



**SHEARWATER GROUP**  
*Developing Digital Resilience*

RNS Number : 8993U  
Shearwater Group PLC  
24 January 2017

**TR-1: NOTIFICATION OF MAJOR INTEREST IN SHARES<sup>1</sup>**

<b>1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached:</b> <sup>ii</sup>	Shearwater Group plc
<b>2 Reason for the notification</b> (please tick the appropriate box or boxes):	
An acquisition or disposal of voting rights	<input type="checkbox"/>
An acquisition or disposal of qualifying financial instruments which may result in the acquisition of shares already issued to which voting rights are attached	<input type="checkbox"/>
An acquisition or disposal of instruments with similar economic effect to qualifying financial instruments	<input type="checkbox"/>
An event changing the breakdown of voting rights	<input checked="" type="checkbox"/>
Other (please specify):	<input checked="" type="checkbox"/>
i. Type 1 disclosure as per the Transparency Directive II Regulation ii. Change in denominator following conversion of loan notes	<input type="checkbox"/>
<b>3. Full name of person(s) subject to the notification obligation:</b> <sup>iii</sup>	Schroders plc & Schroder Investment Management Limited
<b>4. Full name of shareholder(s)</b> (if different from 3.): <sup>iv</sup>	
<b>5. Date of the transaction and date on which the threshold is crossed or reached:</b> <sup>v</sup>	20.01.17
<b>6. Date on which issuer notified:</b>	23.01.17
<b>7. Threshold(s) that is/are crossed or reached:</b> <sup>vi, vii</sup>	From 15% - 14%

8. Notified details:							
A: Voting rights attached to shares <sup>viii, ix</sup>							
Class/type of shares  if possible using the ISIN CODE	Situation previous to the triggering transaction		Resulting situation after the triggering transaction				
	Number of Shares	Number of Voting Rights	Number of shares	Number of voting rights		% of voting rights <sup>x</sup>	
			Direct	Direct <sup>xi</sup>	Indirect <sup>xii</sup>	Direct	Indirect
Ordinary  GB00B00T3528	75,000,000	75,000,000	75,000,000	N/A	75,000,000	N/A	14.888%

B: Qualifying Financial Instruments				
Resulting situation after the triggering transaction				
Type of financial instrument	Expiration date <sup>xiii</sup>	Exercise/ Conversion Period <sup>xiv</sup>	Number of voting rights that may be acquired if the instrument is exercised/ converted.	% of voting rights

C: Financial Instruments with similar economic effect to Qualifying Financial Instruments <sup>xv, xvi</sup>						
Resulting situation after the triggering transaction						
Type of financial instrument	Exercise price	Expiration date <sup>xvii</sup>	Exercise/ Conversion period <sup>xviii</sup>	Number of voting rights instrument refers to	% of voting rights <sup>xix, xx</sup>	
					Nominal	Delta

Total (A+B+C)	
Number of voting rights	Percentage of voting rights
75,000,000	14.888%

<b>9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable:</b> <sup>xxi</sup>		
Schroder Investment Management Limited	75,000,000	14.888%

<b>Proxy Voting:</b>	
<b>10. Name of the proxy holder:</b>	
<b>11. Number of voting rights proxy holder will cease to hold:</b>	
<b>12. Date on which proxy holder will cease to hold voting rights:</b>	

<b>13. Additional information:</b>	The shares referred to in section 9 are held in portfolios managed by those firms on a discretionary basis for clients under investment management agreements. This disclosure has been calculated based on issue share capital amount 503,750,286.
<b>14. Contact name:</b>	Shaheen Hussain
<b>15. Contact telephone number:</b>	020 7658 6000

This information is provided by RNS  
The company news service from the London Stock Exchange