

## **PSG SOLUTIONS PLC**

(‘PSG’ or the ‘Company’)

### **Proposed return of capital of up to £4,136,875 by way of a Tender Offer**

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THE TENDER OFFER IS NOT AVAILABLE TO SHAREHOLDERS WITH A REGISTERED ADDRESS IN ANY RESTRICTED JURISDICTION. OVERSEAS SHAREHOLDERS SHOULD NOTE THAT THEY SHOULD SATISFY THEMSELVES THAT THEY HAVE FULLY OBSERVED ANY APPLICABLE LEGAL REQUIREMENTS UNDER THE LAWS OF THEIR RELEVANT JURISDICTION IF THEY TENDER SHARES IN THE TENDER OFFER. THE ATTENTION OF SHAREHOLDERS WITH REGISTERED ADDRESSES OUTSIDE THE UNITED KINGDOM IS DRAWN TO THE PARAGRAPH HEADED “OVERSEAS SHAREHOLDERS” IN PART II OF THE CIRCULAR.

The Company is pleased to announce that it is today publishing a circular (the “Circular”) to be sent to shareholders of the Company (the “Shareholders”) detailing a proposed tender offer pursuant to which Northland Capital Partners Limited (“Northland”) will purchase up to 1,838,611 ordinary shares of 20 pence each in the Company (“Ordinary Shares”) representing approximately 7.14 per cent. of the issued share capital of the Company at a price of 225 pence per Ordinary Share (the “Tender Offer”). The Company will then repurchase such Ordinary Shares from Northland for cancellation (the “Repurchase”).

Terms used in this announcement shall have the meaning ascribed to them in the Circular unless otherwise stated. If the maximum number of Ordinary Shares under the Tender Offer and Repurchase are acquired, this will result in an amount of up to £4,136,875 being paid to Qualifying Shareholders who accept the Tender Offer.

The authorisation of the Repurchase and accordingly, the implementation of the Tender Offer requires, inter alia, the approval of Shareholders. Therefore, attached to the Circular is a notice of a General Meeting of the Company to be held at 10.00 a.m. on 9 May 2012 at the offices of the Company at 133 Ebury Street, London SW1W 9QU.

The Directors of the Company are considered to be related parties to the Company and therefore the transaction is considered to be a related party transaction pursuant to Rule 13 of the AIM Rules for Companies. The Company's nominated adviser, Northland, consider that the terms of the transaction are fair and reasonable insofar as the Company's shareholders are concerned.

The Circular is available to view on the Company's website ([www.psgsols.com](http://www.psgsols.com)), and will also be available for inspection at the offices of Northland during usual business hours on any weekday (Saturdays, Sundays and public holidays excepted).

For further information please visit [www.psgsols.com](http://www.psgsols.com) or contact:

**PSG Solutions Plc**

Jonathan Mervis, Chairman

John Warwick, Finance Director

**020 7881 0800**

**Northland Capital Partners – Nominated Adviser & Broker**

Shane Gallwey/Gavin Burnell

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