



RNS

Issue of Equity

PLACING AND CONDITIONAL PLACING TO RAISE £1.1M

[MINDFLAIR PLC](#)

Released 07:00:07 15 October 2026

RNS Number : 0201Z
Mindflair PLC
15 October 2026

15 October 2026

Mindflair plc

("Mindflair" or the "Company")

Placing and conditional placing to raise £1.1 million

Conditional issue of warrants

Mindflair plc, the AIM-quoted company focused on investing in Artificial Intelligence ("AI") related technology, is pleased to announce that it has placed 402,637,035 new ordinary shares to raise approximately £1.1 million at a price of 0.27 pence per share (the "Placing Price"), representing a 10% discount to the closing bid price on 14 October 2026 (the "Placing").

The Company has placed 263,331,053 new ordinary shares (the "Placing Shares") to raise £710,994 pursuant to its existing share issue authorities, conditional only on Admission. Furthermore, the Company has placed a further 139,305,982 new ordinary shares in the Company (the "Conditional Placing Shares") at the Placing Price, raising additional gross proceeds of £376,126 subject to the granting of the requisite shareholder authorities at a general meeting to be convened shortly and Admission (the "Conditional Placing").

Funds from the Placing and Conditional Placing have been raised from a combination of new and existing investors, which includes a new significant shareholder.

Participants in the Placing and Conditional Placings will also conditionally receive one warrant for each two ordinary shares subscribed for, exercisable at 0.311 pence for a period of two years from their date of issue (the "Placing Warrants"). In aggregate, 201,318,518 Placing Warrants have been conditionally issued. In addition, a further 11,272,142 warrants have been conditionally issued to cover certain costs associated with the Placing on the same terms as the Placing Warrants (the "Other Warrants"). The issue of the Placing Warrants and Other Warrants is conditional on shareholder authorities being granted at a general meeting to be convened shortly.

Background to the Placing

The Company continues to build a significant portfolio of AI focused companies. In particular, Sure Valley Ventures' ("SVV") second fund, SVV2, which has been cornerstoned by the British Business Bank, has been actively building its investment portfolio and this portfolio now comprises 25 companies and is expected to continue to grow until it completes its new investment phase early next year.

The Company last raised new equity from investors in December 2024 which, apart from providing funds for new investments, was also used to partially settle the Company's loan note funding that was outstanding at that point in time, which has since been settled in full. Therefore, during almost the last two years, the Company has funded its investment activities from investment realisations with no recourse to shareholders whilst, at the same time, enabling the Company to remain debt-free. The purpose of this fundraising is to provide new funds to allow the Company to carry on with its investment activities through SVV and to enable certain selected direct investments to be made which, to date, have provided significant cash returns to the Company.

Admission

Application will be made to the London Stock Exchange to admit the Placing Shares to trading on AIM ("Admission"). Admission of the new ordinary shares is expected to occur on or around 27 October 2026. The Placing Shares will rank *pari passu* with the existing ordinary shares.

Total voting rights

For the purpose of the Disclosure and Transparency Rules, following Admission, the enlarged issued share capital of the Company will comprise 789,993,159 ordinary shares of 0.25 pence each. The above figure 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 Company, under the Disclosure and Transparency Rules.

This figure will increase to 929,299,141 ordinary shares if the Conditional Placing is completed. Further announcements will be made in due course as and when the Conditional Placing Shares are issued.

Nicholas Lee, Director of Mindflair plc, commented:

"We are pleased to have been able to raise over £1 million of new equity funding from a group of new and existing investors, which includes a significant new strategic investor. We have funded our investment activities for almost the last two years from realisations alone and this fundraising will allow us to continue to deploy capital in our exciting investment strategy and build our portfolio of AI focused companies."

This announcement contains inside information for the purposes of the UK Market Abuse Regulation and the Directors of the Company are responsible for the release of this announcement. The person who arranged for the release of this information is Nicholas Lee, a director of the Company.

Enquiries:

Mindflair plc

Nicholas Lee, Director

Tel: +44 (0) 20 3368 8961

Nominated Adviser

Cairn Financial Advisers LLP

Liam Murray / Ludovico Lazzaretti

Tel: +44 (0) 20 7213 0880

Joint Broker

Shard Capital Partners LLP

Damon Heath

Tel: +44 (0) 20 7186 9950

Joint Broker

AlbR Capital Limited

Duncan Vasey/Lucy Williams

Tel: +44 (0) 20 7469 0935

Tel: +44 (0) 20 7469 0936

Notes to Editors

Mindflair plc (AIM: MFAI) is an investment company providing investors with access to a portfolio of next generation technology businesses focused on AI with significant growth potential. The Company is building an investment portfolio of high-tech businesses focused on Artificial Intelligence, across such areas as Internet of Things, Cyber Security, Machine Learning, Immersive Technologies and Big Data, which the Board believes demonstrate evidence of traction and the potential for exponential growth, due to increasing global demand for development in these sectors. For further information, visit: <http://www.mindflair.tech/>.

Caution regarding forward looking statements

Certain statements in this announcement, are, or may be deemed to be, forward looking statements. Forward looking statements are identified by their use of terms and phrases such as "believe", "could", "should" "envisage", "estimate", "intend", "may", "plan", "potentially", "expect", "will" or the negative of those, variations or comparable expressions, including references to assumptions. These forward-looking statements are not based on historical facts but rather on the Directors' current expectations and assumptions regarding the Company's future growth, results of operations, performance, future capital and other expenditures (including the amount, nature and sources of funding thereof), competitive advantages, business prospects and opportunities. Such forward looking statements reflect the Directors' current beliefs and assumptions and are based on information currently available to the Directors.

This information is provided by RNS, the news service of the London Stock Exchange. RNS is approved by the Financial Conduct Authority to act as a Primary Information Provider in the United Kingdom. Terms and conditions relating to the use and distribution of this information may apply. For further information, please contact rns@lseg.com or visit www.rns.com.

RNS may use your IP address to confirm compliance with the terms and conditions, to analyse how you engage with the information contained in this communication, and to share such analysis on an anonymised basis with others as part of our commercial services. For further information about how RNS and the London Stock Exchange use the personal data you provide us, please see our [Privacy Policy](#).

END

IOEEAPELFLPKFFA

London Stock Exchange plc is not responsible for and does not check content on this Website. Website users are responsible for checking content. Any news item (including any prospectus) which is addressed solely to the persons and countries specified therein should not be relied upon other than by such persons and/or outside the specified countries. [Terms and conditions](#), including restrictions on use and distribution apply.