

18 June 2018

SHEARWATER GROUP PLC

("Shearwater", or the "Company")

Exercise of options

Issue of equity

Shearwater Group plc (AIM: SWG), announces that pursuant to an exercise notice it has received from Giles Willits, Non-executive Director of the Company, it has issued and allotted 521,739 new ordinary shares of 1 pence each in the capital of the Company. Application will be made for the 521,739 new ordinary shares to be admitted to trading on AIM, which is expected to take place on 22 June 2018. The new ordinary shares will rank pari passu with the existing ordinary shares in issue.

Following the above exercise, Mr Willits holds a beneficial interest in a total of 6,771,739 ordinary shares, representing approximately 0.68 per cent of the Company's issued share capital.

Total Voting Rights

In accordance with the provisions of the Disclosure, Guidance and Transparency Rules of the Financial Conduct Authority, the Company confirms that, following admission, its issued share capital will comprise 995,372,224 ordinary shares of 1p each, none of which are held in treasury. Accordingly, the total number of voting rights in the Company will therefore be 995,372,224 on admission.

www.theshearwatergroup.co.uk

Enquiries:

Shearwater Group plc

David Williams +44 (0) 797 014 8016

Michael (Mo) Stevens +44 (0) 780 171 2582

Cenkos Securities plc – NOMAD and Broker +44 (0) 20 7397 8900

Max Hartley – NOMAD

Julian Morse / Michael Johnson - Sales

1	Details of the person discharging managerial responsibilities / person closely associated			
a)	Name	Giles Willits		
2	Reason for the notification			
a)	Position/status	Non-Executive Director		
b)	Initial notification /Amendment	Initial Notification		
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor			
a)	Name	Shearwater Group plc		
b)	LEI	213800ZRUKUYDJLKD504		
4		s): section to be repeated for (i) each type of instrument; (ii) iii) each date; and (iv) each place where transactions have		
a)	Description of the financial instrument, type of instrument	Ordinary shares of 1 pence each		
	Identification code	ISIN: GB00B00T3528		
b)	Nature of the transaction	Exercise of options over ordinary shares		
c)	Price(s) and volume(s)			
		Price(s)	Volume(s)	
		£0.01	521,739	
d)	Aggregated information			
	- Aggregated volume	521,739		
	- Price	£5,217.39		
e)	Date of the transaction	15 June 2018		
f)	Place of the transaction	Outside trading venue		