

Thursday 17 August, 2017

Fiske PLC

Acquisition and placing complete, PDMR Dealing TR1

RNS Number : 31400

Fiske PLC

17 August 2017

Fiske plc

Completion of

the acquisition of Fieldings Investment Management Ltd

and

the Placing of 2,585,000 New Fiske Shares

Disclosure of significant shareholdings and dealings

On 27 July 2017 Fiske plc ("Fiske" or the "Company") announced the proposed acquisition of Fieldings Investment Management Ltd and the Placing of 2,585,000 New Fiske Shares both of which were conditional on the passing of certain resolutions at a general meeting of Fiske and the admission of the New Fiske Shares to AIM ("Admission"). Both of these conditions have been satisfied and the Acquisition and Placing have now completed.

Following Admission of the New Fiske Shares this morning, the issued share capital of the Company now comprises 11,560,205 Fiske Shares with one voting right per share. The Company does not hold any shares in treasury. Therefore, the total number of ordinary shares and voting rights in the Company is 11,560,205. The above figure may be used by shareholders in the Company 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 and Transparency Rules.

James Harrison and Martin Perrin, who are directors of Fiske have notified the Company dealings in Fiske Shares in respect of their participation in the Placing, details of which are set out in Appendix 1 to this announcement.

Appendix 2 contains disclosure forms relating to the following directors who have notified Fiske that they controlled over 3% of Fiske's Total Voting Rights and that their percentage interest has changed as a result of the issue of new shares and, in James Harrison's case, participation in the Placing.

<i>Shareholder</i>	<i>revised percentage of Total Voting Rights</i>
Clive Harrison	20.20%
James Harrison	19.73%

1 Details of the person discharging managerial responsibilities/person closely associated

a) Name Martin Henry Withers Perrin

2 Reason for the notification

a) Position/status Director
b) Initial notification/ Amendment Initial notification

3 Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

a) Name Fiske plc
b) LEI 213800Z5PKJOV7GWXE43

4 Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted

a) Description of the financial instrument, type of instrument Ordinary shares

Identification code

ISIN: GB0003353157

b) Nature of the transactions Purchase of new ordinary shares in the Placing

c) Price(s) and volume(s)
Price(s) Volume(s)
50 pence 20,000

d) Aggregated information

- Aggregated volume 20,000
- Price 50 pence

e) Date of the transaction 17 August 2017

f) Place of the transaction London Stock Exchange, AIM

Notification and public disclosure of transactions by persons discharging managerial responsibilities and persons closely associated with them

(Purchase of Shares)

1 Details of the person discharging managerial responsibilities/person closely associated

a) Name James Philip Quibell Harrison

2 Reason for the notification

a) Position/status CEO

b) Initial notification/ Amendment Initial notification

3 Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

a) Name Fiske plc

b) LEI 213800Z5PKJOV7GWXE43

4 Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted

a) Description of the financial instrument, type of instrument Ordinary shares

Identification code

ISIN: GB0003353157

b) Nature of the transactions	Purchase of new ordinary shares in the Placing	
c) Price(s) and volume(s)	Price(s)	Volume(s)
	50 pence	140,000
d) Aggregated information		
- Aggregated volume	140,000	
- Price	50 pence	
e) Date of the transaction	17 August 2017	
f) Place of the transaction	London Stock Exchange, AIM	

Appendix 2

Disclosure forms re major holdings notified by directors

TR-1: Standard form for notification of major holdings

NOTIFICATION OF MAJOR HOLDINGS (to be sent to the relevant issuer and to the FCA in Microsoft Word format if possible)ⁱ

1a. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached ⁱⁱ :	Fiske plc
1b. Please indicate if the issuer is a non-UK issuer (please mark with an "X" if appropriate)	
Non-UK issuer	<input type="checkbox"/>
2. Reason for the notification (please mark the appropriate box or boxes with an "X")	

An acquisition or disposal of voting rights				
An acquisition or disposal of financial instruments				
An event changing the breakdown of voting rights - issue of new shares		X		
Other (please specify) ⁱⁱⁱ :				
3. Details of person subject to the notification obligation^{iv}				
Name	Clive Fiske Harrison			
City and country of registered office (if applicable)				
4. Full name of shareholder(s) (if different from 3.)^v				
Name				
City and country of registered office (if applicable)				
5. Date on which the threshold was crossed or reached^{vi}:	17 August 2017			
6. Date on which issuer notified (DD/MM/YYYY):	17 August 2017			
7. Total positions of person(s) subject to the notification obligation				
	% of voting rights attached to shares (total of 8.A)	% of voting rights through financial instruments (total of 8.B 1 + 8.B 2)	Total of both in % (8.A + 8.B)	Total number of voting rights of issuer ^{vii}
Resulting situation on the date on which threshold was crossed or reached	18.31%		18.31%	11,560,205
Position of previous notification (if applicable)	25.02%		25.02%	

8. Notified details of the resulting situation on the date on which the threshold was crossed or reached^{viii}

A: Voting rights attached to shares

Class/type of shares ISIN code (if possible)	Number of voting rights ^x		% of voting rights	
	Direct (Art 9 of Directive 2004/109/EC) (DTR5.1)	Indirect (Art 10 of Directive 2004/109/EC) (DTR5.2.1)	Direct (Art 9 of Directive 2004/109/EC) (DTR5.1)	Indirect (Art 10 of Directive 2004/109/EC) (DTR5.2.1)
GB0003353157	2,116,828		18.31%	
SUBTOTAL 8. A	2,116,828		18.31%	

B 1: Financial Instruments according to Art. 13(1)(a) of Directive 2004/109/EC (DTR5.3.1.1 (a))

Type of financial instrument	Expiration date ^x	Exercise/ Conversion Period ^{xi}	Number of voting rights that may be acquired if the instrument is exercised/converted.	% of voting rights
		SUBTOTAL 8. B 1	n/a	

B 2: Financial Instruments with similar economic effect according to Art. 13(1)(b) of Directive 2004/109/EC (DTR5.3.1.1 (b))

Type of financial instrument	Expiration date ^x	Exercise/ Conversion Period ^{xi}	Physical or cash settlement ^{xii}	Number of voting rights	% of voting rights

SUBTOTAL 8.B.2	n/a	
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9. Information in relation to the person subject to the notification obligation (please mark the applicable box with an "X")			
Person subject to the notification obligation is not controlled by any natural person or legal entity and does not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer ^{xiii}			
Full chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held starting with the ultimate controlling natural person or legal entity ^{xiv} (please add additional rows as necessary)			
Name^{xv}	% of voting rights if it equals or is higher than the notifiable threshold	% of voting rights through financial instruments if it equals or is higher than the notifiable threshold	Total of both if it equals or is higher than the notifiable threshold

10. In case of proxy voting, please identify:	
Name of the proxy holder	n/a
The number and % of voting rights held	n/a

The date until which the voting rights will be held	n/a
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11. Additional information ^{vi}
This disclosure arose from the issue of new shares by Fiske plc which reduced the percentage shareholdings of those who did not participate in the issue through a whole percentage point.
In addition to the shareholding disclosed above CF Harrison's wife, Mrs Barbara Gail Harrison, holds 218,000 shares.

Place of completion	London, UK
Date of completion	17 August 2017

TR-1: Standard form for notification of major holdings

NOTIFICATION OF MAJOR HOLDINGS (to be sent to the relevant issuer and to the FCA in Microsoft Word format if possible)ⁱ

1a. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached ⁱⁱ :	Fiske plc
1b. Please indicate if the issuer is a non-UK issuer (please mark with an "X" if appropriate)	
Non-UK issuer	
2. Reason for the notification (please mark the appropriate box or boxes with an "X")	
An acquisition or disposal of voting rights	X
An acquisition or disposal of financial instruments	
An event changing the breakdown of voting rights - issue of new shares	X

Other (please specify) ⁱⁱⁱ :				
3. Details of person subject to the notification obligation^{iv}				
Name	James Philip Quibell Harrison			
City and country of registered office (if applicable)				
4. Full name of shareholder(s) (if different from 3.)^v				
Name				
City and country of registered office (if applicable)				
5. Date on which the threshold was crossed or reached^{vi}:	17 August 2017			
6. Date on which issuer notified (DD/MM/YYYY):	17 August 2017			
7. Total positions of person(s) subject to the notification obligation				
	% of voting rights attached to shares (total of 8.A)	% of voting rights through financial instruments (total of 8.B 1 + 8.B 2)	Total of both in % (8.A + 8.B)	Total number of voting rights of issuer ^{vii}
Resulting situation on the date on which threshold was crossed or reached	19.7%		19.7%	11,560,205
Position of previous notification (if applicable)	25.2%		25.2%	

8. Notified details of the resulting situation on the date on which the threshold was crossed or reached^{viii}		
A: Voting rights attached to shares		
	Number of voting rights^{ix}	% of voting rights

Class/type of shares	Direct <small>(Art 9 of Directive 2004/109/EC) (DTR5.1)</small>	Indirect <small>(Art 10 of Directive 2004/109/EC) (DTR5.2.1)</small>	Direct <small>(Art 9 of Directive 2004/109/EC) (DTR5.1)</small>	Indirect <small>(Art 10 of Directive 2004/109/EC) (DTR5.2.1)</small>
ISIN code (if possible)				
GB0003353157	140,000	2,133,802	1.21%	18.46%
SUBTOTAL 8. A	2,273,802		19.67%	

B 1: Financial Instruments according to Art. 13(1)(a) of Directive 2004/109/EC (DTR5.3.1.1 (a))

Type of financial instrument	Expiration date^x	Exercise/ Conversion Period^{xi}	Number of voting rights that may be acquired if the instrument is exercised/converted.	% of voting rights
		SUBTOTAL 8. B 1		

B 2: Financial Instruments with similar economic effect according to Art. 13(1)(b) of Directive 2004/109/EC (DTR5.3.1.1 (b))

Type of financial instrument	Expiration date^x	Exercise/ Conversion Period^{xi}	Physical or cash settlement^{xii}	Number of voting rights	% of voting rights

SUBTOTAL 8.B.2		
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9. Information in relation to the person subject to the notification obligation (please mark the applicable box with an "X")			
Person subject to the notification obligation is not controlled by any natural person or legal entity and does not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer ^{xiii}			
<u>Full</u> chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held starting with the ultimate controlling natural person or legal entity ^{xiv} (please add additional rows as necessary)			
Name ^{xv}	% of voting rights if it equals or is higher than the notifiable threshold	% of voting rights through financial instruments if it equals or is higher than the notifiable threshold	Total of both if it equals or is higher than the notifiable threshold
James Philip Quibell Harrison	19.67%	0	19.67%
LongSand Limited	18.46%	0	18.46%

10. In case of proxy voting, please identify:	
Name of the proxy holder	n/a

The number and % of voting rights held	n/a
The date until which the voting rights will be held	n/a

11. Additional information^{xvi}
This disclosure arose both from the issue of new shares by Fiske plc which changed the percentage shareholdings and from the participation of J Harrison in the placing of such new shares.
Mrs Anna Mary Harrison, the wife of James Harrison, holds a further 7,000 shares.

Place of completion	London, UK
Date of completion	17 August 2017

TR-1: Standard form for notification of major holdings

NOTIFICATION OF MAJOR HOLDINGS (to be sent to the relevant issuer and to the FCA in Microsoft Word format if possible)ⁱ

1a. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attachedⁱⁱ:	Fiske plc
1b. Please indicate if the issuer is a non-UK issuer (please mark with an "X" if appropriate)	
Non-UK issuer	<input type="checkbox"/>
2. Reason for the notification (please mark the appropriate box or boxes with an "X")	
An acquisition or disposal of voting rights	<input type="checkbox"/>
An acquisition or disposal of financial instruments	<input type="checkbox"/>

An event changing the breakdown of voting rights - issue of new shares				X
Other (please specify) ⁱⁱⁱ :				
3. Details of person subject to the notification obligation^{iv}				
Name		Alexander Rupert Fiske - Harrison		
City and country of registered office (if applicable)				
4. Full name of shareholder(s) (if different from 3.)^v				
Name				
City and country of registered office (if applicable)				
5. Date on which the threshold was crossed or reached^{vi}:		17 August 2017		
6. Date on which issuer notified (DD/MM/YYYY):		17 August 2017		
7. Total positions of person(s) subject to the notification obligation				
	% of voting rights attached to shares (total of 8.A)	% of voting rights through financial instruments (total of 8.B 1 + 8.B 2)	Total of both in % (8.A + 8.B)	Total number of voting rights of issuer ^{vii}
Resulting situation on the date on which threshold was crossed or reached	Below 3%		Below 3%	11,560,205
Position of previous notification (if applicable)	3.73%		3.73%	

8. Notified details of the resulting situation on the date on which the threshold was crossed or reached^{viii}				
A: Voting rights attached to shares				
Class/type of shares	Number of voting rights ^{ix}		% of voting rights	
	Direct	Indirect	Direct	Indirect

ISIN code (if possible)	(Art 9 of Directive 2004/109/EC) (DTR5.1)	(Art 10 of Directive 2004/109/EC) (DTR5.2.1)	(Art 9 of Directive 2004/109/EC) (DTR5.1)	(Art 10 of Directive 2004/109/EC) (DTR5.2.1)
GB0003353157	315,842		Below 3%	
SUBTOTAL 8. A			Below 3%	

B 1: Financial Instruments according to Art. 13(1)(a) of Directive 2004/109/EC (DTR5.3.1.1 (a))

Type of financial instrument	Expiration date ^x	Exercise/ Conversion Period ^{xi}	Number of voting rights that may be acquired if the instrument is exercised/converted.	% of voting rights
SUBTOTAL 8. B 1				

B 2: Financial Instruments with similar economic effect according to Art. 13(1)(b) of Directive 2004/109/EC (DTR5.3.1.1 (b))

Type of financial instrument	Expiration date ^x	Exercise/ Conversion Period ^{xi}	Physical or cash settlement ^{xii}	Number of voting rights	% of voting rights
SUBTOTAL 8.B.2					

9. Information in relation to the person subject to the notification obligation (please mark the applicable box with an "X")

Person subject to the notification obligation is not controlled by any natural person or legal entity and does not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer ^{xiii}	X
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Full chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held starting with the ultimate controlling natural person or legal entity ^{xiv} (please add additional rows as necessary)	
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Name ^{xv}	% of voting rights if it equals or is higher than the notifiable threshold	% of voting rights through financial instruments if it equals or is higher than the notifiable threshold	Total of both if it equals or is higher than the notifiable threshold

10. In case of proxy voting, please identify:

Name of the proxy holder	n/a
The number and % of voting rights held	n/a
The date until which the voting rights will be held	n/a

11. Additional information^{xvi}

This disclosure arose from the issue of new shares by Fiske plc which reduced the percentage sharehold-ings of those who did not participate in the issue through a whole percentage point.

Place of completion	London, UK
Date of completion	17 August 2017

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