

COMPANY ANNOUNCEMENT

The following is a Company Announcement issued by GlobalCapital plc ("the Company") in terms of Listing Rule 5.16.18 of the Listing Rules of the Malta Financial Services Authority

Quote

The Company announces that the following resolutions are being put to the annual general meeting of the Company to be held on 04 September 2015 (the "AGM") as special business:

The fifth resolution - authorisation to disclose price-sensitive information

To consider and, if thought fit, approve the following as an ordinary resolution:

"That the Company be and is hereby authorised and empowered to make such disclosures, including disclosure of price sensitive information, as the Directors may consider appropriate to:

(i) EIP PLC, a limited liability company registered in Malta with company registration number C 65310 ("EIP");

(ii) BAI Co. (Mtius.) Ltd a company registered in Mauritius with company registration number O6007513 ("BAI"); and

(iii) the respective advisers of EIP and BAI,

as may be necessary for the purpose of enabling EIP and BAI to confirm or modify the price payable in respect of the proposed acquisition by EIP of six million three hundred ninety-nine thousand and ninety-two ordinary shares (6,399,092) in the Company from BAI, subject to compliance with the terms set out in Listing Rule 5.174 of the Listing Rules; and that, subject to confirmation by the Listing Authority, the acquisition by EIP of any shares of the Company pursuant to the exercise of its pre-emption rights in relation to any rights issue made by the Company in the period of twelve (12) months from the date of approval of this resolution shall, for the purposes of Listing Rule 5.174.6, be considered to constitute one transaction with the proposed acquisition of shares by EIP from BAI."

The sixth resolution – increase in authorised share capital

To consider, and if thought fit, approve the following as an extraordinary resolution:

"To delete the current text of Clause 6. 1. of the Memorandum and Articles of Association of the Company and replace it by the following text so that Clause 6. 1. will read:

6. 1. The Authorised Share Capital of the Company is forty million seven hundred and sixty-four thousand and eighty Euro (€40,764,080) divided into 140,000,000 ordinary shares of €0.291172 each."

The seventh resolution – authority to directors to issue and allot new shares

To consider, and if thought fit, approve the following as an ordinary resolution:

"That the Board of Directors be authorised to issue up to a maximum amount of new Ordinary Shares not exceeding the authorised share capital of the Company and that such authorisation be valid for a maximum period of twelve (12) months from the date of approval of this resolution."

An explanation of the foregoing resolutions, which are to be considered at the AGM as special business, is contained in the circular dated 07 August 2015 (the "Circular") which has been sent to all shareholders of the Company in compliance with the Listing Rules of the Listing Authority. A copy of the Circular is available on the Company's website.

Unquote

By order of the Board

19 August 2015