



9 December 2014

**Rethink Group plc**

**(“Rethink” or the “Company”)**

**Admission Statement**

The Board of Rethink Group plc, one of the UK's leading talent management and recruitment services companies, is pleased to announce the admission of its ordinary shares to trading on Asset Match ahead of its first auction.

It is intended that the first auction in the Company's shares will be held in January 2015. Thereafter, auctions will be held quarterly. More information, including exact auction dates and details on how to buy and sell, are available on the [company profile page](#).

**The directors of the Company are:**

John O'Sullivan (*Chairman*)

Stephen Wright (*Chief Executive Officer*)

Ben Felton (*Chief Financial Officer and Company Secretary*)

Peter Crystal (*Non-Executive Director*)

John Kirkham (*Non-Executive Director*)

**Registered office:**

The Crane Building, 22 Lavington Street, London SE1 0NZ

**John O'Sullivan, Chairman of Rethink Group plc, commented:**

“The Board believes the admission of its shares to trading on Asset Match will provide shareholders with liquidity as well as price visibility on an established platform.”

**1. Company description**

Rethink Group is a company which delivers talent management and recruitment services internationally to transform businesses into higher performing organisations.

**2. Strategy and prospects**

Rethink's strategic objective is to further develop its Talent Management services and client relationships. There is considerable opportunity in this core market and we will focus on our strengths and experience in the Business and Technology, Retail and Pharma and Life Sciences sectors. Our view is that the most attractive growth opportunities for the Group lie in Talent Management services where we can build deeper strategic relationships with clients, by providing a complete service including talent identification, assessment, deployment and on-going development and engagement strategies. Increasingly, we will seek out projects and managed service opportunities in order to become more embedded within our clients. While this in itself is not a change of strategy, it is an important change of emphasis which we

believe will manifest itself in improved financial performance, as we are able to demonstrate the benefits to clients. Expansion will come through a combination of organic growth and, where appropriate, selective acquisitions that support the Group's strategic growth objectives. Our intention is to drive organic growth in both our Talent Management and Recruitment divisions with Talent Management taking the lead.

### **3. Board of directors**

Brief biographies of the directors of the Company are set out below.

#### **John O'Sullivan - Chairman**

John O'Sullivan has 30 years' experience in recruitment with senior roles at Ajilon (UK) Limited, trading as Computer People, Best International Group plc and Spring Group plc. He is currently a non-executive director and strategic advisor to eight companies in the Talent Management and Recruitment sector. John was a founder and has been a Non-executive Director since March 2005, becoming Chairman in April 2014.

#### **Stephen Wright - Chief Executive Officer**

Steve is a Chartered Accountant, qualifying with the London office of Ernst & Young and, after moving into commerce, has over 27 years experience working in senior executive positions. His corporate experience is broad and includes the AIM listed Hot Group, which was sold to Trinity Mirror Group in 2005, Computer People sold to Adecco in 1999; Thomson NETG, Virgin Group, where he was part of the turnaround team that transformed Virgin Retail, and Wang Computers.

#### **Ben Felton - Chief Financial Officer and Company Secretary**

Ben is a chartered accountant and prior to joining Rethink was the Chief Financial Officer at Norman Broadbent plc (AIM:NBB), an executive search group headquartered in London with operations around the world. In his five years at Norman Broadbent, he led the finance team, developed internal systems and controls to monitor and manage risks within the business and supported the implementation of the Group's corporate strategy.

#### **Peter Crystal - Non-Executive Director**

Peter has over 30 years' experience in advising directors and companies. He founded the law firm Memery Crystal, which specialises in matters relating to listed companies and advising on floatation's, takeovers, mergers and other corporate finance activities. Peter is a graduate of Oxford and McGill Universities as well as being a former Law Society examiner, Chairman and Director of several companies. He also lectures on corporate finance and corporate governance issues.

#### **John Kirkham - Non-Executive Director**

John has over 40 years' experience in the IT industry holding a number of senior executive roles both in the UK and USA, primarily in training and enterprise software. After graduating from the London School of Economics he spent the early part of his career at Ford Motor Company and IBM UK. He then helped build two US-based companies, Applied Learning and Wave Technologies, both of which were successfully floated on NASDAQ. The latter was sold to Thomson Corp. and John became VP International for Thomson Enterprise Solutions. Until 2007 John was Executive Vice President, Global Sales for Open Text Inc, the world's leading independent provider of Enterprise Content Management.

### **4. Share capital and significant shareholders**

At 9 December 2014 the Company's issued share capital consists of 85,164,743 ordinary shares with a nominal value of 0.01 pence each, each share having equal voting rights.

The Company does not hold any ordinary shares in treasury and therefore the number of ordinary shares with voting rights is 85,164,743.

The ordinary shares are not admitted to trading on any exchange or trading platform other than Asset Match.

The Company has been notified that the following shareholder(s) are interested in 3% or more of the issued share capital of the company:

<i>Name of shareholder</i>	<i>Number of shares</i>	<i>Percentage holding</i>
M Bennett	12,600,000	14.79%
A Lord	12,600,000	14.79%
I Blair	11,600,000	13.62%
J O'Sullivan	6,405,000	7.52%
S Greenwood	6,011,582	7.06%
J Sadiq*	4,100,000	4.81%
Share Centre Limited	3,597,470	4.22%
R O'Callaghan	3,500,000	4.11%

\*J Sadiq holds 4,000,000 of his shares through *Starwood Strategic Investment*

## **5. Financial statements**

The Company's latest annual report and accounts for the year ended 31 December 2013 can be accessed on the [company profile page](#) and at [www.rethinkgroupplc.com](http://www.rethinkgroupplc.com).

## **6. Legal and arbitration proceedings**

During the 12 months preceding the date of this document, neither the Company nor any of its subsidiaries has been engaged in or is currently engaged in any litigation or arbitration proceedings which has or may have had in the recent past a significant effect on the financial position of the Company and so far as the directors are aware, there are no such proceedings pending or threatened by or against the Company or any of its subsidiaries.

## **7. Responsibility statement**

The directors of Rethink Group plc, as set about above, accept responsibility for the information contained within this document. To the best of the knowledge and belief of the directors (who have taken reasonable care to ensure that such is the case) the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

**REMINDER:** It is intended that the first auction in the Company's shares will be held in February 2015. Thereafter, auctions will be held quarterly. More information, including exact auction dates and details on how to buy and sell, will be provided in due course.

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