

**IDE Group Holdings Plc**  
**(“IDE” or the “Company”)**

**2 November 2022**

**Result of Annual General Meeting and General Meeting**

IDE, the mid-market network, cloud and IT Managed Services provider, is pleased to announce that all resolutions put to shareholders were duly passed at the Annual General Meeting (“AGM”) and General Meeting (“GM”) held today.

Following completion of the Capital Reorganisation and Loan Note Conversion, the issued ordinary share capital of the Company will comprise of 21,725,44 New Ordinary Shares of 1p each, which will be admitted to trading on the 3<sup>rd</sup> of November 2022.

The above figure of 21,725,449 may be used by Shareholders as the denominator for the calculations by which they can determine if they are required to notify their interest in, or a change to their interest in, the Company under the Financial Conduct Authority’s Disclosure Guidance and Transparency Rules.

This announcement should be read in conjunction with the full text of the Circular issued on 7th October 2022. All capitalised/defined terms used in this announcement and not otherwise defined shall have the meanings given to them in the Circular.

The change in the name of the Company to Tialis Essential IT Plc, which has been approved pursuant to the resolutions passed at the AGM, is being processed and an update on the effective date will be provided in due course.

In addition to MXC, a small number of LN holders elected to convert their LNs into New Ordinary Shares, which leaves the quantum of LNs outstanding (principal, interest and fees) as £4,542,615.

**Ian Smith, Executive Director**, commented: “After many years the business is back to a stage with a sensible level of debt. It is a profitable business that can look to the future with conservative optimism. We will look to our strategy of diversifying the revenue base, potentially through acquisitions and strengthening the board and management teams.”

The results of the votes are set out below:

RESOLUTIONS	FOR*		AGAINST		Abstain
	Votes	% of votes cast	Votes	% of votes cast	
Ordinary Resolution 1 To receive the financial statements for the year ended 31 December 2021 together with Directors' Reports and the Auditors' Report	298,278,801	100.00%	2,869	0.00%	29,171
Ordinary Resolution 2 To approve the Remuneration Committee Report	297,632,084	99.88%	349,586	0.12%	329,171

Ordinary Resolution 3 To appoint RSM UK Audit LLP as auditors and to authorise the directors to fix their remuneration	298,270,392	100.00%	11,278	0.00%	29,171
Ordinary Resolution 4 To re-elect Andy Parker as a director of the Company	298,113,968	99.94%	167,702	0.06%	29,171
Special Resolution 5 To change the name of the Company to Tialis Essential IT Plc	298,241,086	99.99%	35,640	0.01%	34,115

The results of the votes are set out below:

RESOLUTIONS	FOR*		AGAINST		Abstain
	Votes	% of votes cast	Votes	% of votes cast	
Ordinary Resolution 1 To approve the creation of Deferred Shares as a new class of shares having the rights and being subject to the restrictions set out in the Articles of Association amended pursuant to resolution 6.	300,467,694	99.96%	135,188	0.04%	35,332
Ordinary Resolution 2 To approve the subdivision of the Company's existing Ordinary Shares of 2.5p each into Redenominated Ordinary Shares of 0.01p each and Deferred Shares of 2.49p each.	300,467,694	99.96%	137,388	0.05%	35,322
Ordinary Resolution 3 To approve the consolidation of the Redenominated Ordinary Shares by a factor of 100 in order to reduce the number of ordinary shares in issue.	300,599,822	100%	3,060	0.00%	35,322
Ordinary Resolution 4 To authorise the Directors for the purposes of section 551 of the Companies Act	300,467,694	99.96%	138,188	0.04%	35,322

2006 to allot and issue shares.					
Special Resolution 5 To authorise the directors to dis-apply pre-emption rights, as set out in the notice of meeting.	300,459,285	99.95%	145,797	0.05%	35,322
Special Resolution 6 To approve the amendments to the Company's Articles of Association as set out in the notice of meeting.	300,467,694	99.96%	135,188	0.04%	35,322

\*Votes received for the resolutions includes votes allowing the Chairman's discretion.

**For more information, contact:**

**IDE Group Holdings Plc**

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**finnCap Limited**

Nominated Adviser and Broker

Corporate finance: Jonny Franklin-Adams/ Abby Kelly

ECM: Tim Redfern/ Richard Chambers

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