

ASCENTIAL

22 December 2017

Ascential plc

Acquisition of Clavis Insight

Ascential plc (LSE: ASCL.L), the global business-to-business information company, today announces the acquisition of Clavis Insight (“Clavis”) for an initial cash consideration of US\$119m paid in December 2017 plus future earn outs payable over three years. The acquisition completed today.

Clavis is a market leader in eCommerce analytics, with proprietary technology enabling consumer product companies to track and optimise the performance of their products across hundreds of retailer websites and mobile commerce sites globally. Clavis customers include some of the world’s largest consumer product companies, such as P&G, Nestle, Unilever and L’Oreal.

Clavis will join Ascential’s Information Services division and is highly complementary to One Click Retail (“OCR”). In 2018 we will integrate Clavis with OCR’s Amazon sales and share product, which, like Clavis, helps consumer product companies drive sales through eCommerce. This combined product suite will constitute a globally leading eCommerce performance measurement platform, to enable both companies to provide broader capabilities to their existing customers. Clavis employs 170 people, including 100 in Dublin, with hub locations in the US, UK, France and China serving a global customer base.

Clavis is growing rapidly and, in the year to 31 December 2016, generated unaudited revenue of US\$13m and an EBITDA loss of US\$7m. Gross assets at 31 December 2016 were US\$19m. Revenue is expected to grow to US\$17m in the current financial year ended 2017 and Clavis is expected to break even in 2018. Clavis benefits from a high level of recurring revenue with 95% of total revenue being subscription-based.

The initial cash consideration is US\$119m. Earn out consideration is payable in cash based on the annualized recurring revenue of the business at the end of each of the next three years to 2020 and is expected to total between approximately US\$25m and US\$50m. A portion of the earn out is subject to founders remaining in employment with the company. The total potential consideration, including initial consideration and earn out payments, is capped at US\$219m in the event that extremely stretching annualized recurring revenue levels are reached.

The acquisition, which will be funded from cash reserves and existing borrowing facilities, is expected to be enhancing to Ascential’s earnings per share in the second full year of ownership.

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Duncan Painter, CEO, Ascential, commented:

“Ascential enables its customers to improve their business performance. As a high growth business that offers synergies with our existing brands, Clavis fits well with our strategy, strengthening our eCommerce analytics offering for consumer product companies. Through combination with OCR’s offering, we will provide ever more comprehensive, accurate and actionable analytics and insight.”

For further information, please contact:

FTI Consulting LLP

020 3727 1000

Jamie Ricketts / Adam Davidson

About Ascential plc:

Ascential is a global business-to-business information company that informs and connects the business world in 150 countries through market-leading Exhibitions & Festivals and Information Services.

Ascential powers the global trend forecasting service WGSN, environmental risk data business Groundsure, e-commerce analytics provider One Click Retail, the prestigious Cannes Lions festival for the branded communications industry, the world's premier payments and financial services congress Money20/20 and MediaLink, a U.S.-based advisory and business services firm. The company provides customers with world class content and connections empowering their businesses to be the best informed and best connected. www.ascential.com