

6 April 2017

**Private & Commercial Finance Group plc**  
(“PCFG”, the “Company” or the “Group”)

**Results of General Meeting and result of Open Offer**  
**and**  
**Issue of equity**

PCFG (AIM: PCF), the AIM-quoted specialist bank, announces the results of the General Meeting in respect of its recent £10 million Placing, and additional Open Offer of up to £500,000, at an Issue Price of 25 pence per new Ordinary Share, which was announced to the market on 17 March 2017 (the "Placing Launch Announcement"), and the results of the Open Offer.

**General Meeting**

The Company is pleased to announce that at the General Meeting held earlier today all resolutions were duly passed.

**Open Offer**

As announced in the Placing Launch Announcement, neither BCB, the majority Shareholder in the Company, nor the Directors have subscribed for any Open Offer Shares. The Open Offer Entitlements which could otherwise have been available to BCB and the Directors under the Open Offer, being approximately 70.8 per cent. of the total Open Offer Entitlements, were made available to Qualifying Shareholders under the Excess Application Facility.

The Open Offer closed for acceptances at 11.00 a.m. on 5 April 2017 in accordance with its terms and was oversubscribed. The Company therefore announces that it has received valid acceptances in respect of 2,000,000 Open Offer Shares from Qualifying Shareholders, including applications under the Excess Application Facility, with a value of £500,000. This represents 100 per cent. of the Open Offer Shares offered pursuant to the Open Offer.

As a consequence, the Company has conditionally raised £10.5 million (before expenses) in aggregate through the Placing and Open Offer.

**Issue of Equity**

Application has been made for the 42,000,000 Placing Shares and Open Offer Shares (in aggregate) to be admitted to trading on AIM and it is expected that Admission will take place at 8.00 a.m. on 7 April 2017. The Placing Shares and Open Offer Shares will rank *pari passu* with the existing Ordinary Shares.

Following Admission, the Company will have 212,124,102 Ordinary Shares in issue, none of which are held in treasury. Shareholders may use this figure 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 issued share capital of the Company.

The capitalised terms used in this announcement have the meaning set out in Appendix IV to the Placing Launch Announcement.

**For more information, please contact:**

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Jos Simson / Niall Walsh

**About Private & Commercial Finance Group plc ([www.pcfg.co.uk](http://www.pcfg.co.uk))**

Established in 1994, Private & Commercial Finance Group plc is an AIM-quoted specialist bank which has two main operating divisions:

- Consumer Finance which provides finance for motor vehicles to consumers; and
- Business Finance which provides finance for vehicles, plant and equipment to SMEs.

The Group has a highly efficient and scalable business model, utilising its specially developed internet-based proposal system to service national networks of brokers and suppliers.

The notification below, made in accordance with the requirements of the EU Market Abuse Regulation, provides further detail on the transactions of the certain Directors who subscribed for Placing Shares pursuant to the Placing.

**Notification and public disclosure of transactions by persons discharging managerial responsibilities (“PDMRs”) and persons closely associated with them.**

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>					
a)	Names	Timothy Franklin – Non-executive Chairman				
<b>2</b>	<b>Reason for the notification</b>					
a)	Position/status	See 1(a) above for position – classified as a PDMR of PCFG				
b)	Initial notification /Amendment	Initial				
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>					
a)	Name	Private & Commercial Finance Group plc				
b)	LEI	213800UDT5QE28AFU288				
<b>4</b>	<b>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</b>					
a)	Description of the financial instrument, type of instrument	Ordinary shares of 5 pence each (“Ordinary Shares”)				
b)	Identification code	GB0004189378				
c)	Nature of the transaction	Purchase of Ordinary Shares pursuant to the Placing				
d)	Price(s) and volume(s)	<table border="1"> <thead> <tr> <th>Prices(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>25 pence</td> <td>40,000</td> </tr> </tbody> </table>	Prices(s)	Volume(s)	25 pence	40,000
Prices(s)	Volume(s)					
25 pence	40,000					

d)	Aggregated information  - Aggregated volume  - Price	N/a
e)	Date of the transaction	17 March 2017
f)	Place of the transaction	London Stock Exchange, AIM Market (XLON)

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>	
a)	Names	Mark Brown – Non-executive Director
<b>2</b>	<b>Reason for the notification</b>	
a)	Position/status	See 1(a) above for position – classified as a PDMR of PCFG
b)	Initial notification /Amendment	Initial
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	Private & Commercial Finance Group plc
b)	LEI	213800UDT5QE28AFU288
<b>4</b>	<b>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</b>	
a)	Description of the financial instrument, type of instrument	Ordinary shares of 5 pence each (“Ordinary Shares”)

b)	Identification code	GB0004189378	
c)	Nature of the transaction	Purchase of Ordinary Shares pursuant to the Placing	
d)	Price(s) and volume(s)	Prices(s)	Volume(s)
		25 pence	80,000
d)	Aggregated information  - Aggregated volume  - Price	N/a	
e)	Date of the transaction	17 March 2017	
f)	Place of the transaction	London Stock Exchange, AIM Market (XLON)	

Name of authorised official of issuer responsible for making notification:

Robert Murray

Company Secretary to Private & Commercial Finance Group plc

Certain information contained in this announcement would have constituted inside information (as defined by Article 7 of Regulation (EU) Number 596/2014) prior to its release as part of this announcement.