

MOTIVE PARTNERS

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Motive Partners to acquire significant stake in Global Shares

- **Global Shares Plc is a leading international provider of equity compensation management solutions**

New York, London and Cork, 31 July 2018 – Motive Partners today announced that it has entered into an agreement to acquire a significant stake of c.40% shareholding in Global Shares Plc ("Global Shares"), a leading provider of equity compensation management solutions to global corporations. Under the terms of the agreement, Motive Partners will partner with Global Shares to accelerate the company's long-term growth and value creation. This will include its international expansion and strategic hiring.

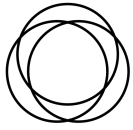
Headquartered in Cork, Ireland, Global Shares was founded in 2005, and is a market-leading provider of innovative software and services for employee equity share plan administration. Global Shares has developed a proprietary, cloud-based, global technology platform enabling seamless service to clients with employees across jurisdictions, time zones and languages.

The company is experiencing dramatic growth, with revenue having increased 60 percent over the previous year. More than 250 blue-chip companies with employees in over 100 countries use Global Shares to operate their employee share plans. Global Shares' international presence is comprised of 10 offices around the world, including in London, New York, Hong Kong, Dublin and Beijing. Clients include pharmaceutical powerhouse GSK, Italian financial services firm Generali, the US's largest privately-held corporation Cargill and British multinational enterprise software company Sage Group.

Richard Hayes, Chairman of Global Shares, commented: "*In Motive Partners we have found a firm that brings a wealth of financial technology expertise together with the investment capital that will enable us to accelerate achievement of our long-term ambitions. Today's announcement is a resounding endorsement of the hard work of our team, and it shows that a growth firm from West Cork is capable of competing in the provision of innovative financial services solutions on a global scale.*"

Andy Stewart, Partner, Motive Partners, commented: "*Global Shares brings a unique and scalable technology platform paired with an exceptional service offering, making it one of the few providers that can support employee share plans on a global basis. Global Shares is positioned for strong continued growth, and we are committed to supporting the management team in delivering its business plan by extending access to our global network and expertise.*"

The number of Global Shares' employees has risen from 68 in 2015 to over 175 today, and significant further employment expansion is anticipated as the firm leverages Motive Partners' sector expertise, industry connectivity and capital to execute its ambitious international expansion plans. Global Shares has been supported in its growth by the Irish



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Government through Enterprise Ireland and was named Deloitte's "Irish Fintech Company of the Year" in 2017.

Michael D'Arcy, Ireland's Minister of State at the Department of Finance, commented: *"I am delighted to see Global Shares, a company backed by Enterprise Ireland, attract a significant investment from Motive Partners. Furthermore, we are pleased that the Ireland Strategic Investment Fund's (ISIF) partnership with Motive is helping support strategic sectors of the Irish economy, demonstrating the value of a Sovereign Wealth Fund with a development mandate. It is a great example of how an Irish company supported early on in its development can go on to create high quality technology and financial services jobs at home and scale into an international success story. I look forward to watching their continued growth and success, proving Ireland's fintech sector is capable of creating great companies who can win blue-chip customers on the global stage."*

Alongside the partnership with the Ireland Strategic Investment Fund, Motive Labs—Motive Partners' innovation and value creation arm—also has partnerships with **Allied Irish Bank (AIB)** and **Mastercard's** Ireland based Innovation team.

Tim Houstoun, Chief Executive Officer of Global Shares, said: *"This announcement is very good news for Global Shares - for our clients, partners, shareholders and the fantastic Global Shares team. Now we have the investment we need to intensify our recruitment drive, support our growing operation and fast-track the development of more new software whilst putting Global Shares centre stage in the Equity Compensation industry. We are ripe for further global expansion and looking forward to working in partnership with Neil, Andy and the team at Motive Partners to realise our long-standing vision - to be the Leading Global Provider of Equity Management Solutions offering best in class software and services."*

Neil Cochrane, Principal, Motive Partners, commented: *"We are delighted to partner with CEO Tim Houstoun and the rest of the team at Global Shares. They have built an impressive business with an exceptional software and service offering that has driven strong international growth. We look forward to supporting the team as it takes the business to the next level."*

The transaction is subject to customary closing conditions, including requisite regulatory approvals, and is expected to close in Q4 2018. Financial terms of the transaction have not been disclosed.

Mason Hayes & Curran is serving as Global Shares' legal advisor in connection with the transaction. EY Ireland, Proskauer Rose LLP and Matheson are serving as Motive Partners' advisors in connection with the transaction.

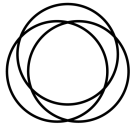
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About Global Shares

Global Shares, Winner of the Deloitte 'FinTech Company of the Year' Award 2017, is a leading global provider of equity compensation management solutions, providing share plan administration, global custody, share-dealing and financial reporting services to companies and their employees in over 100 countries worldwide.



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Over the past decade, Global Shares has become a major player in the global share plan management arena. Global Shares develops highly specialised cloud-based software solutions for private and public companies of all sizes to manage their employee equity plans. Global Shares' provides solutions to some of the largest and best-known companies in the world, including Cargill (US), GlaxoSmithKline (UK), Sage (UK), Generali (IT) and many more.

The Global Shares technology platform is developed and managed 100% in-house, and a highly skilled team of equity professionals deliver the highest levels of service with a personal touch. Global Shares software and services have set a new benchmark for the global share plan administration industry. Global Shares is headquartered in Ireland, with offices in China, Hong Kong, Germany, Portugal, the United Kingdom and the United States.

More information on Global Shares can be found at www.globalshares.com.

About Motive Partners

Motive Partners is a sector specialist investment firm that is focused on technology enabled companies that power the financial services industry. Based in New York and London and comprised of investors, operators and innovators, Motive Partners brings differentiated expertise, connectivity and capabilities to create long-term value in financial technology companies.

More information on Motive Partners can be found at www.motivepartners.com