

THIS ANNOUNCEMENT CONTAINS INSIDE INFORMATION FOR THE PURPOSES OF REGULATION (EU) 596/2014 AS IT FORMS PART OF DOMESTIC LAW IN THE UNITED KINGDOM BY VIRTUE OF THE EU (WITHDRAWAL) ACT 2018.

28 August 2025

Cambridge Cognition Holdings plc
("Cambridge Cognition", the "Company" or the "Group")

**Placing and Subscription raising approximately £1.12 million,
Total Voting Rights and PDMR Dealings**

Cambridge Cognition Holdings plc (AIM: COG), the brain health software group specialising in digital health products that advance brain health research and treatment, is pleased to announce that following the announcement of its interim results for the six months ended 30 June 2025 earlier this morning and in response to shareholder demand, it has raised gross proceeds of approximately £1.12 million by way of a placing and a subscription (together, the "Fundraising").

In aggregate 4,100,000 new ordinary shares of 1p each ("Ordinary Shares") in the capital of the Company have been subscribed for on a non-pre-emptive basis and at a price of 27.25p per share (the "Issue Price"). The Company intends to use the net proceeds of the Fundraising, being approximately £1.06 million, for general working capital purposes and to strengthen its balance sheet.

A total of 1,118,226 new Ordinary Shares (the "Placing Shares") have been placed with existing institutional investors at the Issue Price to raise gross proceeds of approximately £0.31 million. In addition, a substantial shareholder of the Company (as defined in the AIM Rules) as well as certain directors and persons discharging managerial responsibilities ("PDMRs") of the Company have agreed to subscribe for, in aggregate, 2,981,774 new Ordinary Shares (the "Subscription Shares") at the Issue Price raising gross proceeds of approximately £0.81 million.

The Issue Price represents a premium of approximately 4.81% to the closing mid-market price of 26p per existing Ordinary Share on 27 August 2025, being the last trading day prior to the publication of this announcement. The Placing Shares and Subscription Shares, in aggregate, represent approximately 9.78% of the existing issued ordinary share capital of the Company.

Dowgate Capital Limited ("Dowgate") is acting as sole placing agent to the Company in respect of the Fundraising.

Dr. Steven Powell, Chairman of Cambridge Cognition, said:

"This equity issue has been undertaken to strengthen the Company's working capital position and allow the Board and management to focus completely on driving sales to bring Cambridge Cognition to sustained profitability and cash flow."

"We are grateful for the support of key shareholders and members of the board and management who share our view that the current share price does not represent the underlying value of the business and are prepared to subscribe for shares at a premium to the market price."

Details of the Fundraising

Structure

The Company has raised gross proceeds of approximately £1.12 million from a placing with existing institutional investors and a subscription with a substantial shareholder of the Company (as defined by the AIM Rules) as well as certain directors and PDMRs of the Company. The Placing Shares and the Subscription Shares will be allotted and issued, for cash on a non-pre-emptive basis, using the Company's existing share authorities that were granted at

the general meeting of the Company held on 27 June 2025.

Placing

The Company has raised gross proceeds of £304,717 through the placing of the Placing Shares at the Issue Price. The placing is subject to certain customary conditions and termination rights set out in a placing agreement entered into between the Company and Dowgate.

Subscription

The Company has raised gross proceeds of £812,533 through a subscription with a substantial shareholder of the Company (as defined by the AIM Rules) as well as certain directors and PDMRs of the Company for the Subscription Shares at the Issue Price. The subscription is subject to the conditions and termination rights set out in the relevant subscription agreements entered into between the Company and the subscribers.

Related Party Transactions

Brett Gordon, a substantial shareholder of the Company (as defined in the AIM Rules), has agreed to subscribe for 2,693,878 Subscription Shares at the Issue Price. The participation by Brett Gordon in the Fundraising constitutes a related party transaction pursuant to AIM Rule 13 of the AIM Rules.

On Admission, Brett Gordon will hold an aggregate beneficial interest in 7,148,878 Ordinary Shares, representing approximately 15.53% of the enlarged issued share capital of the Company.

Additionally, the following directors of the Company, being Debra Leeves, Stuart Gall, Jon Kempster, and Rob Baker have agreed to subscribe for an aggregate of 121,152 Subscription Shares at the Issue Price as set out below.

Director	Role	New Ordinary Shares being subscribed for	Total Ordinary Shares held on Admission	Percentage of enlarged issued share capital on Admission
Debra Leeves	Non-Executive Director	29,400	143,150	0.31%
Stuart Gall	Non-Executive Director	36,700	105,450	0.23%
Jon Kempster	Non-Executive Director	36,700	36,700	0.08%
Rob Baker	Chief Operating Officer & Senior Executive Director	18,352	18,352	0.04%

The independent directors, being Dr. Steven Powell, Richard Bungay and Nick Rodgers, having consulted with Panmure Liberum Limited as the Company's nominated adviser, consider that the participation by Brett Gordon, Debra Leeves, Stuart Gall, Jon Kempster and Rob Baker in the Fundraising is fair and reasonable insofar as its shareholders are concerned.

PDMR participation

Certain PDMRs of the Company have agreed to subscribe for an aggregate of 166,744 Subscription Shares at the Issue Price as set out below.

Director	Role	New Ordinary Shares being subscribed for	Total Ordinary Shares held on Admission	Percentage of enlarged issued share capital on Admission
Ronald Openshaw	Chief Financial Officer & Head of Corporate Development	91,744	91,744	0.20%
Ricky Dolphin	Chief Technology Officer	50,000	170,591	0.37%
Simon McKeating	Finance Director & Company Secretary	25,000	25,000	0.05%

Admission and Settlement

Application has been made to London Stock Exchange plc for the Placing Shares and the Subscription Shares to be admitted to trading on AIM ("Admission").

Admission is expected to take place, and dealings in the Placing Shares and the Subscription Shares are expected to commence at 8:00 a.m. on 2 September 2025.

The Placing Shares and the Subscription Shares will be fully paid and will rank *pari passu* in all respects with the existing Ordinary Shares.

Total Voting Rights

The Company does not currently hold any shares in treasury. Therefore, the figure of 46,040,413 Ordinary Shares may be used by shareholders of the Company as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change in their interest in, the share capital of the Company under the FCA's Disclosure Guidance and Transparency Rules.

Enquiries:

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Panmure Liberum Limited (NOMAD and Joint Broker) Will Goode / Freddy Crossley / Mark Rogers Rupert Dearden	Tel: 020 7886 2968 (Corporate Finance) (Corporate Broking)
Dowgate Capital Limited (Joint Broker) David Poutney / Amber Higgs	Tel: 020 3903 7715
Hudson Sandler (Financial PR and IR) Dan de Belder / Hattie Dreyfus / Jackson Redley	Tel: 020 7796 4133 cog@hudsonsandler.com

Notes to Editors

About Cambridge Cognition

Cambridge Cognition is a brain health software group specialising in digital health products that advance brain health research and treatment. Built on rich, curated data and deep technical expertise we are building a strong global brand with scalable technology that will support the rising world demand for diagnosing and treating brain health. The Company creates shareholder value through organic sales growth, strategic partnerships, joint ventures, and spinouts. The Company has identified four market sectors:

- **Clinical Studies** for new pharmaceuticals;
- **Academic Research** for scientists to understand CNS disorders;
- **Healthcare** to provide physicians with cognitive assessments to allow them to diagnose and treat patients; and,
- **Consumer Health & Wellness** to provide individuals access to accurate, reliable, and meaningful data to assess their cognitive health.

For further information, visit: www.cambridgecognition.com

Notification and public disclosure of transactions by persons discharging managerial responsibilities ("PDMRs").

1	Details of the person discharging managerial responsibilities	
a)	Name	1. Debra Leeves 2. Stuart Gall 2. Jon Kempster 4. Rob Baker 5. Ronald Openshaw 6. Ricky Dolphin 7. Simon McKeating

		7. Senior Management	
2	Reason for the notification		
a)	Position/status	1. Non-Executive Director 2. Non-Executive Director 3. Non-Executive Director 4. Chief Operating Officer & Senior Executive Director 5. Chief Financial Officer and Head of Corporate Development 6. Chief Technology Officer 7. Finance Director	
b)	Initial notification /Amendment	Initial Notification	
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor		
a)	Name	Cambridge Cognition Holdings plc	
b)	LEI	213800SZKDIN122EPA96	
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 1p each	
	Identification code	GB00B8DV9647	
b)	Nature of transaction	Purchase subject to Admission of new Ordinary Shares	
c)	Price(s) and volume(s)	Price(s)	Volume(s)
		27.25p per new Ordinary Share	1. 29,400 2. 36,700 3. 36,700 4. 18,352 5. 91,744 6. 50,000 7. 25,000
	Aggregated information - Aggregated volume - Price	287,896 new Ordinary Shares at 27.25p per new Ordinary Share	
e)	Date of the transaction	28 August 2025	
f)	Place of the transaction	London Stock Exchange, AIM	

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