

29 March 2023

RC365 Holding Plc

(“RC365” or the “Company”)

Issue of Equity

RC365 Holding Plc (“**RC365**”), a company focusing on payment gateway solutions and IT support, refers to the announcement made on 14 February 2023, whereby RC365 agreed to issue 18,000,000 new Ordinary Shares of 1p each (“Subscription Shares”) to Hatcher Group Limited, of which 9,500,000 new Ordinary Shares have already been issued as per the announcement made on 17 February 2023.

Application for the remaining 8,500,000 new Ordinary Shares to be admitted to the Official List of the UK Listing Authority and to trading on the Main Market of the London Stock Exchange has been made. Dealings are expected to commence on or around 3 April 2023.

All the subscription shares were issued at 19p per share. On 27 March 2023, RC365 announced that Hatcher Group Limited had disposed of 6,000,000 shares in RC365. Conditional on Admission of the 9,500,000 new Ordinary Shares, Hatcher Group Limited will hold 12,000,000 ordinary shares representing 9.56% voting rights in RC365.

Conditional on Admission of the 9,500,000 new Ordinary Shares, the Company's issued ordinary share capital will be 125,534,591 Ordinary Shares, which 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 share capital of the Company under the FCA's Disclosure Guidance and Transparency Rules.

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