



RNS

Miscellaneous

Result of Tender Offer and Result of GM

ZYTRONIC PLC

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25 February 2021

Capitalised terms used in this Announcement, unless otherwise defined, have the same meanings as set out in the Circular.

25 February 2021

Zytronic plc

("Zytronic" or the "Company")

Result of Tender Offer

and

Result of General Meeting

Further to announcement of the Tender Offer on 1 February 2021, details of which set are out in the Circular, the Directors are pleased to announce that a total of 4,624,889 Ordinary Shares were validly tendered under the Tender Offer as at the Closing Date of 1 p.m. on 23 February 2021.

Under the Tender Offer, 4,624,889 Ordinary Shares will be purchased at the Tender Offer Price of 145 pence per Ordinary Share, representing an aggregate purchase value of £6,706,089.05. The Ordinary Shares to be purchased under the Tender Offer represent approximately 28.8 per cent. of the Company's issued ordinary share capital. As the Tender Offer was not fully subscribed, validly tendered Basic Entitlements and any excess applications will be satisfied in full.

In addition, the Company confirms that the Resolution put to the General Meeting held earlier today in order to give effect to the Tender Offer has been passed by the requisite majority. A summary of votes passed at the meeting will be made available shortly on the Company's website www.zytronicplc.com.

Following the passing of the Resolution, all conditions of the Tender Offer have been fulfilled and the Tender Offer is now unconditional.

As set out in the Circular, the Ordinary Shares due to be bought via the Tender Offer will be purchased by N+1 Singer on 26 February 2021 and the Company will purchase such Ordinary Shares from N+1 Singer under the terms of the Share Purchase Agreement described in the Circular. The Company intends to cancel the Ordinary Shares purchased by it.

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Company No. 03881244, Registered in England
VAT No. GB 746 4858 88



It is anticipated that the proceeds payable under the Tender Offer to Shareholders who hold their Ordinary Shares in certificated form will be despatched no later 3 March 2021 in the form of a cheque. Those shareholders who hold their Ordinary Shares in uncertificated form will have their CREST accounts credited no later than 3 March 2021.

Following the expected purchase of the Ordinary Shares, the Company's issued share capital will be reduced to 11,419,152 Ordinary Shares, each carrying one voting right. The Company does not hold any Ordinary Shares in treasury. This figure may be used from the close of business on that date by Shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, the Company under the FCA's Disclosure Guidance and Transparency Rules.

Pursuant to limb (c) of the Resolution passed at the General Meeting, the Company retains authority in its absolute discretion to purchase in the market, up to 2,271,662 Ordinary Shares being the difference between the maximum number of Ordinary Shares available to be purchased under the Tender Offer and the number of Ordinary Shares successfully purchased. This residual authority is in addition to the general buyback authority granted at the AGM, also held earlier today. Shareholders should note that the price paid in any such buy-backs, if made, would be at a price per Ordinary Share of not more than a 5.0 per cent. premium to the average closing mid-market price for the five business days prior to the purchase.

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About Zytronic

Zytronic is a developer and manufacturer of a unique range of internationally award winning optically transparent interactive touch sensor overlay products for use with electronic displays in industrial, self-service and public access equipment.

Zytronic's products employ a sensing solution that is readily configurable and is embedded in a laminate core which offers significant durability, environmental stability and optical enhancement benefits to system designers specific requirements.

Zytronic has continually developed process and technological know-how and IP since the late 1990's around two sensing methodologies; the first being single touch self-capacitive which Zytronic markets as PCT™ ("Projected Capacitive Technology") and the second being multi-touch, multi-user mutual-capacitive which Zytronic markets as MPCT™ ("Mutual Projected Capacitive Technology"), in which Zytronic holds a number of GB and international granted patents.

Operating from a single site near Newcastle-upon-Tyne in the United Kingdom, Zytronic is relatively unique in the touch eco-system as it offers a complete one-stop solution from processing internally the form and factor of the glass substrates, assembles their touch overlay products to customers specific



requirements, in environmentally controlled cleanrooms and develops the bespoke firmware, software and electronic hardware to link the interactive overlays to customer's integrated systems and products.

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