

QUILTER PLC

Incorporated under the Companies Act 1985 with registered number 06404270 and re-registered as a public limited company under the Companies Act 2006)

ISIN CODE: GB00BDCXV269

JSE SHARE CODE: QLT

Quilter plc (the "Company")

**NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, IN, INTO OR FROM ANY JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OF SUCH JURISDICTION**

9 March 2022

## **Quilter plc**

### **Proposed return of capital to Shareholders**

Further to the announcement on 3 November 2021 and the 2021 Full Year Results statement on 9 March 2022, Quilter plc ("Quilter" or the "Company") is pleased to announce today a proposed return of capital of £328 million to the holders of its ordinary shares (the "Shareholders") by way of a B share scheme (the "B Share Scheme"). A Shareholder Circular (the "Circular") in respect of the proposed return of capital is expected to be published on or around 29 March 2022, with a General Meeting of Shareholders to approve the proposed return of capital expected to be held on 12 May 2022 (the same date as the Company's Annual General Meeting).

### **Proposed return of capital and share consolidation**

£328 million will be returned to Shareholders by way of the B Share Scheme, involving the issue of new redeemable B shares (the "B Shares") to Shareholders which the Company will subsequently redeem for cash. Based on the number of ordinary shares in issue as at the close of business on 8 March 2022, the return of capital will equate to 20 pence per ordinary share for Shareholders on our UK share register. For Shareholders on the South African share register this equates to a return of 401.33300 South African cents per ordinary share, using an exchange rate of 20.06665.

To maintain comparability between the market price for Quilter ordinary shares before and after the implementation of the B Share Scheme, it is proposed that the B Share Scheme will be accompanied by a share consolidation of Quilter's ordinary shares (the "Share Consolidation").

### **Publication of Shareholder Circular**

Full details of the proposed return of capital, including the Share Consolidation, and a Notice of General Meeting of the Company, will be set out in the Circular which is expected to be

published on or around 29 March 2022 (and made available on Quilter's website at [plc.quilter.com/gm](http://plc.quilter.com/gm)) and, where required, posted to Shareholders as soon as practicable thereafter, with the General Meeting of the Company to approve the proposed return of capital expected to take place on 12 May 2022 (the same date as the Company's Annual General Meeting).

### **Expected timetable**

It is expected that the timetable will be as follows:

Transfers to and from the South African Branch Register suspended	Wednesday 9 March to Wednesday 25 May 2022
Record date for the mailing of the Circular, the Notice of General Meeting and the Proxy Forms / Voting Instruction Forms	Friday 25 March 2022
Publication of the Circular, the Notice of General Meeting and the Proxy Forms / Voting Instruction Forms	Tuesday 29 March 2022
Mailing of the Circular, the Notice of General Meeting and the Proxy Forms / Voting Instruction Forms	On or before Wednesday 6 April 2022
Last date to trade on the Johannesburg Stock Exchange for entitlement to vote at the General Meeting	Thursday 5 May 2022
Record time and date for Shareholder entitlement to vote at the General Meeting	6:30 p.m. (UK time) / 7:30 p.m. (SA time) on Tuesday 10 May 2022
General Meeting	11:30 a.m. (UK time) / 12:30 p.m. (SA time) on Thursday 12 May 2022

### **Additional principal events for UK Shareholders on the London Stock Exchange**

Record time for entitlement to B Shares and the Share Consolidation in respect of Existing Ordinary Shares	6:00 p.m. (UK time) on Friday 20 May 2022
Amendment of listing of Existing Ordinary Shares on the London Stock Exchange	by 8:00 a.m. (UK time) on Monday 23 May 2022
New Ordinary Shares admitted to the Official List and to trading on the London Stock Exchange	8:00 a.m. (UK time) on Monday 23 May 2022
B Shares issued equal to number of Existing Ordinary Shares held at the Record Time	8:00 a.m. (UK time) on Monday 23 May 2022

CREST accounts credited with New Ordinary Shares	Monday 23 May 2022
Expected redemption and cancellation of B Shares	Tuesday 24 May 2022
Despatch of payments by UK Registrar and CREST accounts credited in respect of proceeds, if B Shares redeemed on 24 May 2022	by Monday 6 June 2022
Despatch of share certificates in respect of New Ordinary Shares by UK Registrar	by Monday 6 June 2022

**Additional principal events for South African Shareholders on the Johannesburg Stock Exchange**

Last date to trade in Existing Ordinary Shares on the Johannesburg Stock Exchange before Record date for entitlement to B Shares and the Share Consolidation in respect of Existing Ordinary Shares	Friday 20 May 2022
Amendment of listing of Existing Ordinary Shares on the Johannesburg Stock Exchange	by 9:00 a.m. (SA time) on Monday 23 May 2022
New Ordinary Shares admitted to the Main Board of the Johannesburg Stock Exchange and to commence trading	9:00 a.m. (SA time) on Monday 23 May 2022
B Shares issued equal to number of Existing Ordinary Shares held at the Record time	9:00 a.m. (SA time) on Monday 23 May 2022
Expected redemption and cancellation of B Shares	Tuesday 24 May 2022
Record date on the Johannesburg Stock Exchange for settlement purposes for entitlement to B Shares and the Share Consolidation	Wednesday 25 May 2022
Strate accounts credited with New Ordinary Shares	Thursday 26 May 2022
Despatch of payments by SA Registrar and Strate accounts credited in respect of proceeds, if B Shares redeemed on 24 May 2022	by Monday 6 June 2022
Despatch of share certificates in respect of New Ordinary Shares by SA Registrar	by Monday 6 June 2022

These are the expected dates. Please refer to the Circular in due course for the final timetable and other dates relevant to the B Share Scheme and the Share Consolidation.

**Enquiries**

**Investor Relations:**

John-Paul Crutchley +44 (0)77 4138 5251

Keilah Codd +44 (0)77 7664 9681

**Media:**

Tim Skelton-Smith +44 (0)78 2414 5076

**Camarco**

Geoffrey Pelham-Lane +44 (0)77 3312 4226

**Company Secretary:**

Patrick Gonsalves +44 (0)7375 97 8887

**About Quilter plc**

Quilter plc is a leading wealth management business in the UK and internationally, helping to create prosperity for the generations of today and tomorrow. Quilter plc oversees £111.8 billion in customer investments (as at 31 December 2021).

It has an adviser and customer offering spanning: financial advice, investment platforms, multi-asset investment solutions, and discretionary fund management.

The business is being reorganised into two segments: **Affluent** and **High Net Worth**.

**Affluent** encompasses the financial planning businesses, Quilter Financial Planning, the Quilter Investment Platform and Quilter Investors, the Multi-asset investment solutions business.

**High Net Worth** includes the discretionary fund management business, Quilter Cheviot, together with Quilter Private Client Advisers.

**Disclaimer**

*This announcement has been issued by and is the sole responsibility of Quilter. The information contained in this announcement is for background purposes only and does not purport to be full or complete. The information in this announcement is subject to change.*

*This announcement is not intended to, and does not, constitute or form part of any offer, invitation or the solicitation of an offer to purchase, otherwise acquire, subscribe for, sell or otherwise dispose of, any securities pursuant to this announcement or otherwise.*

*Shareholders are advised to read carefully the Circular in relation to the B Share Scheme and Share Consolidation once it has been despatched. Any response to the proposals should be made only on the basis of information in the Shareholder Circular.*

*This announcement has been prepared in accordance with and for the purpose of complying with English law, the EU Regulation No. 596/2014 as onshored into UK law on 31 December 2020 by the European (Withdrawal) Act 2018 and the Listing Rules and Disclosure Guidance and Transparency Rules of the Financial Conduct Authority. The information disclosed may not be the same as that which would have been disclosed if this announcement had been prepared in accordance with the laws of jurisdictions outside of England and Wales.*

*The release, publication or distribution of this announcement in, into or from jurisdictions other than the United Kingdom may be restricted by law and therefore any persons who are subject to the law of any jurisdiction other than the United Kingdom should inform themselves about, and observe, any such restrictions. Any failure to comply with the restrictions may constitute a violation of the securities law of any such jurisdiction.*

JSE Sponsor:

J.P. Morgan Equities South Africa Proprietary Limited