RNS Number : 2479V
Valereum PLC
05 July 2024

The information contained within this announcement is deemed by the Company to constitute inside information as stipulated under the Market Abuse Regulation (EU) No. 596/2014 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 ("MAR")

5/07/2024

Valereum Plc
("Valereum" or the "Company")
Completion of £2 million Subscription
Exercise of Warrants and Options
Directors' Dealing

Valereum Plc (AQSE: VLRM) is pleased to announce it has concluded the raise of £2 million from its Chairman, James Formolli, through the issuance of 55,411,752 new ordinary shares of £0.001 each in the capital of the Company (the "**Subscription Shares**") at £0.036 per Subscription Share (the "**Subscription Price**") with no warrants attached (the "**Subscription**") and the issuance of 15,000,000 GATE Tokens - VLRM's utility token.

As announced previously, the proceeds of the raise will be used to fund Valereum's growth across its VLRM Markets, Technology and Capital verticals. In addition, the proceeds will be used to expand the utility of GATE Token across the VLRM ecosystem and to extinguish its remaining loan, following which, there will be no outstanding loan liabilities.

Exercise of Warrants and Options

The Company also announces that options and warrants have been exercised over a total of 6,757,692 ordinary shares of £0.001 each for total proceeds of £9,458, comprising 4,807,692 ordinary shares for James Formolli (Chairman), 825,000 ordinary shares for Peter Sekhon (Investor Relations Director), 825,000 ordinary shares for Karl Moss (CFO) and 300,000 ordinary shares for a service provider.

On completion of the Subscription and exercise of warrants, James Formolli's shareholding is expected to increase to 41.34%.

Rule 4.6 Statement - Related Party Transactions

In relation to James Formolli's subscription, the Directors (other than James Formolli) confirm that, having exercised reasonable care, skill and diligence, the related party transaction is fair and reasonable as far as the shareholders of the issuer are concerned.

Admission
Application will be made for the listing of the new Ordinary Shares, which will rank pari passu with the existing Ordinary Shares in issue, to be admitted to trading on the AQSE Growth Market ("Admission"). Dealings are expected to commence on or about 10 July 2024 and the issue is subject only to Admission.

Total voting rights

Following the subscription and exercises of warrants and options, the Company's total number of Ordinary Shares in issue will be 171,332,349. This figure may be used by shareholders as the denominator for the calculation to determine if they are required to notify the Company of their interest in, or a change to their interest in, the Company's securities pursuant to the Company's Articles.

For further information, please contact as follows:

Enquiries:

Valereum Plc
James Formolli, Chairman
Tel: +971 4584 6284

Stanford Capital Partners
Tel: 023 3650 3650
Bob Pountney
Patrick Claridge

First Sentinel Corporate Finance
AQSE Corporate Adviser
Brian Stockbridge
Tel: +44 20 3855 5551

Further updates to follow in due course.

The Directors of the Company accept responsibility for the contents of this announcement.

For more information, please visit the Company's website at www.vlrm.com

NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITIES OR CONNECTED PERSONS

1.	**Details of the person discharging managerial responsibilities / person closely associated**	
a)	Name	James Formolli
2.	**Reason for the Notification**	
a)	Position/status	Chairman
b)	Initial notification / Amendment	Initial notification
3.	**Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor**	
a)	Name	Valereum Plc
b)	LEI	213800EJ8BFEQQ9POX79
4.	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted	
a)	Description of the Financial instrument, type of instrument Identification Code	Ordinary shares of 0.1p each GI000A2P2W41

b)	Nature of the transaction	Subscription of ordinary shares
c)	Price(s) and volume(s)	<table><tr><td>Price</td><td>Volume</td></tr><tr><td>£0.036 per Ordinary Share</td><td>55,411,752 Ordinary Shares</td></tr></table>
d)	Aggregated information: · Aggregated volume · Price	Single transaction, see details in item (c) above
e)	Date of the transaction	4 July 2024
f)	Place of the Transaction	Outside a trading venue
4.	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted	
a)	Description of the Financial instrument, type of instrument Identification Code	Ordinary shares of 0.1p each GI000A2P2W41
b)	Nature of the transaction	Exercise of warrants
c)	Price(s) and volume(s)	<table><tr><td>Price</td><td>Volume</td></tr><tr><td>£0.001 per Ordinary Share</td><td>4,807,692 Ordinary Shares</td></tr></table>
d)	Aggregated information: · Aggregated volume · Price	Single transaction, see details in item (c) above
e)	Date of the transaction	4 July 2024
f)	Place of the Transaction	Outside a trading venue

1.	**Details of the person discharging managerial responsibilities / person closely associated**	
a)	Name	Peter Sekhon
2.	**Reason for the Notification**	
a)	Position/status	Investor Relations Director
b)	Initial notification / Amendment	Initial notification
3.	**Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor**	
a)	Name	Valereum Plc

b)	LEI	213800EJ8BFEQQ9POX79
4.	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted	
a)	Description of the Financial instrument, type of instrument Identification Code	Ordinary shares of 0.1p each GI000A2P2W41
b)	Nature of the transaction	Exercise of warrants
c)	Price(s) and volume(s)	<table><tr><td>Price</td><td>Volume</td></tr><tr><td>£0.001 per Ordinary Share</td><td>825,000 Ordinary Shares</td></tr></table>
d)	Aggregated information: · Aggregated volume · Price	Single transaction, see details in item (c) above
e)	Date of the transaction	4 July 2024
f)	Place of the Transaction	Outside a trading venue

1.	**Details of the person discharging managerial responsibilities / person closely associated**	
a)	Name	Karl Moss
2.	**Reason for the Notification**	
a)	Position/status	Chief Financial Officer
b)	Initial notification / Amendment	Initial notification
3.	**Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor**	
a)	Name	Valereum Plc
b)	LEI	213800EJ8BFEQQ9POX79
4.	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted	
a)	Description of the Financial instrument, type of instrument Identification Code	Ordinary shares of 0.1p each GI000A2P2W41
b)	Nature of the transaction	Exercise of warrants
c)	Price(s) and volume(s)	

		Price	Volume
		£0.001 per Ordinary Share	825,000 Ordinary Shares
d)	Aggregated information: · Aggregated volume · Price	Single transaction, see details in item (c) above	
e)	Date of the transaction	4 July 2024	
f)	Place of the Transaction	Outside a trading venue	

TR-1: Standard form for notification of major holdings

1a. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached [ii]**:**	Valereum Plc
1b. Please indicate if the issuer is a non-UK issuer (please mark with an "X" if appropriate)	
Non-UK issuer	X
2. Reason for the notification (please mark the appropriate box or boxes with an "X")	
An acquisition or disposal of voting rights	X
An acquisition or disposal of financial instruments	
An event changing the breakdown of voting rights	
Other (please specify) [iii]:	
3. Details of person subject to the notification obligation [iv]	
Name	James Formolli
City and country of registered office (if applicable)	
4. Full name of shareholder(s) (if different from 3.) [v]	
Name	
City and country of registered office (if applicable)	
5. Date on which the threshold was crossed or reached [vi]**:**	04/07/2024
6. Date on which issuer notified (DD/MM/YYYY):	04/07/2024

7. Total positions of person(s) subject to the notification obligation

	% of voting rights attached to shares (total of 8. A)	% of voting rights through financial instruments (total of 8.B 1 + 8.B 2)	Total of both in % (8.A + 8.B)	Total number of voting rights held in issuer (8.A + 8.B) [vii]
Resulting situation on the date on which threshold was crossed or reached	41.34%		41.34%	70,833,730
Position of previous notification (if applicable)	9.72%		9.72%	

8. Notified details of the resulting situation on the date on which the threshold was crossed or reached [viii]				
A: Voting rights attached to shares				
Class/type of shares ISIN code (if possible)	**Number of voting rights** [ix]		**% of voting rights**	
	Direct (DTR5.1)	**Indirect** (DTR5.2.1)	**Direct** (DTR5.1)	**Indirect** (DTR5.2.1)
Ordinary Shares GI000A2P2W41	70,833,730		41.34%	
SUBTOTAL 8. A	70,833,730		41.34%	

B 1: Financial Instruments according to DTR5.3.1R (1) (a)				
Type of financial instrument	**Expiration date** [x]	**Exercise/ Conversion Period** [xi]	**Number of voting rights that may be acquired if the instrument is exercised/converted.**	**% of voting rights**
		SUBTOTAL 8. B 1		

B 2: Financial Instruments with similar economic effect according to DTR5.3.1R (1) (b)					
Type of financial instrument	**Expiration date** [x]	**Exercise/ Conversion Period** [xi]	**Physical or cash Settlement** [xii]	**Number of voting rights**	**% of voting rights**
			SUBTOTAL 8.B.2		

9. Information in relation to the person subject to the notification obligation (please mark the applicable box with an "X")	
Person subject to the notification obligation is not controlled by any natural person or legal entity and does not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer [xiii]	X
Full chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held starting with the ultimate controlling natural person or legal entity (please add additional rows as necessary) [xiv]	

Name [xv]	**% of voting rights if it equals or is higher than the notifiable threshold**	**% of voting rights through financial instruments if it equals**	**Total of both if it equals or is higher than the notifiable threshold**

		or is higher than the notifiable threshold	

10. In case of proxy voting, please identify:	
Name of the proxy holder	
The number and % of voting rights held	
The date until which the voting rights will be held	

11. Additional information [xvi]

Place of completion	England, UK
Date of completion	04 July 2024

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