

12 May 2025

Catenai PLC

("Catenai" or the "Company")

**Result of AGM, Issue of Equity, Warrants,
Director/PDMR Shareholding, Related Party Transaction**

Catenai PLC (AIM: CTAI), the AIM quoted provider of digital media and technology, announces that, at its Annual General Meeting held today, all resolutions were duly passed. In addition, the Company announces a related party transaction and the issue of additional equity as set out further below.

Sub-Division

As announced on 17 April 2025, pursuant to the Sub-Division, each Existing Ordinary Share in the capital of the Company will be subdivided into one New Ordinary Share of 0.01 pence each and one New Deferred Share of 0.19 pence each.

Issue of Equity

Pursuant to the Placing and Subscription announced on 11 April 2025, the Company has issued 500,000,000 New Ordinary Shares at the Placing Price.

In addition, as announced on 11 April 2025, accrued director fees of £45,000 have been settled through the issue of 30,000,000 new ordinary shares at the Placing Price as detailed in the table below ("Director Settlement"):

Director	Current Shares	Shares issued in lieu of salary	Resultant shareholding following Admission	Resultant % Shareholding following Admission
John Farthing	2,287,503	6,666,666	8,954,169	0.93%
Brian Thompson	11,263,759	23,333,334	34,597,093	3.60%

Furthermore, the Company has also issued 25,600,000 New Ordinary Shares at the Placing Price to settle creditor liabilities of £38,400 ("Creditor Shares"). 16,000,000 of the Creditor Shares have been issued to Sanderson Capital Partners Ltd ("Sanderson Capital Partners") for consultancy and business development services in relation to the proposed Alludium investment announced 11 April 2025.

The issue of Creditor Shares to Sanderson Capital Partners constitutes a related party transaction for the purposes of Rule 13 of the AIM Rules by virtue of Sanderson Capital Partners being a shareholder of more than 10% of the Company's current issued share capital (the "Transaction"). Brian Thompson and John Farthing, being directors of the Company independent of the Transaction, having consulted with the Company's nominated adviser, Cairn Financial Advisers LLP, consider that the terms of the Transaction are fair and reasonable in so far as the Company's shareholders are concerned.

Issue of Warrants

As announced on 11 April 2025, the Company's broker, Shard Capital Partners, has been issued warrants over 20,000,000 new ordinary shares in the Company. The warrants will be exercisable for a period of 36 months from the date of Admission with an exercise price of 0.18 pence per new ordinary share ("Broker Warrants").

from the date of admission with an exercise price of one pence per new ordinary share ("Director Warrants").

The Company has issued 132,500,000 warrants over new ordinary shares ("Director Warrants"), as announced on 11 April 2025 and on 6 May 2025, to directors to align themselves with shareholders and reward them in the event of significant share price appreciation, as set out in the table below.

	Brian Thompson	John Farthing	Sarfraz Munshi
	Chairman	CEO/CFO	Non-Exec
Warrant Terms	Number	Number	Number
Exercise price £0.0018 for 12 months	15,000,000	25,000,000	-
Exercise price £0.003 for 18 months	20,000,000	30,000,000	-
Exercise price £0.0035 for 18 months	-	-	42,500,000
Total	35,000,000	55,000,000	42,500,000

Update re Investment in Alludium

Further to the announcement on 11 April 2025, the Company has now received shareholder approval at the AGM for the proposed investment in Alludium. The Company is finalising a subscription agreement with Alludium.

Admission

Application will be made to the London Stock Exchange to admit the New Ordinary Shares to trading on AIM. Admission of the New Ordinary Shares is expected to occur on or around 15 May 2025. The new ordinary shares will rank *pari passu* with the existing ordinary shares.

Total Voting Rights

For the purpose of the Disclosure and Transparency Rules, following the issue of shares detailed above the enlarged issued share capital of the Company will comprise 962,174,451 ordinary shares of 0.01p each. The above 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, under the Disclosure and Transparency Rules.

Capitalised terms used in this announcement shall, unless otherwise defined, have the same meaning as set out in the announcement on 17 April 2025.

This announcement contains inside information for the purposes of the UK Market Abuse Regulation. The person who arranged for release of this announcement on behalf of the Company was John Farthing, Interim Chief Executive Officer of the Company and the Directors of the Company are responsible for the release of this announcement.

For further information please contact:

Catenai PLC

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Shard Capital Partners LLP (Broker)

Damon Heath

+44 (0)20 7186 9952

Notes to Editors:

About Catenai PLC

Catenai is an AIM quoted provider of digital media and technology services. The Company specialises in IT solutions that solve commercial challenges and create opportunities for its clients, with an increasing focus incorporating AI into its platforms. The Company has an experienced IT team of project managers and integrators who have deployed systems across corporate, government and educational sectors.

Caution regarding forward looking statements

Certain statements in this announcement, are, or may be deemed to be, forward looking statements. Forward looking statements are identified by their use of terms and phrases such as "believe", "could", "should", "envisage", "estimate", "intend", "may", "plan", "potentially", "expect", "will" or the negative of those, variations or comparable expressions, including references to assumptions. These forward looking statements are not based on historical facts but rather on the Directors' current expectations and assumptions regarding the Company's future growth, results of operations, performance, future capital and other expenditures (including the amount, nature and sources of funding thereof), competitive advantages, business prospects and opportunities. Such forward looking statements reflect the Directors' current beliefs and assumptions and are based on information currently available to the Directors.

Notification of a Transaction pursuant to Article 19(1) of Regulation (EU) No. 596/2014									
1	Details of the person discharging managerial responsibilities/person closely associated								
a.	Name	A) John Farthing B) Brian Thompson							
2	Reason for notification								
a.	Position/Status	A) Director of the Company B) Director of the Company							
b.	Initial notification/ Amendment	Initial notification							
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor								
a.	Name	Catenai plc							
b.	LEI	213800712D8YWPMSP544							
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 Identification Code	Ordinary shares of 0.01 pence each ISIN: GB00BN7DVG54							
b.	Nature of the transaction	Issue of new ordinary shares pursuant to Director Settlement							
c.	Price(s) and volume(s)	<table border="1"> <thead> <tr> <th>Price</th> <th>Volume</th> </tr> </thead> <tbody> <tr> <td>A) 0.15p</td> <td>A) 6,666,666</td> </tr> <tr> <td>B) 0.15p</td> <td>B) 23,333,334</td> </tr> </tbody> </table>	Price	Volume	A) 0.15p	A) 6,666,666	B) 0.15p	B) 23,333,334	
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A) 0.15p	A) 6,666,666								
B) 0.15p	B) 23,333,334								
d.	Aggregated information - Aggregated Volume - Price								
e.	Date of the transaction	12 May 2025							
f.	Place of the transaction	AIM							

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a.	Description of the financial instrument, type of instrument Identification Code	Ordinary shares of 0.01 pence each ISIN: GB00BN7DVG54						
b.	Nature of the transaction	Warrants over new ordinary shares exercisable for 12 months from Admission						
c.	Price(s) and volume(s)	<table border="1"> <thead> <tr> <th>Price</th> <th>Volume</th> </tr> </thead> <tbody> <tr> <td>A) 0.18p</td> <td>25,000,000</td> </tr> <tr> <td>B) 0.18p</td> <td>15,000,000</td> </tr> </tbody> </table>	Price	Volume	A) 0.18p	25,000,000	B) 0.18p	15,000,000
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a.	Description of the financial instrument, type of instrument Identification Code	Ordinary shares of 0.01 pence each ISIN: GB00BN7DVG54		
b.	Nature of the transaction	Warrants over new ordinary shares exercisable for 18 months from Admission		
c.	Price(s) and volume(s)	Price	Volume	
		A) 0.3p	30,000,000	
		B) 0.3p	20,000,000	
d.	Aggregated information - Aggregated Volume - Price			
e.	Date of the transaction	12 May 2025		
f.	Place of the transaction	AIM		

Notification of a Transaction pursuant to Article 19(1) of Regulation (EU) No. 596/2014				
1	Details of the person discharging managerial responsibilities/person closely associated			
a.	Name	Sarfraz Munshi		
2	Reason for notification			
a.	Position/Status	Director of the Company		
b.	Initial notification/ Amendment	Initial notification		
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor			
a.	Name	Catenai plc		
b.	LEI	2138007I2D8YWPMSP544		
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a.	Description of the financial instrument, type of instrument Identification Code	Ordinary shares of 0.01 pence each ISIN: GB00BN7DVG54		
b.	Nature of the transaction	Warrants over new ordinary shares exercisable for 18 months from Admission		
c.	Price(s) and volume(s)	Price	Volume	
		0.35p	42,500,000	

d.	Aggregated information - Aggregated Volume - Price	
e.	Date of the transaction	12 May 2025
f.	Place of the transaction	AIM

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