

TR-1: NOTIFICATION OF MAJOR INTEREST IN SHARES

| | |
|---|-------------------------------------|
| 1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached: ⁱⁱ | PANTHEON INTERNATIONAL PLC |
| 2 Reason for the notification (please tick the appropriate box or boxes): | |
| An acquisition or disposal of voting rights | <input checked="" type="checkbox"/> |
| An acquisition or disposal of qualifying financial instruments which may result in the acquisition of shares already issued to which voting rights are attached | <input type="checkbox"/> |
| An acquisition or disposal of instruments with similar economic effect to qualifying financial instruments | <input type="checkbox"/> |
| An event changing the breakdown of voting rights | <input type="checkbox"/> |
| Other (please specify): | <input type="checkbox"/> |
| 3. Full name of person(s) subject to the notification obligation: ⁱⁱⁱ | Brewin Dolphin Limited |
| 4. Full name of shareholder(s) (if different from 3.): ^{iv} | |
| 5. Date of the transaction and date on which the threshold is crossed or reached: ^v | 05 May 2016 |
| 6. Date on which issuer notified: | 09 May 2016 |
| 7. Threshold(s) that is/are crossed or reached: ^{vi, vii} | 5% |

| | | |
|--|---|---|
| 8. Notified details: | | |
| A: Voting rights attached to shares ^{viii, ix} | | |
| Class/type of shares | Situation previous to the triggering transaction | Resulting situation after the triggering transaction |
| | | |

| if possible using the ISIN CODE | Number of Shares | Number of Voting Rights | Number of shares | Number of voting rights | | % of voting rights ^x | |
|---------------------------------|------------------|-------------------------|------------------|-------------------------|-------------------------|---------------------------------|----------|
| | | | Direct | Direct ^{xi} | Indirect ^{xii} | Direct | Indirect |
| GBP0.25 GB0004148507 | 1,651,788 | 1,651,788 | N/A | N/A | 1,666,840 | N/A | 5.0416% |

| B: Qualifying Financial Instruments | | | | |
|--|---------------------------------|--|---|--------------------|
| Resulting situation after the triggering transaction | | | | |
| Type of financial instrument | Expiration date ^{xiii} | Exercise/ Conversion Period ^{xiv} | Number of voting rights that may be acquired if the instrument is exercised/ converted. | % of voting rights |
| | | | | |

| C: Financial Instruments with similar economic effect to Qualifying Financial Instruments ^{xv, xvi} | | | | | | |
|---|----------------|---------------------------------|--|--|---------------------------------------|-------|
| Resulting situation after the triggering transaction | | | | | | |
| Type of financial instrument | Exercise price | Expiration date ^{xvii} | Exercise/ Conversion period ^{xviii} | Number of voting rights instrument refers to | % of voting rights ^{xix, xx} | |
| | | | | | Nominal | Delta |
| | | | | | | |

| Total (A+B+C) | |
|-------------------------|-----------------------------|
| Number of voting rights | Percentage of voting rights |
| 1,666,840 | 5.0416% |

| 9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable: ^{xxi} | | | |
|---|---------|--------|---|
| Indirect - Brewin Nominees (Channel Islands) Limited - | 26,518 | 0.0802 | % |
| Indirect - Brewin Nominees Limited - Individual Designations | 570 | 0.0017 | % |
| Indirect - Brewin Nominees Limited A/c NOM | 660,431 | 1.9976 | % |
| Indirect - Brewin Nominees Limited A/c ISA | 267,027 | 0.8077 | % |
| Indirect - Brewin Nominees Limited A/c | 355,164 | 1.0742 | % |

| | | | |
|--|------------------|---------------|----------|
| GROSS | | | |
| Indirect - Brewin Nominees Limited A/c CHARITY | 216,404 | 0.6545 | % |
| Indirect - Brewin Nominees Limited A/c OFFBOND | 140,726 | 0.4257 | % |
| GRAND TOTAL | 1,666,840 | 5.0416 | % |

| | |
|---|--|
| Proxy Voting: | |
| 10. Name of the proxy holder: | |
| 11. Number of voting rights proxy holder will cease to hold: | |
| 12. Date on which proxy holder will cease to hold voting rights: | |

| | |
|--------------------------------------|--|
| 13. Additional information: | Figures based on shares in issue of 33,062,013 The indirect voting rights under (9) relate to shares held in client portfolios, managed by those firms, under discretionary investment management agreements. |
| 14. Contact name: | Mark Taylor |
| 15. Contact telephone number: | 0191 279 7332 |

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