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The content of this document has not been approved by an authorised person within the meaning of the Financial Services and Markets Act 2000 (as amended). Reliance on this promotion for the purpose of engaging in any investment activity may expose an individual to a significant risk of losing all amounts invested.

If you have sold or otherwise transferred all of your registered holding of ordinary shares in the Company, please immediately forward this document, together with the Form of Proxy appended at the end of this document, to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for delivery to the purchaser or transferee. If you have sold or otherwise transferred only part of your holding of ordinary shares in the Company, please contact your stockbroker, bank or other agent through whom the sale or transfer was effected immediately.

The Directors (whose names and functions appear on page 6 of this document) and the Company (whose registered office address appears on page 6 of this document) accept responsibility, both collectively and individually, for the information contained in this document and compliance with the AIM Rules. To the best of the knowledge and belief of the Directors and the Company (who have taken all reasonable care to ensure that such is the case), the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

This document contains no offer of transferable securities to the public within the meaning of section 102B of the FSMA, the Act or otherwise and does not constitute or form part of any offer, invitation or solicitation to purchase, subscribe for, sell or issue any ordinary shares or any other securities in the Company or to otherwise engage in any investment activity in any jurisdiction in which the same is unlawful, nor shall it, or any part of it, or the fact of its distribution, form the basis of, or be relied in connection with, any contract therefor. Any failure to comply with these restrictions may constitute a violation of applicable securities laws in such jurisdictions. Accordingly, this document does not constitute a prospectus within the meaning of section 85 of the FSMA and has not been drawn up in accordance with the Prospectus Rules and has not been, and will not be, approved by or filed with the UK Financial Conduct Authority or any other competent authority.

Avanti Capital plc

(Incorporated under the Companies Act 1985 and registered in England and Wales with registered number 03319365)

Cancellation of admission of Ordinary Shares to trading on AIM

Notice of General Meeting

Panmure Gordon (UK) Limited, which is authorised and regulated in the United Kingdom by the Financial Conduct Authority, is acting as nominated adviser to the Company in relation to the transaction referred to in this document. The responsibilities of Panmure Gordon (UK) Limited as the Company's nominated adviser under the AIM Rules for Nominated Advisers are owed solely to the London Stock Exchange and are not owed to the Company or to any Director or to any other person. Persons receiving this document should note that Panmure Gordon (UK) Limited will not be responsible to anyone other than the Company for providing the protections afforded to its clients or for advising any other person on the arrangements described in this document. Panmure Gordon (UK) Limited has not authorised the contents of, or any part of, this document and no liability whatsoever is accepted by it for the accuracy of any information or opinion contained in this document or for the omission of any information.

This document should be read in its entirety. Your attention is drawn to the letter from the Chairman of the Company which is set out in Part 1 this document and which contains the Directors' unanimous recommendation that Shareholders vote in favour of the Resolution to be proposed at the General Meeting referred to below.

Notice of a General Meeting of the Company, to be held at the offices of Berwin Leighton Paisner LLP, St Magnus House, 3 Lower Thames Street, London EC3R 6HE at 11 a.m. on 26 September 2016, is set out at the end of this document. Shareholders will find enclosed a Form of Proxy for use at the General Meeting. To be valid, the Form of Proxy should be completed in accordance with the instructions printed on it, signed and returned as soon as possible and, in any event, so as to reach the Company's registrars, Capita Asset Services, PXS 1, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU by not later than 11 a.m. on 24 September 2016. Completion and return of Forms of Proxy will not preclude Shareholders from attending and voting in person at the General Meeting should they so wish.

A copy of this document is available at the Company's website at www.avanticap.com. Neither the content of the Company's website nor any website accessible by hyperlinks to the Company's website is incorporated in, or forms part of, this document.

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Publication of this document	18 August 2016
Latest time and date for receipt of Form of Proxy	11.00 a.m. on 24 September 2016
General Meeting	11 .00 a.m. on 26 September 2016
Last day of dealings in Ordinary Shares on AIM	3 October 2016
Cancellation of admission to trading on AIM of the Ordinary Shares becoming effective	4 October 2016

Notes:

- (1) If any of the above times and/or dates change, the revised times and/or dates will be notified to Shareholders by an announcement through the Regulatory Information Service recognised by the London Stock Exchange.
- (2) The Delisting of the Ordinary Shares requires the approval of not less than 75 per cent. of the votes cast by Shareholders at the General meeting.

DEFINITIONS

The following definitions apply throughout this document unless the context otherwise requires:

"Act"	the Companies Act 2006 (as amended)
"AIM"	the AIM Market operated by the London Stock Exchange
"AIM Rules"	the AIM Rules for Companies published by the London Stock Exchange from time to time
"Capita Asset Services" or "Registrars"	Capita Asset Services Limited, registrars to the Company
"Company"	Avanti Capital plc, a company incorporated and registered in England and Wales under the Companies Act 1985 with registered number 03319365
"CREST"	the system for paperless settlement of trades and the holding of uncertificated securities administered through Euroclear
"Delisting"	the cancellation of admission of the Ordinary Shares to trading on AIM
"Directors" or "Board"	the directors of the Company or any duly authorised committee thereof
"Euroclear"	Euroclear UK and Ireland Limited, the operators of CREST
"Form of Proxy"	the form of proxy for use by Shareholders in connection with the General Meeting and which is appended at the end of this document
"FSMA"	the Financial Services and Markets Act 2000 (as amended)
"General Meeting"	the general meeting of the Company to be held at the offices of Berwin Leighton Paisner LLP, St Magnus House, 3 Lower Thames Street, London EC3R 6HE at 11 a.m. on 26 September 2016, or any adjournment thereof, notice of which is set out at the end of this document
"Group"	the Company, its subsidiaries and its subsidiary undertakings
"London Stock Exchange"	London Stock Exchange plc

"Notice of General Meeting"	the notice convening the General Meeting and which is set out at the end of this document
"Ordinary Shares"	ordinary shares of £0.01 each in the capital of the Company
"Prospectus Rules"	the Prospectus Rules brought into effect on 1 July 2005 pursuant to Commission Regulation (EC) No. 809/2004
"Resolution"	the resolution to be proposed at the General Meeting as set out in the Notice of General Meeting
"Shareholders"	the registered holders of ordinary shares of the Company
"Takeover Code"	the City Code on Takeovers and Mergers
"UK"	the United Kingdom of Great Britain and Northern Ireland

LETTER FROM THE CHAIRMAN OF THE COMPANY

AVANTI CAPITAL PLC

(Incorporated under the Companies Act 1985 and registered in England and Wales with registered number 3319365)

Directors:

P.J. Crawford (*Chairman*)

R.H. Kleiner

W.A.H Crewdson

Registered office:

73 Cornhill

London

EC3V 3QQ

18 August 2016

Dear Shareholder,

Cancellation of admission of Ordinary Shares to trading on AIM

Notice of General Meeting

1 Introduction

On 13 May 2016 the Company announced the conditional disposal of the Company's interests in Mblox Inc. ("Mblox") by way of a merger of Mblox with CLX Communications AB ("CLX"). On 12 July 2016 CLX announced completion of the merger agreement with Mblox. Following these events, the Board has concluded that there is no longer any advantage to the Company in maintaining a quotation on AIM.

Accordingly, the Board is proposing to convene a General Meeting to put to Shareholders a special resolution to cancel admission of the Company's Ordinary Shares to trading on AIM.

The purpose of this document is to provide you with information about the background to and the reasons for the Delisting, to explain why the Board considers the Delisting to be in the best interests of the Company and its Shareholders as a whole and why the Board unanimously recommend that you vote in favour of the Resolution to be proposed at the General Meeting, notice of which is set out at the end of this document.

2 Background and current trading and strategy

Based on the terms of the merger agreement between Mblox and CLX, the Company has received cash of approximately US\$2.85m (approximately £2.16m based on the exchange rate of £1 = \$1.32 that existed at time of conversion to sterling). The balance of the consideration of approximately US\$0.9m (approximately £0.7m assuming the same exchange rate of £1=\$1.32 is prevalent at time of receipt) has been confirmed by Mblox as the amount that is required to be held in the escrow retention account, being the Company's share of the overall consideration held in the escrow retention account. The terms of the escrow retention account are such that, subject to any warranty or other claims that may be brought by CLX, the retention monies will be paid out 18 months after completion, with the Company receiving its pro rata entitlement.

Following receipt of monies from CLX and having obtained legal advice from the Company's solicitors, the Board has settled its outstanding liabilities. These are principally Odyssey Partners Limited, a company in which Richard Kleiner has a 50 per cent. interest, who under the terms of the investment management agreement entered into in November 2008 ("IMA"), are due a payment of accrued unpaid management fees of £132,000 (excluding VAT) and a carried interest payment of approximately £850,000, of which £645,000 is

payable now and the balance payable following release of monies from the escrow retention account (assuming no claims have been made by CLX).

Following receipt of monies due from CLX and payment of amounts due under the IMA, the Board has decided to declare an interim dividend of 22 pence per share, equivalent to approximately £1.8m. Details of the dividend declaration and payment are set out in today's announcement made by the Company which include the record date, ex-dividend date and payment date.

With effect from 1 July 2016, the Board has agreed not to take any further directors fees. In addition, other than payment of amounts due to Odyssey Partners Limited under the IMA as described in the previous paragraph, Odyssey Partners Limited and the Board have reached agreement such that there will be no further amounts payable to Odyssey Partners Limited with effect from 1 July 2016.

Following receipt of monies from the disposal of the Company's Mblox interests and payment of amounts due under the IMA, the Board believes that it is appropriate to seek shareholders' approval for the Delisting, in order to reduce overhead costs to very modest levels for the period until the receipt of monies from the Mblox escrow retention account. The Board will also seek to monetise any value for the Company's other investments all of which are currently written down to £nil, although there is no current expectation that any value will be monetised.

Following the receipt of monies from the escrow retention account (18 months after completion), referred to above, the Board's current intention is that the Company would then appoint a liquidator in order to effect a winding up and return of remaining cash to shareholders.

3 Delisting

Reasons for the Delisting

Following the disposal of the Company's Mblox interests, and in accordance with paragraph 5.6 of the AIM Note for Investing Companies, which forms part of the AIM Rules, the Company has a period of 12 months from the date of the disposal to implement its investing policy. If this is not fulfilled, the Company's shares will be suspended from trading on AIM.

However, the Board feels that with the Company's reduced size and revenues, and its remaining investments (other than cash) currently written down to £nil, the ongoing costs and regulatory requirements of a quotation on AIM can no longer be justified, and that greater shareholder value will ultimately be derived by operating the Company's business without these burdens. Additionally, it is unlikely that the Company could raise money through a new share issue, removing one of the key attractions of maintaining a quotation on AIM.

The Board therefore has no intention or wish to put forward a new investing policy to Shareholders or to seek to undertake a reverse takeover in accordance with the provisions of the AIM Rules and has accordingly concluded that it is in the best interests of Shareholders as a whole that the Delisting be approved.

Effect of Delisting and share dealing following the Delisting

The principal effect of the Delisting is that Shareholders will no longer be able to buy and sell shares in the Company through a public stock market; that is, liquidity in the Company's shares will be very limited.

[However, the Company intends to use reasonable endeavours to facilitate introductions and communication among Shareholders who wish to sell their Ordinary Shares and those persons

who wish to purchase Ordinary Shares. To do this, Shareholders or persons wishing to acquire or sell Ordinary Shares will be able to leave an indication with the Company that they are prepared to buy / sell Ordinary Shares at a specified price. In carrying out such introductions, the Company will not arrange transactions and will take no responsibility to match up Shareholders wishing to sell and purchase Ordinary Shares, and no responsibility in respect of the time frame and manner in which introductions or communications (if any) are made or as to the price at which any trades might take place.

The Company intends to continue to keep Shareholders informed of all material developments through its website and will continue to produce annual audited accounts.

Process of Delisting

In accordance with Rule 41 of the AIM Rules, the Company has notified the London Stock Exchange of the Delisting.

Under the AIM Rules, it is a requirement that the Delisting is approved by the requisite majority of Shareholders voting at the General Meeting (being not less than 75 per cent. of the votes cast). Accordingly, the Resolution set out in the Notice of General Meeting seeks Shareholders' approval to the Delisting. Subject to the Resolution approving the Delisting being passed at the General Meeting, it is anticipated that trading in the Ordinary Shares on AIM will cease at close of business on 3 October 2016 with the Delisting taking effect at 7:30am on 4 October 2016.

Upon the Delisting becoming effective, Panmure Gordon (UK) Limited will cease to be nominated adviser to the Company and the Company will no longer be required to comply with the rules and corporate governance requirements to which companies admitted to trading on AIM are subject including the AIM Rules.

Shareholders should note, however, that the Company will nevertheless remain subject to the provisions of the City Code on Takeovers and Mergers.

4 The General Meeting

Set out at the end of this document is a notice convening the General Meeting to be held on 26 September 2016 at the offices of Berwin Leighton Paisner LLP, St Magnus House, 3 Lower Thames Street, London EC3R 6HE at 11 a.m., at which the Resolution will be proposed.

The Resolution, which will be proposed as a special resolution, is to approve the Delisting.

5 Action to be taken

A Form of Proxy for use by Shareholders at the General Meeting is appended at the end of this document. Whether or not you intend to attend the General Meeting, you are requested to complete and sign the Form of Proxy in accordance with the instructions printed thereon and to return it, using the reply paid envelope provided, to the Registrars, Capita Asset Services, PXS 1, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU as soon as possible, but in any event so as to be received by no later than 11.00 a.m. on 24 September 2016. The completion and return of a Form of Proxy will not preclude Shareholders from attending the General Meeting and voting in person should they so wish.

6 Recommendation

The Directors consider the Delisting to be in the best interests of the Company and its Shareholders as a whole and, accordingly, unanimously recommend Shareholders to vote in favour of the Resolution to be proposed at the General Meeting as they intend to do in respect of their beneficial holdings amounting, in

aggregate, to 1,142,363 ordinary shares of the Company, representing approximately 14.2 per cent. of the existing issued ordinary share capital of the Company.

Yours faithfully

P.J. Crawford
Chairman
Avanti Capital plc

NOTICE OF GENERAL MEETING

AVANTI CAPITAL PLC

(Incorporated under the Companies Act 1985 and registered in England and Wales with registered number 03319365)

Notice is hereby given that a general meeting of Avanti Capital plc (the "**Company**") will be held at the offices of Berwin Leighton Paisner LLP, St Magnus House, 3 Lower Thames Street, London EC3R 6HE at 11 a.m. on 26 September 2016 to consider and, if thought fit, pass the following resolution which will be proposed as a special resolution of the Company.

SPECIAL RESOLUTION

That the cancellation of the admission of the Company's ordinary shares of £0.01 each to trading on AIM, a market operated by London Stock Exchange plc, be and is hereby approved and that the directors of the Company be and are hereby authorised to take all steps which are necessary or desirable in order to effect such cancellation.

BY ORDER OF THE BOARD

Richard Kleiner
Secretary

18 August 2016

Registered Office
73 Cornhill
London
EC3V 3QQ

Notes:

- (1) A member entitled to attend and vote the above-mentioned Annual General Meeting may appoint one or more proxies to attend and, on a poll, to vote instead of him. A proxy need not be a member of the Company.
- (2) A prepaid form of proxy is enclosed. To be valid, the form of proxy (together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such an authority) must be deposited at the offices of the Company's Registrars, PXS 1, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU no later than 11 a.m. on 24 September 2016. Completion of the form of proxy will not preclude a member from attending and voting in person.
- (3) The Company, pursuant to regulation 41 of The Uncertificated Securities Regulations 2001, specified that only those shareholders registered in the register of members of the Company by the close of business on 22 September 2016 shall be entitled to attend or vote at the General Meeting in respect of the number of shares registered in their name at that time. Changes to entries on the relevant register of securities after that time will be disregarded in determining the rights of any person to attend or vote at the General Meeting.