|----|--------------------------|-------------------------|
| e) | Date of the transaction  | 28 February 2025        |
| f) | Place of the transaction | Outside a Trading Venue |

| 1  | Details of the person discharging managerial responsibilities / person closely associated             |  |                       |  |
|----|---|--|-----------------------|--|
| a) | Name  | Dr Patrick Strollo   |                       |  |
| 2  | Reason for notification   |  |                       |  |
| a) | Position / status   | Non Executive Director   |                       |  |
| b) | Initial notification /Amendment   | Initial notification   |                       |  |
| 3  | Details of the issuer, emission allowance mark monitor  | ket participant, auction platform,                                 | auctioneer or auction |  |
| a) | Name  | Belluscura plc   |                       |  |
| b) | LEI   | 213800BRJQZE56XBPW94   |                       |  |
| 4  | Details of the transaction(s): section to be rep<br>transaction; (iii) each date; and (iv) each place |  |                       |  |
| a) | Description of the financial instrument, type of instrument Identification code                       | Ordinary shares of £0.01 each in Belluscura plc ISIN: GB00BD3B8Z11 |                       |  |
| b) | Nature of the transaction   | Acquisition of ordinary shares of £0.01 each in a subscription;    |                       |  |
| c) | Price(s) and volumes(s)   | Price(s)  2 pence  | Volumes(s)<br>964,630 |  |
|    |   |  | 304,030               |  |
| d) | Aggregated information  | n/a  |                       |  |
| e) | Date of the transaction   | 28 February 2025   |                       |  |
| f) | Place of the transaction  | Outside a Trading Venue  |                       |  |

| 1  | Details of the person discharging managerial responsibilities / person closely associated                     |                        |  |
|----|---|------------------------|--|
| a) | Name  | Richard Piper          |  |
| 2  | Reason for notification   |                        |  |
| a) | Position / status   | Non Executive Director |  |
| b) | Initial notification /Amendment   | Initial notification   |  |
| 3  | Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor |                        |  |
| a) | Name  | Belluscura pic         |  |

| b) | LEI   | 213800BRJQZE56XBPW94  |           |  |  |
|----|---|---|-----------|--|--|
| 4  | Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted |   |           |  |  |
| a) | Description of the financial instrument, type of instrument   | Ordinary shares of £0.01 each in Belluscura plc                 |           |  |  |
|    | Identification code   | ISIN: GB00BD3B8Z11  |           |  |  |
| b) | Nature of the transaction   | Acquisition of ordinary shares of £0.01 each in a subscription; |           |  |  |
| c) | Price(s) and volumes(s)   | . ,   | 1,728,295 |  |  |
| d) | Aggregated information  | n/a   |           |  |  |
| e) | Date of the transaction   | 28 February 2025  |           |  |  |
| f) | Place of the transaction  | Outside a Trading Venue   |           |  |  |

This information is provided by RNS, the news service of the London Stock Exchange. RNS is approved by the Financial Conduct Authority to act as a Primary Information Provider in the United Kingdom. Terms and conditions relating to the use and distribution of this information may apply. For further information, please contact <a href="mailto:msc.ukm.ns.com">msc.ukm.ns.com</a>.

RNS may use your IP address to confirm compliance with the terms and conditions, to analyse how you engage with the information contained in this communication, and to share such analysis on an anonymised basis with others as part of our commercial services. For further information about how RNS and the London Stock Exchange use the personal data you provide us, please see our <a href="Privacy Policy">Privacy Policy</a>.

END

ROMEADAPADESEFA