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8 December 2021

Ideagen plc

("Ideagen" or the "Company")

Retail Offer by PrimaryBid

Ideagen (**LON: IDEA**), a supplier of Information Management Software to highly regulated industries, is pleased to announce a conditional offer for subscription via PrimaryBid (the "**Retail Offer**") of new ordinary shares of 1 penny each in the Company ("**New Ordinary Shares**"). As separately announced today, the Company is also conducting a placing of new ordinary shares ("**Placing Shares**") by way of an accelerated bookbuild process (the "**Placing**" together with the Retail Offer, the "**Fundraise**") at a price of 270 pence per Placing Share (the "**Placing Price**").

The Retail Offer is conditional on the New Ordinary Shares to be issued pursuant to the Fundraise being admitted to trading on AIM ("**Admission**"). Admission is expected to take place at 8.00 a.m. on or around 13 December 2021. The Retail Offer will not be completed without the Placing also being completed.

The net proceeds of the Fundraise will return the Company to a net cash position from which the Board intends to use its available capital to capitalise on the Company's pipeline of acquisitions. The Board further believes that having access to readily available capital to deploy on acquisitions will enhance the Company's position in negotiating and executing upon this pipeline.

Retail Offer

The Company values its retail investor base and is therefore pleased to provide private and other investors the opportunity to participate in the Retail Offer by applying exclusively through the PrimaryBid mobile app available on the Apple App Store and Google Play. PrimaryBid does not charge investors any commission for this service.

The Retail Offer, via the PrimaryBid mobile app, will be open to individual and institutional investors following the release of this announcement. The Retail Offer is expected to close at the same time as the bookbuild process. The Retail Offer may close early if it is oversubscribed.

The Company reserves the right to scale back any order for New Ordinary Shares under the Retail Offer at its discretion. The Company and PrimaryBid reserve the right to reject any application for subscription under the Retail Offer without giving any reason for such rejection.

No commission is charged to investors on applications to participate in the Retail Offer made through PrimaryBid. It is vital to note that once an application for New Ordinary Shares has been made and accepted via PrimaryBid, an application cannot be withdrawn.

For further information on PrimaryBid or the procedure for applications under the Retail Offer, visit www.PrimaryBid.com or email PrimaryBid at enquiries@primarybid.com.

The New Ordinary Shares will be issued free of all liens, charges and encumbrances and will, when issued and fully paid, rank *pari passu* in all respects with the Company's existing Ordinary Shares.

Enquiries:

Ideagen plc

01629 699 100

Ben Dorks, Chief Executive Officer

Emma Hayes, Chief Financial Officer

PrimaryBid Limited

enquiries@primarybid.com

Fahim Chowdhury / James Deal

finnCap Ltd, Nominated Advisor

020 7220 0500

Henrik Persson / James Thompson / James Balicki (Nomad)

Alice Lane / Sunila de Silva (ECM)

FTI Consulting

020 3727 1000

Jamie Ricketts / Dwight Burden / Valerija Cymbal

ideagen@fticonsulting.com

Details of the Offer

The Company highly values its retail investor base which has supported the Company alongside institutional investors over several years. Given the longstanding support of retail shareholders, the Company believes that it is appropriate to provide retail and other interested investors the opportunity to participate in the Offer. The Company is therefore making the Offer available exclusively through the PrimaryBid mobile app.

The Retail Offer is offered under the exemptions against the need for a prospectus allowed under the Prospectus Rules. It is a term of the Retail Offer that the total value of the Retail Offer New Ordinary Shares available for subscription at the Placing Price do not (when taken together with shares subscribed by retail investors in the past 12 months) exceed €8 million and, as such, the total value of the Retail Offer New Ordinary Shares available for subscription at the Placing Price shall not exceed

£5,000,000. Accordingly, the Company is not required to publish, and has not published, a prospectus in connection with the Retail Offer as it falls within the exemption set out in section 86(1)(e) and 86(4) of FSMA. The Retail Offer is not being made into any Restricted Jurisdiction.

There is a minimum subscription of £250 per investor under the terms of the Retail Offer which is open to existing shareholders and other investors subscribing via the PrimaryBid mobile app.

For further details please refer to the PrimaryBid website at www.PrimaryBid.com. The terms and conditions on which the Offer is made, including the procedure for application and payment for New Ordinary Shares, is available to all persons who register with PrimaryBid.

Important Notices

Persons distributing this Announcement must satisfy themselves that it is lawful to do so. This Announcement is for information purposes only and shall not constitute an offer to sell or issue or the solicitation of an offer to buy, subscribe for or otherwise acquire securities in any jurisdiction in which any such offer or solicitation would be unlawful. Any failure to comply with this restriction may constitute a violation of the securities laws of such jurisdictions. Persons needing advice should consult an independent financial adviser.

This Announcement does not constitute or form part of any offer or invitation to sell or issue, or any solicitation of any offer to purchase or subscribe for, any New Ordinary Shares (i) in any jurisdiction in which such offer, invitation or solicitation is not authorised; (ii) in any jurisdiction in which the person making such offer, invitation or solicitation is not qualified to do so; or (iii) to any person to whom it is unlawful to make such offer, invitation or solicitation. The distribution of this Announcement and the offer of the New Ordinary Shares may be restricted by law. Persons into whose possession this Announcement comes must therefore inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

In particular, this Announcement may not be distributed, forwarded to or transmitted in, into or from the United States, Australia, Canada, Japan, South Africa, or any member state of the European Economic Area ("EEA") or to any US person (as defined under Regulation S of the US Securities Act of 1933, as amended (the "**US Securities Act**")) ("**US Person**"). Any person within the United States and any US person who obtains a copy of this Announcement must disregard it. No action has been or will be taken by the Company, PrimaryBid, or any of their affiliates, agents, directors, officers or employees that would permit the Retail Offer of the New Ordinary Shares or possession or distribution of this Announcement in any jurisdiction where action for that purpose is required. This Announcement must not be acted on or relied upon in any member state of the EEA.

The New Ordinary Shares have not been, and will not be, registered under the US Securities Act, or under any securities laws of any state or other jurisdiction of the United States and may not be offered, sold, resold, transferred or delivered, directly or indirectly, in or into the United States except pursuant to an applicable exemption from the registration requirements of the US Securities Act and in compliance with the securities laws of any state or other jurisdiction of the United States. There will be no public offer of New Ordinary Shares in the United States.

This Announcement has been prepared on the basis that all offers of New Ordinary Shares will be made pursuant to an exemption under the UK version of Regulation (EU) no 2017/1129 of the European Parliament and of the Council of 14 June 2017, which is part of UK law by virtue of the European Union (Withdrawal) Act 2018, as amended from time to time from the requirement to

produce a prospectus for offers of New Ordinary Shares. Accordingly, any person making or intending to make any offer within the United Kingdom for ordinary shares in the capital of the Company which are not the subject of the Retail Offer contemplated in this Announcement should only do so in circumstances in which no obligation arises for the Company to produce a prospectus.

All statements in this Announcement other than statements of historical fact are, or may be deemed to be, "forward-looking statements". In some cases, these forward-looking statements may be identified by the use of forward-looking terminology, including the terms "targets", "believes", "estimates", "anticipates", "expects", "intends", "may", "will" or "should" or, in each case, their negative or other variations or comparable terminology. They appear in a number of places throughout the Announcement and include statements regarding the intentions, beliefs or current expectations of the Company and/or its Directors concerning, among other things, the performance, results of operations, financial condition, liquidity, prospects and dividend policy of the Company. By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. Forward-looking statements are not guarantees of future performance. The Company's actual performance, result of operations, financial condition, liquidity and dividend policy may differ materially from the impression created by the forward-looking statements contained in this Announcement. In addition, even if the performance, results of statements contained in this Announcement, those results or developments may not be indicative of results or developments in subsequent periods. Important factors that may cause these differences include, but are not limited to, changes in economic conditions generally; changes in interest rates and currency fluctuations; impairments in the value of the Company's assets; legislative/regulatory changes; changes in taxation regimes; the availability and cost of capital for future expenditure; the availability of suitable financing. Prospective investors should specifically consider the factors identified in this Announcement which could cause actual results to differ before making an investment decision. Any indication in this Announcement of the price at which ordinary shares have been bought or sold in the past cannot be relied upon as a guide to future performance. No statement in this Announcement is intended as a profit forecast or estimate for any period and no statement in this Announcement should be interpreted to mean that earnings, earnings per share or income, cash flow from operations or free cash flow for the Company, as appropriate, for the current or future years would necessarily match or exceed the historical published earnings, earnings per share or income, cash flow from operations or free cash flow for the Company.

Neither the content of the Company's website (or any other website) nor the content of any website accessible from hyperlinks on the Company's website (or any other website) is incorporated into or forms part of this Announcement. The New Ordinary Shares to be issued or sold pursuant to the Retail Offer will not be admitted to trading on any stock exchange other than the London Stock Exchange.

Investors should make their own investigations into the merits of an investment in the Company. Nothing in this announcement amounts to a recommendation to invest in the Company or amounts to investment, taxation or legal advice.

It should be noted that a subscription for New Ordinary Shares and investment in the Company carries a number of risks. Investors should consider the risk factors set out on www.PrimaryBid.com before making a decision to subscribe for New Ordinary Shares. Investors should take independent advice from a person experienced in advising on investment in securities such as the New Ordinary Shares if they are in any doubt.

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