

29 March 2022

All Active Asset Capital Limited
(‘AAA’ or ‘the Company’)

Agreed Acquisition of Sentiance

Collaboration between AAQUA and Sentiance

Update on liquidity options for AAA shareholders

Following its announcement on 31 January 2022, AAA is pleased to provide shareholders with an update on its progress.

Proposed 100% Acquisition of Sentiance

On 1 December 2021 AAA announced that it owned 25.3% of Sentiance N.V. (‘Sentiance’). Following ongoing management team and board discussions, AAA has now agreed to acquire the remaining issued equity of Sentiance which means that, upon completion, AAA will own 100% of Sentiance (the ‘Sentiance Acquisition’).

AAA has agreed non-binding heads of terms for the Sentiance Acquisition and is currently negotiating a binding sale and purchase agreement. The acquisition should be completed before the end of April 2022, after which a further announcement will be made.

Collaboration between AAQUA and Sentiance

AAQUA B.V. (‘AAQUA’), in which AAA currently owns a 32.5% equity stake, and Sentiance have also agreed a mutually beneficial long-term Master Service Agreement (‘MSA’) which will come into effect upon completion of the Sentiance Acquisition. Under the terms of the MSA, AAQUA and Sentiance will collaborate on a fully aligned roadmap which, amongst other things, will result in:

- accelerated integration and productisation of Sentiance’s acclaimed AI recommendation, contextualisation and journey engines within the AAQUA digital and physical Passion Community proposition;
- the creation of a highly effective, all-inclusive end-to-end licensing model that commercialises the ‘Human First’ proprietary technology stack, delivering innovation that allows brands to connect seamlessly with their audiences around the world; and
- a significant increase in growth investment in Sentiance.

Over the counter market in AAA shares

Following today’s announcement, it is expected that the over the counter (‘OTC’) market will commence shortly, initially through Oberon Investments, which will act on an agency basis between buyers and sellers. Prospective buyers and sellers of AAA shares should email dealers@oberoninvestments.com to indicate interest. They will then be contacted immediately prior to the OTC market opening.

The Directors expect that during the initial period of the OTC market, there may be considerable price fluctuation. In view of this, the Directors of AAA wish to reiterate their previous statement that *“the strength of our portfolio gives us tremendous confidence for 2022 and beyond”*.

The link to Oberon Investments is provided for information purposes only. AAA does not provide any recommendation or advice as to any transaction in its own shares, and users should obtain appropriate independent advice from an appropriately authorised stockbroker, bank manager, solicitor, accountant or other independent financial adviser which, for trades in the United Kingdom, is duly authorised under the Financial Services and Markets Act 2000 (as amended).

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