



RNS Number : 8095X

S4 Capital PLC

07 January 2022

7 January 2022

## **S<sup>4</sup> CAPITAL PLC**

**("S<sup>4</sup> Capital" or the "Company")**

### **Notification of a transaction by a Person Discharging Managerial Responsibilities ("PDMR")**

The Company received notification on 7 January 2022 that Scott Spirit, a PDMR, had bought 9,250 ordinary shares of £0.25 each at a price of £5.34505421 each (for an aggregate price of £49,441.75).

Following this purchase, Scott Spirit holds 256,744 ordinary shares in the Company, representing approximately 0.046% of the entire issued share capital of the Company.

The notification below is made in accordance with the requirements of MAR.

- a) Name Scott Spirit
2. **Reason for the Notification**
- a) Position/status Executive director
- b) Initial notification/ Initial  
Amendment
3. **Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor**
- a) Name S<sup>4</sup> Capital plc
- b) LEI LEI: 21380068SP9V65KPQN68
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 25 pence each |                  |                 |
| Identification code  | GB00BFZZM640                     |                  |                 |
| b) Nature of the transaction                                   | Share purchase                   |                  |                 |
| c) Price(s) and volume(s)                                      | Price                            | Volume           |                 |
|  | £5.34505421                      | 9,250            |                 |
| d) Aggregated information                                      | Aggregate Price                  | Aggregate Volume | Aggregate total |
| Aggregated volume  | £5.34505421                      | 9,250            | £49,441.75      |
- e) Date of the transaction 7 January 2022
- f) Place of the transaction London Stock Exchange (XLON)

## **Enquiries:**

### **S<sup>4</sup>Capital**

Tel: +44 (0)20 3793 0003

Sir Martin Sorrell (Executive Chairman)

**Powerscourt (PR Adviser to S<sup>4</sup>Capital)** Tel: +44 (0)7970 246 725

Elly Williamson

Jane Glover

### **About S<sup>4</sup>Capital**

S<sup>4</sup>Capital plc (SFOR.L) is the tech-led, new age/new era digital advertising and marketing services company, established by Sir Martin Sorrell in May 2018.

Its strategy is to build a purely digital advertising and marketing services business for global, multinational, regional, local clients and millennial-driven influencer brands. This will be achieved by integrating leading businesses in three practice areas: content, data&digital media and technology services, along with an emphasis on "faster, better, cheaper" executions in an always-on consumer-led environment, with a unitary structure.

Digital is by far the fastest-growing segment of the advertising market. S<sup>4</sup>Capital estimates that in 2020 digital accounted for over 50% (for the first time) or \$290 billion of total global advertising spend of \$525 billion (excluding over \$500 billion of trade promotion marketing, the primary target of the Amazon advertising platform) and projects that by 2022 total global advertising spend will expand to \$650 billion and digital's share will grow to approximately 60% and by 2024 to approximately 70%, accelerated by the impact of covid-19.

S<sup>4</sup>Capital combined with MediaMonks, the leading AdAge A-listed creative digital content production company led by Victor Knaap and Wesley ter Haar, in July 2018 and with MightyHive, the market-leading digital media solutions provider for future thinking marketers and agencies, led by Peter Kim and Christopher S. Martin, in December 2018.

In April 2019, MightyHive combined with ProgMedia to expand operations into Latin America and MediaMonks acquired film studio Caramel Pictures to expand content studio capabilities. In June 2019, MediaMonks announced a planned combination with Australia-based BizTech, a leading marketing transformation and customer experience company. In August 2019, MediaMonks combined with Amsterdam-based digital influencer marketing agency IMA. In October 2019, MediaMonks combined with Firewood Marketing, the largest digital marketing agency based in Silicon Valley, that was recently ranked, along with MediaMonks and Circus (see below), as one of the fastest growing agencies by Adweek, and MightyHive combined with award-winning UK-based digital analytics, biddable media and data science company ConversionWorks and South Korea-based data and analytics consultancy MightyHive Korea. In November 2019, MediaMonks announced its combination with Delhi-based content creation and production company WhiteBalance (completed in August 2020 - the delay due to necessary merger clearance

procedures) and then with fully integrated digital agency Circus Marketing in January 2020 (completed in March 2020).

In May 2020, MightyHive announced a combination with Digodat, one of the leading Latin American data and analytics consultancies, and in June 2020, MightyHive announced its combination with Lens10, a leading Australian digital strategy and analytics consultancy. In July 2020, MightyHive announced a combination with Orca Pacific, a market leading full-service Amazon agency and boutique consultancy firm based in Seattle. In August 2020, MightyHive announced a combination with London-based Brightblue, an econometric and media optimisation consultancy. In September 2020, MediaMonks announced its combination with Dare.Win, expanding its geographical presence to France.

In January 2021, MediaMonks announced its combination with integrated creative, technology and media agency Decoded Advertising, Shanghai based creative agency TOMORROW and Stuttgart based automotive specialist STAUD STUDIOS. MightyHive also announced its combination with integrated digital performance marketing agency Metric Theory. In February 2021, MightyHive acquired the assets of Datalicious Australia, a leading Google Marketing Platform, Google Cloud and Google Analytics partner in Asia Pacific. In March 2021, MediaMonks announced it had entered into a conditional agreement in relation to a combination of MediaMonks with Toronto-based design and experience agency, Jam3. In May 2021, MightyHive announced it had entered into a conditional agreement in relation to a combination of MightyHive with the leading digital performance agency in Brazil, Raccoon Group.

On 26 July 2021, MightyHive announced a combination with Salesforce specialist Destined expanding its data and digital media practice in Asia Pacific. On 8 September 2021, the new unitary brand Media.Monks announced a combination with the iconic culture and creative marketing agency Cashmere, based in Los Angeles. Also in September 2021, Media.Monks announced a merger with leading digital transformation services firm Zemoga, headquartered in Los Angeles, with further US offices as well as delivery centres in Colombia. The merger expanded the Media.Monks offering into technology services. On 15 November 2021, Media.Monks announced a merger with leading creative content marketing agency Miyagi. The merger added to Media.Monks' existing Content, Data&digital media capabilities in Italy, Europe's fourth largest advertising market. In December 2021, Media.Monks announced a merger with Maverick Digital, a leader in digital transformation strategy, Salesforce platform implementation, integration strategy & execution and managed services

In August 2021, S<sup>4</sup>Capital launched its unitary brand by merging MediaMonks and MightyHive into Media.Monks, represented by a dynamic logo mark that features MightyHive's iconic hexagon. As the operational brand, Media.Monks underpins S<sup>4</sup>Capital's agility, digital knowledge and efficiency and is the next step in delivering on its foundational promise to unify content, data&digital media and technology services.

On 16 July 2020, S<sup>4</sup>Capital announced the successful placing of 36,766,642 new ordinary shares at a price of 315p raising approximately £116 million gross proceeds which has been used for further expansion and combination purposes.

On 19 July 2021, S<sup>4</sup>Capital announced it had engaged Credit Suisse AG, London branch, HSBC Bank plc and Barclays Bank plc as lead arrangers for a seven-year €375 million senior secured term loan. In addition, it negotiated a five-year £100 million equivalent multicurrency senior secured revolving credit facility with Credit Suisse, HSBC, Barclays, JP Morgan and BNP Paribas. Both term loan and revolving facility were successfully completed in early August 2021. This refinanced its existing €25 million and US\$28.9 million term loans and its €35 million and €43.5 million multicurrency revolving credit facilities and will provide approximately £200 million for general corporate purposes, including funding the cash element of future mergers, which is typically one-half of overall consideration. The Company will maintain its policy of maximum net leverage not exceeding 1.5-2x Operational EBITDA.

Victor Knaap, Wesley ter Haar, Pete Kim, Christopher Martin, Mary Basterfield and Scott Spirit all joined the S<sup>4</sup>Capital Board as Directors. The S<sup>4</sup>Capital Board also includes Rupert Faure Walker, Paul Roy, Daniel Pinto, Sue Prevezer, Elizabeth Buchanan, Naoko Okumoto, Margaret Ma Connolly, Peter Rademaker and Miles Young.

The Company now has well over 7,000 people in 33 countries across the Americas, Europe, the Middle East and Africa and Asia-Pacific and a current market capitalisation of approximately £3.3 billion (c.\$4.5 billion) and would rank well inside the FTSE 125. It achieved Unicorn status in a little over one year, unique in the advertising and marketing services industry. Sir Martin was CEO of WPP for 33 years, building it from a £1 million "shell" company in 1985 into the world's largest advertising and marketing services company with a market capitalisation of over £16 billion on the day he left. Today its market capitalisation is £132 billion, having recently been surpassed by Publicis for the first time. Prior to that Sir Martin was Group Financial Director of Saatchi & Saatchi Company Plc for nine years.

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