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31 August 2018

**DERRISTON CAPITAL PLC
("Derriston" or the "Company")**

Transaction update

On 30 May 2018 the Company announced that it had agreed to acquire S⁴ Capital Limited ("**S⁴Capital**" and the "**Acquisition**").

The Acquisition remains subject to a number of conditions including:

- (i) the publication of a prospectus by the Company describing the enlarged group including MediaMonks and S⁴Capital (the "**Prospectus**"); and
- (ii) the approval by the Company's independent shareholders in a general meeting (the "**General Meeting**") of the expected conditional waiver by the Panel on Takeovers and Mergers of any obligation on Sir Martin Sorrell and persons deemed to be acting in concert with him to make a general offer to the Company's shareholders pursuant to Rule 9 of the City Code on Takeovers and Mergers that would otherwise arise.

The Company expects that the Prospectus and a circular to convene the General Meeting will be published in September.

This announcement contains inside information.

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IMPORTANT INFORMATION

Dowgate Capital Stockbrokers Limited which is authorised and regulated in the United Kingdom by the Financial Conduct Authority is acting for Derriston Capital plc and S⁴ Capital Limited in connection with the proposals set out in this announcement and for no one else and will not be responsible to anyone other than Derriston Capital plc and S⁴ Capital Limited for providing the protections afforded to their clients or for providing advice in relation to this announcement or any matters referred to herein.

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The boards of Derriston Capital plc and of S⁴ Capital Limited, who have separately appointed Dowgate Capital Stockbrokers Limited, are both aware of and accept Dowgate Capital Stockbrokers Limited's role as broker to each such company in connection with the proposals set out in this announcement.