GLOBALDATA PLC
(Incorporated in England and Wales with Registered No. 03925319)

Capital Reorganisation

and

Notice of General Meeting

Your attention is drawn to the letter from the Chairman which is set out in this Circular and, in particular, to paragraph 5 which contains the unanimous recommendation from the Directors that shareholders vote in favour of the Resolution to be proposed at the General Meeting referred to below.

Notice of a General Meeting of GlobalData Plc to be held on 25 July 2023 at 2.00 p.m. at John Carpenter House, 7 Carmelite Street, London, EC4Y 0BS is set out at the end of this Circular. Whether or not you propose to attend the General Meeting, please complete and submit an online proxy form in accordance with the instructions set out in this Circular, or if a hard copy is requested, the instructions printed on it. Attending in person may not be possible or desirable for all whom wish to attend, therefore the Company will offer shareholders the option to participate in the meeting remotely. However, shareholders will not be able to vote at the meeting when joining remotely. Please see the letter from the Chairman for further detail of the manner in which shareholders may participate in the General Meeting.

A hard copy proxy form has not been sent to you but you can request one directly from the registrars, Link Group’s general helpline team on Tel: 0371 664 0300. Calls are charged at the standard geographic rate and will vary by provider. You may also submit your proxy electronically using the Share Portal service at www.signalshares.com or if you hold your shares in CREST, you may appoint a proxy or proxies by completing and transmitting a CREST Proxy Instruction to Link Group. Shareholders can use this service to vote or appoint a proxy online. To be valid, the proxy form must be completed and returned as soon as possible and so as to be received by Link Group no later than 2.00 p.m. on Friday 21 July 2023. You can return your hard-copy proxy form by post to Link Group at PXS1, Central Square, 29 Wellington Street, Leeds LS1 4DL.

Copies of this Circular are available free of charge on the Company’s website http://www.globaldata.com/
EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Publication of this Circular 7 July 2023
Latest time and date for receipt of Form of Proxy 2.00 p.m. on 21 July 2023
General Meeting 2.00 p.m. on 25 July 2023
Record Date for the Capital Reorganisation 6.00 p.m. on 25 July 2023
Admission and commencement of dealings in the New Ordinary Shares 8.00 a.m. on 26 July 2023
CREST accounts credited with the New Ordinary Shares in uncertificated form 26 July 2023
Dispatch of definitive certificates for New Ordinary Shares (in certified form) By no later than 9 August 2023

If any of the details contained in the timetable above should change, the revised times and dates will be notified to Shareholders by means of an announcement through the Regulatory Information Service. All references to time and dates in this Circular are to time and dates in London.

STATISTICS RELATING TO THE CAPITAL REORGANISATION

Ordinary Shares in issue as at the date of this Circular 118,303,869
Number of Existing Ordinary Shares expected to be in issue immediately prior to the Capital Reorganisation (including the Additional Ordinary Shares) 118,303,878
Conversion ratio for the Consolidation 1 Consolidated Share for every 14 Existing Ordinary Shares
Conversion ratio for the Sub-division 100 New Ordinary Shares for every 1 Consolidated Share
Total expected number of New Ordinary Shares in issue following the Capital Reorganisation 845,027,700
ISIN code for the New Ordinary Shares GB00BR3VDF43
SEDOL for the New Ordinary Shares BR3VDF4
DEFINITIONS

The following definitions apply throughout this Circular, unless the context requires otherwise:

Act
Companies Act 2006 (as amended)

Additional Ordinary Shares
the 9 Ordinary Shares to be issued immediately prior to the Capital Reorganisation, such that the total number of Ordinary Shares in issue shall be exactly divisible by 14

Admission
admission of the New Ordinary Shares to trading on AIM becoming effective in accordance with Rule 6 of the AIM Rules

AIM
the AIM market operated by the London Stock Exchange

AIM Rules
the AIM Rules for Companies published by the London Stock Exchange from time to time

Capital Reorganisation
the Consolidation and the Sub-division

certificated form or in certificated form
an Ordinary Share recorded on a company’s share register as being held in certificated form (namely, not in CREST)

Company
GlobalData Plc, registered in England & Wales with company number 03925319

Consolidation
the proposed consolidation of every 14 Existing Ordinary Shares into 1 Consolidated Share

Consolidated Share
the ordinary shares of £0.01 each in issue following the Consolidation

CREST
the relevant system (as defined in the CREST Regulations) in respect of which Euroclear is the operator (as defined in those regulations)

CREST Regulations
the Uncertificated Securities Regulations 2001 (S.I. 2001 No. 3755) (as amended)

Directors or Board
the directors of the Company from time to time

Document or Circular
this document which for the avoidance of doubt does not comprise a prospectus (under the Prospectus Regulation Rules) or an admission document (under the AIM Rules)

Euroclear
Euroclear UK & International Limited, the operator of CREST

Existing Ordinary Shares
the ordinary shares of £0.000714 each in the capital of Company in issue immediately prior to the Capital Reorganisation (including the Additional Ordinary Shares)

FCA
the UK Financial Conduct Authority

General Meeting
the General Meeting of the Company to be held at 2.00 p.m. on 25 July 2023, notice of which is set out at the end of this Document, and any adjournment thereof

London Stock Exchange
London Stock Exchange plc

New Ordinary Shares
ordinary shares of £0.0001 each in the capital of Company resulting from the Consolidation and the Sub-division and expected to be in issue following the Capital Reorganisation

Notice
the notice of General Meeting which is set out at the end of this Document
| **Ordinary Share** | ordinary shares of £0.000714 each in the capital of Company existing prior to the Capital Reorganisation |
| **Record Date** | 6.00 p.m. on 25 July 2023, being the record date and time for the Capital Reorganisation |
| **Regulatory Information Service** | A service approved by the FCA for the distribution to the public of regulatory announcements and included within the list maintained on the FCA's website |
| **Resolution** | the resolution to be proposed at the General Meeting as set out in the Notice |
| **Shareholders** | holders of Existing Ordinary Shares |
| **Sub-division** | the sub-division of the Consolidated Shares into the New Ordinary Shares |
| **UK** | the United Kingdom of Great Britain and Northern Ireland |
| **uncertificated** or in **uncertificated form** | an Ordinary Share recorded on a company's share register as being held in uncertificated form in CREST and title to which, by virtue of the CREST Regulations, may be transferred by means of CREST |
7 July 2023

To shareholders of the Company and (for information only) to holders of
share options and warrants in the Company

Dear Shareholder,

PROPOSED CAPITAL REORGANISATION

AND

NOTICE OF GENERAL MEETING

1. INTRODUCTION

The purpose of this Document is to explain the background to and reasons for the Capital
Reorganisation, to explain why the Board considers the Capital Reorganisation to be in the best
interests of the Company and the Shareholders as a whole and why the Directors recommend that you
vote in favour of the Resolution.

2. BACKGROUND TO AND REASONS FOR THE CAPITAL REORGANISATION

As at the date of this Document, there are 118,303,869 Ordinary Shares of £0.000714 each in the
capital of the Company in issue. The mid-market share price of each Ordinary Share as at close on
5 July 2023 was £12.25.

The Board believes that the Capital Reorganisation would benefit all shareholders and make the
Company’s shares more accessible to retail investors. It may also improve the liquidity of the market in
the Company’s shares and reduce in percentage terms the bid / offer spread in the Company’s shares.

3. THE CAPITAL REORGANISATION

The Capital Reorganisation comprises the consolidation of every 14 Existing Ordinary Shares into one
Consolidated Share followed by the sub-division of every such Consolidated Share into 100 New
Ordinary Shares.

To effect the Consolidation, it will be necessary to issue 9 Additional Ordinary Shares so that the
Company’s issued ordinary share capital is exactly divisible by 14. These Additional Ordinary Shares
would be issued to Courtney Taylor. Since these Additional Ordinary Shares would only represent an
entitlement to a fraction of a New Ordinary Share, this fraction would be sold pursuant to the
arrangements for fractional entitlements described below.

Following the issue of the Additional Ordinary Shares, the entire issued share capital of the Company
will comprise of 118,303,878 Existing Ordinary Shares. The Existing Ordinary Shares will be
consolidated into 8,450,277 Consolidated Shares of £0.01 each. Each such Consolidated Share will
then be sub-divided into 100 New Ordinary Shares.
Following the Capital Reorganisation, the entire issued share capital of the Company will comprise of 845,027,700 New Ordinary Shares of £0.0001 each. Each Shareholder shall, as a result of the Capital Reorganisation, receive 100 New Ordinary Shares for every 14 Existing Ordinary Shares held by them at the Record Date.

Shareholders may hold at the Record Date a number of Existing Ordinary Shares that is not exactly divisible by the consolidation ratio. The result of the Consolidation, if approved, will be that such Shareholders will be left with a fractional entitlement to a resulting Consolidated Share. Any such fractions as a result of the Consolidation will be aggregated and the Directors will sell the aggregated shares in the market for the benefit of the relevant Shareholders. The proceeds from the sale of the fractional entitlements shall be distributed pro rata amongst the relevant Shareholders, save that where a Shareholder is entitled to an amount which is less than £3 it will be retained for the benefit of the Company.

The Sub-division will not of itself affect the value of your shareholding and therefore your current shareholding will not be diluted.

The rights attaching to the New Ordinary Shares will be identical in all respects to those of the Existing Ordinary Shares, including voting, divided, return of capital and other rights.

Application will be made for the New Ordinary Shares to be admitted to trading on AIM in place of the Existing Ordinary Shares. Subject to Shareholder approval of the Resolution, it is expected that Admission will become effective and that dealings in the New Ordinary Shares will commence on 26 July 2023. Following the Capital Reorganisation, the ISIN Code for the New Ordinary Shares will be GB00BR3VDF43 and the SEDOL Code will be BR3VDF4.

Shareholders who hold Existing Ordinary Shares in uncertificated form will have such shares disabled in their CREST accounts on the Record Date, and their CREST accounts will be credited with the New Ordinary Shares following Admission, which is expected to take place on 26 July 2023. Existing share certificates will cease to be valid following the Capital Reorganisation. New share certificates in respect of the New Ordinary Shares are expected to be issued by first class post at the risk of the Shareholder within ten business days of Admission.

Following the Consolidation, all mandates and other instructions, including communication preferences given to the Company by Shareholders and in force at the Record Date shall, unless and until revoked, be deemed to be valid and effective mandates or instructions in relation to the New Ordinary Shares.

4. GENERAL MEETING AND ACTION TO BE TAKEN

You will find set out at the end of this Document a notice convening the General Meeting to be held at 2.00 p.m. on 25 July 2023 at John Carpenter House, 7 Carmelite Street, London, EC4Y 0BS.

The Company understands and respects the importance of the General Meeting to shareholders and the Board greatly values the opportunity to meet shareholders in person. However, we understand that this may not be possible or desirable for all who wish to attend, therefore, the Company will offer shareholders the option to participate in the General Meeting remotely which can be accessed from any computer with internet access or through a telephone (mobile or landline). If you are interested in this option, please call Courtney Taylor on 020 7936 6400 or email cosec@globaldata.com in order to make the necessary arrangements. However, shareholders will not be able to vote at the General Meeting when joining remotely.

Shareholders are therefore asked, whether or not they propose to attend the General Meeting in person, to exercise their votes by submitting their proxy electronically via their Signal Shares account in advance of the General Meeting and to appoint the Chairman of the General Meeting as their proxy with their voting instructions. Submission of an electronic vote via your Signal Shares account or via CREST will not preclude you from attending the General Meeting and voting in person if you so wish.

In order to reduce the Company’s environmental impact, you will not receive a hard copy form of proxy for the General Meeting in the post automatically. Instead, you will be able to appoint a proxy electronically at www.signalshares.com. Details of how to appoint a proxy in this way are set out in the Notice of the General Meeting. Alternatively, you may request a hard copy form of proxy directly from
our Registrar, Link Group. Details of how to request, and complete, a hard copy form of proxy are also set out in the Notice of the General Meeting.

All proxy instructions must be received by the Registrars by no later than 2.00 p.m. on 21 July 2023 (or, in circumstances where the General Meeting is adjourned to a date later than 48 hours after the time specified for the General Meeting, 48 hours before the time of the adjourned meeting, excluding any UK non-working days).

If you hold your shares through a nominee service, please contact the nominee service provider regarding the process for appointing a proxy.

5. RECOMMENDATION

The Board considers in good faith that the Resolution will promote the success of the Company for the benefit of its members as a whole. Accordingly, the Directors unanimously recommend that you vote in favour of the Resolution to be proposed at the General Meeting, as the Directors intend do in respect of their own beneficial shareholdings of the Company’s Ordinary Shares, representing approximately 60.0 per cent. of the Company’s existing issued Ordinary Share capital.

Yours faithfully,

Murray Legg
Chairman
NOTICE OF GENERAL MEETING

GLOBALDATA PLC
(Incorporated in England and Wales with Registered No. 03925319)

Notice is hereby given that a General Meeting of GlobalData Plc (the “Company”) will be held at John Carpenter House, 7 Carmelite Street, London, EC4Y 0BS on 25 July 2023 at 2.00 p.m., for the purpose of considering and, if thought fit, passing the following resolution which will be proposed as an ordinary resolution:

Ordinary Resolution

THAT (subject to and conditional on Admission (as defined in the circular of which this notice forms part)):

a) the Existing Ordinary Shares of £0.000714 each in the capital of the Company in issue at 6.00 p.m. on 25 July 2023 be consolidated and divided into 8,450,277 ordinary shares of £0.01 ("Consolidated Shares"), provided that, where such consolidation results in any shareholder being entitled to a fraction of a Consolidated Share, such fraction shall be dealt with by the directors as they see fit pursuant to their powers available to them under article 13 of the Company’s Articles of Association (the “Articles”); and

b) each of the Consolidated Shares created by sub-paragraph (a) above be sub-divided and reclassified into 100 ordinary shares of £0.0001 each ("New Ordinary Share"), such New Ordinary Shares having the same rights and being subject to the same restrictions (save as to nominal value) as the Existing Ordinary Shares of £0.000714 each in the capital of the Company as set out in the Company’s Articles for the time being.

By Order of the Board

Robert (Bob) Hooper
Company Secretary
7 July 2023

Registered Office:
John Carpenter House
John Carpenter Street
London
EC4Y 0AN
Notice of General Meeting

Attendance

1. If you wish to attend the General Meeting in person, you should arrive at the venue in good time to allow your attendance to be registered. Please bring some form of identification. To be entitled to attend and vote at the General Meeting (and for the purposes of the determination by the Company of the votes that may be cast in accordance with Regulation 41 of the Uncertified Securities Regulations 2001), only those members registered in the Company’s register of members at close of business on 21 July 2023 (or, if the General Meeting is adjourned, close of business on the date which is two business days before the adjourned General Meeting) shall be entitled to attend and vote at the General Meeting. Changes to entries on the register of members after that time shall be disregarded in determining the rights of any person to attend or vote at the meeting. A member present in person or by proxy shall have one vote on a show of hands and on a poll every member present in person or by proxy shall have one vote for every share of which he/she is the holder.

2. Any question relevant to the business of the General Meeting may be asked at the meeting by anyone permitted to speak at the meeting. You may alternatively submit your question in advance by sending it, together with your name as shown on the Company's register of members, to the following email address: cosec@globaldata.com so that it is received by no later than 2.00 p.m. on 21 July 2023. Please insert “General Meeting – Shareholder Questions” in the subject header box of your email. Please also see the explanatory notes at paragraph 17 below for guidance on members’ rights to ask questions and when the Company will cause them to be answered.

3. Shareholders are also offered the option to participate in the General Meeting remotely. If you are interested in this option, please call Courtney Taylor on 020 7936 6400 or email cosec@globaldata.com in order to make the necessary arrangements. However, shareholders will not be able to vote at the General Meeting when joining remotely. Shareholders are therefore asked to exercise their votes by submitting their proxy electronically via their Signal Shares account in advance of the meeting and to appoint the Chair of the General Meeting as their proxy with their voting instructions. Submission of an electronic vote via your Signal Shares account will not preclude you from attending the General Meeting and voting in person if you so wish.

Appointment of Proxies

4. If you are a member of the Company at the time set out in note 1 above, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the General Meeting. You can appoint a proxy only using the procedures set out in these notes and the notes to the proxy form.

5. A proxy does not need to be a member of the Company but must attend the General Meeting to represent you. If you wish your proxy to speak on your behalf at the General Meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.

6. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, please indicate on your proxy submission how many shares it relates to.

7. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the Resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the General Meeting.

Appointment of Proxy Using Hard Copy Proxy Form

8. A hard copy form of proxy has not been sent to you but you can request one directly from the registrars, Link Group’s general helpline team on Tel: 0371 664 0300. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 – 17:30, Monday to Friday excluding public holidays in England and Wales. Alternatively, you can request a hard copy form of proxy via email at shareholderenquiries@linkgroup.co.uk or via postal address at Link Group, PXS1, Central Square, 29 Wellington Street, Leeds LS1 4DL. In the case of a
member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form. For the purposes of determining the time for delivery of proxies, no account has been taken of any part of a day that is not a working day.

Appointment of a Proxy Online
9. You may submit your proxy electronically using the Share Portal service at www.signalshares.com. Shareholders can use this service to vote or appoint a proxy online. The same voting deadline of 48 hours (excluding non-working days) before the time of the meeting applies. Shareholders will need to use the unique personal identification Investor Code (“IVC”) printed on their share certificate. If you need help with voting online, please contact our Registrar, Link Group’s portal team on 0371 664 0391. Lines are open between 09:00 – 17:30, Monday to Friday excluding public holidays in England and Wales or via email at shareholderenquiries@linkgroup.co.uk. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate.

Appointment of Proxies through Proxymity
10. Proxymity Voting – if you are an institutional investor you may also be able to appoint a proxy electronically via the Proxymity platform, a process which has been agreed by the Company and approved by the Registrar. For further information regarding Proxymity, please go to www.proxymity.io. Your proxy must be lodged by 2.00 p.m. on 21 July 2023 in order to be considered valid or, if the meeting is adjourned, by the time which is 48 hours before the time of the adjourned meeting. Before you can appoint a proxy via this process you will need to have agreed to Proxymity’s associated terms and conditions. It is important that you read these carefully as you will be bound by them and they will govern the electronic appointment of your proxy. An electronic proxy appointment via the Proxymity platform may be revoked completely by sending an authenticated message via the platform instructing the removal of your proxy vote.

Appointment of Proxies Through CREST
11. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the General Meeting and any adjournment(s) of it by using the procedures described in the CREST Manual. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message (a CREST Proxy Instruction) must be properly authenticated in accordance with Euroclear UK & International Limited’s (EMX) specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted so as to be received by the issuer’s agent (ID: RA10) by 2.00 p.m. on 21 July 2023. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer’s agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

CREST members and, where applicable, their CREST sponsors or voting service providers should note that EMX does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time.

In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
Appointment of Proxy by Joint Members
12. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company’s register of members in respect of the joint holding, the first-named being the most senior.

Changing Proxy Instructions
13. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off times for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded. Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact Link Group as per the communication methods shown in note 9. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Termination of Proxy Appointments
14. In order to revoke a proxy instruction, you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Link Group, at the address shown in note 9. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed, or a duly certified copy of such power or authority, must be included with the revocation notice. The revocation notice must be received by Link Group no later than 48 hours before the General Meeting. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid. Appointment of a proxy does not preclude you from attending the General Meeting and voting in person. If you have appointed a proxy and attend the General Meeting in person, your proxy appointment will automatically be terminated.

Corporate Representatives
15. A corporation which is a member can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a member provided that no more than one corporate representative exercises powers over the same share.

Issued Shares and Total Voting Rights
16. As at 6 July 2023 (being the latest practicable business day prior to the publication of this Notice), the Company’s ordinary issued share capital consists of 118,303,869 ordinary shares, carrying one vote each. Therefore, the total voting rights in the Company as at 6 July 2023 are 118,303,869.

Questions at the General Meeting
17. Under Section 319A of the Act, the Company must answer any question you ask relating to the business being dealt with at the General Meeting unless:
   • answering the question would interfere unduly with the preparation for the General Meeting or involve the disclosure of confidential information;
   • the answer has already been given on a website in the form of an answer to a question; or
   • it is undesirable in the interests of the Company or the good order of the General Meeting that the question be answered.

Website Availability
18. A copy of this Notice, and other information required by Section 311A of the Companies Act 2006, can be found on the Company’s website at www.globaldata.com.