

Cazenove Capital Holdings Limited
1 July 2013
FOR IMMEDIATE RELEASE: Court Sanction of Scheme

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Recommended acquisition of Cazenove Capital Holdings Limited ("Cazenove Capital") by Schroders plc ("Schroders") by way of a scheme of arrangement

On 25 March 2013, Cazenove Capital and Schroders announced that they had reached agreement on the terms of a recommended cash offer pursuant to which Schroders will acquire the entire issued and to be issued share capital of Cazenove Capital. The Acquisition is to be implemented by means of a scheme of arrangement under Article 125 of the Companies (Jersey) Law 1991 (the "**Scheme**").

The board of Cazenove Capital announces that, earlier today, the Royal Court of Jersey sanctioned the Scheme.

All the other conditions to the Scheme have been satisfied or waived other than the condition relating to the delivery of the Scheme Court Order. It is expected that the Scheme Court Order will be delivered to the Registrar of Companies in Jersey on 2 July at which point the Scheme will become effective.

Upon the Scheme becoming effective, holders of Ordinary Shares will be entitled to receive 135 pence for each Ordinary Share held at the Scheme Record Time (6.00 p.m. on 1 July 2013), except those eligible holders of Ordinary Shares who have elected for the Loan Note Alternative, who will be entitled to receive £1 nominal value of Loan Notes for every £1 of cash consideration otherwise receivable under the Scheme. It is currently expected that the scheme consideration will be paid (or, in the case of Loan Notes, issued to the relevant shareholders) on or prior to 5 July 2013.

Unless the context otherwise requires, terms defined in the scheme document dated 19 April 2013 have the same meaning in this announcement.

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FURTHER INFORMATION

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