THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to what action you should take, you are recommended to seek your own personal financial advice immediately from your stockbroker, bank manager, solicitor, accountant, fund manager or other independent financial adviser authorised under the Financial Services and Markets Act 2000 (as amended) if you are resident in the United Kingdom, or from another appropriately authorised independent financial adviser if you are resident in a territory outside the United Kingdom.

If you have sold or otherwise transferred all of your Ordinary Shares, you should pass this document and the accompanying form of proxy without delay to the purchaser or transferee, or to the stockbroker, bank or other person who arranged the sale or transfer so they can pass these documents to the person who now holds the shares

This document does not constitute a prospectus for the purposes of the prospectus rules of the Financial Conduct Authority nor does it comprise an admission document prepared in accordance with the AIM Rules. Accordingly, this document has not been approved by or filed with the Financial Conduct Authority or the London Stock Exchange or any other regulatory authority. This document does not constitute or form part of any offer or invitation to sell or issue or a solicitation of any offer to acquire, purchase or subscribe for Placing Shares in any jurisdiction. This document must not be distributed to a US Person (as such term is defined in the US Securities Act of 1933, as amended (the "Securities Act")) or within or into the United States, Canada, Japan, South Africa, Australia or New Zealand. The Ordinary Shares have not been and will not be registered under the Securities Act, and may not be offered or sold or subscribed, directly or indirectly, within the United States, Canada, Japan, South Africa, Australia or New Zealand or to or by any US Person (as such term is defined in Regulation S promulgated under the Securities Act) or any national resident or citizen of Canada, Japan, South Africa, Australia or New Zealand or any corporation, partnership or other entity created or organized under the laws thereof.

Application will be made to the London Stock Exchange for the Placing Shares and the Consideration Shares to be admitted to trading on AIM. No application has been made or is currently intended to be made for the Placing Shares or the Consideration Shares to be admitted to trading or dealt in on any other exchange. It is expected that, subject to, *inter alia*, the passing of the Resolutions at the General Meeting, admission to AIM will become effective in respect of, and that dealings on AIM will commence in, the Placing Shares and the Consideration Shares, on or around 15 May 2018.

Satellite Solutions Worldwide Group plc

(Incorporated in England and Wales under the Companies Act 2006 with registered number 09223439)

PROPOSED ACQUISITIONS OF OPEN SKY S.R.L. AND SAT INTERNET SERVICES GMBH

PROPOSED PLACING OF 141,400,004 ORDINARY SHARES AT 8.5 PENCE EACH

NOTICE OF GENERAL MEETING

Your attention is drawn to the letter from the Chairman of the Company which is set out in this document and which recommends that you vote in favour of the Resolutions to be proposed at the General Meeting referred to below. Your attention is also drawn to the risk factors set out in Part 2 (Risk Factors) of this document.

Numis Securities Limited ("**Numis**"), which is authorised and regulated in the United Kingdom by the Financial Conduct Authority, is acting as nominated adviser and broker exclusively for the Company and no one else in relation to the Placing. Numis is not acting for, and will not be responsible to, any person other than the Company for providing the protections afforded to clients of Numis or for advising any other person on the contents of this document or any transaction or arrangement referred to herein. The responsibility of Numis as nominated adviser under the AIM Rules is owed solely to the London Stock Exchange and not the Company or its Directors or any other person. Numis has not authorised the contents of this document and no liability is accepted by Numis for the accuracy of any information or opinions contained in or for the omission of any information from this document, for which the Company and the Directors are solely responsible.

Notice of a general meeting of the Company to be held at the offices of Shepherd and Wedderburn LLP, Condor House, 10 St Paul's Churchyard, London EC4M 8AL at 10.00 a.m. on 14 May 2018 (London time) is set out at the end of this document. A form of proxy for use at the General Meeting is enclosed with this document. Whether or not you intend to attend the General Meeting in person, you are requested to complete the form of proxy in accordance with the instructions printed on it and return it so as to be received by Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR no later than 10.00 a.m. on 10 May 2018.

No person has been authorised to give any information or to make any representation other than those contained in this document in connection with the Placing and, if given or made, such information or representation must not be relied upon as having been authorised by or on behalf of the Company, or Numis or their respective associates, directors, officers or advisers.

The contents of the Company's website or any website directly or indirectly linked to the Company's website do not form part of this document.

The Placing Shares and the Consideration Shares will, upon Admission, rank *pari passu* in all respects with the existing Ordinary Shares, including the right to receive all dividends or other distributions declared, made or paid after Admission. The Placing Shares are not being made available to the public in conjunction with the Placing and the information concerning the proposed Placing set out in this document is being provided to existing Shareholders for information purposes only.

The distribution of this document and the offer of the Placing Shares in certain jurisdictions may be restricted by law. Accordingly, neither this document nor any advertisement or any other offering material may be distributed or published in any jurisdiction except under circumstances that will result in compliance with any applicable laws and regulations. Persons outside the UK into whose possession this document comes should inform themselves about and observe any such restrictions.

The Placing Shares have not been approved or disapproved by the US Securities and Exchange Commission, any state securities commission or any other regulatory authority in the United States, nor have any of the foregoing authorities passed on or endorsed the merits of the Placing or the accuracy or adequacy of the information contained in this document. Any representation to the contrary is a criminal offence in the United States.

FORWARD-LOOKING STATEMENTS

This document includes statements that are, or may be deemed to be, "forward-looking statements". These forward-looking statements can be identified by the use of forward-looking terminology, including the terms "believes", "estimates", "forecasts", "plans", "prepares", "anticipates", "projects", "expects", "intends", "may", "will", "seeks", "should" or, in each case, their negative or other variations or comparable terminology, or by discussions of strategy, plans, objectives, goals, future events or intentions. These forward-looking statements include all matters that are not historical facts. They appear in a number of places throughout this document and include statements regarding the Company's and the Directors' intentions, beliefs or current expectations concerning, amongst other things, the Company's prospects, growth and strategy. By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. Forward-looking statements are not guarantees of future performance. The Company's actual performance, achievements and financial condition may differ materially from those expressed or implied by the forward-looking statements in this document. In addition, even if the Company's results of operations, performance, achievements and financial condition are consistent with the forward-looking statements in this document, those results or development may not be indicative of results or developments in subsequent periods. Any forward-looking statements that the Company makes in this document speak only as of the date of such statement and (other than in accordance with their legal or regulatory obligations) neither the Company, nor Numis nor any of their respective associates, directors, officers or advisers undertakes any obligation to update such statements. Comparisons of results for current and any prior periods are not intended to express any future trends or indications of future performance, unless expressed as such, and should only be viewed as historical data.

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EXPECTED TIMETABLE OF PRINCIPAL EVENTS

	2018
Latest time and date for receipt of forms of proxy	10.00 a.m. on 10 May
General Meeting	10.00 a.m. on 14 May
Admission and dealings in the Placing Shares expected to commence	8.00 a.m. on 15 May

Note:

Each of the times and dates in the above table is a reference to the time in London and is subject to change. If any of the above times and/or dates change, the revised times and/or dates will be notified by amendment by the Company on a regulatory information service.

PLACING STATISTICS

Number of Placing Shares being placed on behalf of the Company	141,400,004
Placing Price per Placing Share	8.5 pence
Number of Consideration Shares	20,639,834
Number of Ordinary Shares in issue immediately following Admission[1]	844,650,090
Number of Placing Shares as a percentage of the issued share capital of the Company as at the date of this document	20.7 per cent.
Number of new Placing Shares as a percentage of the Enlarged Share Capital[1]	16.7 per cent.
Number of Consideration Shares as a percentage of the issued share capital of the Company as at the date of this document	3.0 per cent.
Number of Consideration Shares as a percentage of the Enlarged Share Capital	2.4 per cent.
Gross proceeds of the Placing	£12.0 million
Estimated net proceeds of the Placing	£11.0 million

(1) Assumes that no Ordinary Shares (other than the Placing Shares and the Consideration Shares) are issued between the date of this document and Admission.

PART 1

LETTER FROM THE CHAIRMAN

Satellite Solutions Worldwide Group plc

(Incorporated in England and Wales under the Companies Act 2006 with registered number 09223439)

Directors:	*Registered Office:*
Michael Tobin OBE (Chairman)	Satellite House
Andrew Walwyn (Chief Executive Officer)	108 Churchill Road
Frank Waters (Chief Financial Officer)	Bicester
Simon Clifton (Chief Technical Officer)	Oxfordshire
Paul Howard (Non-Executive Director)	OX26 4XD
Stephen Morana (Non-Executive Director)	

26 April 2018

To the holders of Ordinary Shares and, for information only, to the holders of options over Ordinary Shares

Dear Shareholder

PROPOSED ACQUISITIONS
PROPOSED PLACING AND NOTICE OF GENERAL MEETING

1. Introduction

Earlier today, the Company announced the proposed acquisitions of:

- Open Sky, a leading supplier of satellite broadband services in Italy with approximately 14,500 customers for a total consideration of €5.0 million (subject to adjustment), to be satisfied by €4.0 million in cash and €1.0 million in Ordinary Shares in the Company; and
- Sat Internet, one of Germany's leading satellite broadband operators with approximately 6,000 customers in Germany and Austria and approximately 500 additional customers in Portugal for a total consideration of €6.0 million (subject to adjustment), to be satisfied by €5.0 million in cash and €1.0 million in Ordinary Shares in the Company.

The Company also announces its intention to raise gross proceeds of approximately £12.0 million by way of a placing of 141,400,004 new Ordinary Shares at a price of 8.5 pence per new Ordinary Share. The Placing is conditional upon, amongst other things, Shareholder approval which will be sought at a general meeting of the Company to be held at the offices of Shepherd and Wedderburn LLP, Condor House, 10 St Paul's Churchyard, London EC4M 8AL at 10.00 a.m. on 14 May 2018 (the "**General Meeting**"). The Acquisitions are conditional upon (amongst other things) completion of the Placing and Admission.

The purpose of this letter is: (i) to provide you with details of, as well as the background to and reasons for, the Acquisitions and the Placing; (ii) to provide you with information in respect of the Resolutions to be proposed at the General Meeting; and (iii) to explain why the Board believes that the Acquisitions, the Placing and the Resolutions are in the best interests of the Company and its Shareholders as a whole.

The actions that you should take to vote on the Resolutions, and the recommendation of the Board, are set out in paragraphs 18 and 19 respectively of this letter.

2. Background

Since admission to AIM in 2015, SSW has grown significantly and achieved its stated strategy of delivering alternative super-fast broadband to over 100,000 global customers. Furthermore, the market opportunity for SSW's products and services continues to expand as government regulation set to come into force in 2020 and beyond is expected to further increase demand for super-fast broadband across Europe and internationally where traditional broadband supply is seen as being either technically challenging or uneconomic to deliver.

SSW has now established itself as a leading provider of super-fast broadband internet services and these two complementary Acquisitions have been identified to expand the Company's operational footprint in Europe. Both Acquisitions have strong local management teams that are highly regarded by the Board and are expected to remain within their business units following the Acquisitions to drive future growth.

The Directors believe that following the completion of these two Acquisitions, SSW will be well positioned to deliver a total last-mile broadband solution across the major markets in Europe, using either satellite or fixed wireless technology. The Directors consider that this will enable the Company to deliver the most economic and efficient solution to generate further organic revenue growth and operating margin expansion.

3. Acquisition of Open Sky

3.1 *Introduction*

Open Sky is a leading satellite broadband provider in Italy offering satellite, fixed wireless, and fixed line internet to a customer base of approximately 14,500 customers (split approximately 74% B2C and 26% B2B). The business is well established with an operational presence focused in the North of Italy, led by an experienced managing director who is expected to be retained within the business post-acquisition.

Key Open Sky financials	**Dec-17[1]**
Revenue	€10.3m
Gross profit	€3.6m
Gross margin	35%
EBITDA	€0.9m
EBITDA margin	9%

3.2 *Rationale for the Acquisition of Open Sky*

Italy has an estimated 3.6 million households with broadband speeds of less than 4Mbps, which represents a large addressable market for companies like Open Sky who can provide reliable, super-fast broadband solutions.

The growth plan across Italy will be further amplified by SSW's agreement with the Eurobroadband JV (the "**EBB JV**") which, the Company understands, has plans to commence selling new products through SSW in Italy which will further underpin customer and revenue growth. Synergy benefits associated with scale efficiencies through cost-integration and operational leverage are also anticipated. The Directors further believe that the launch of Open Sky's new "COMBO" product, a product typically sold on a 36 month contract targeting businesses that combines hybrid satellite connections with wireless/ADSL failover, offers strong growth potential.

The Board therefore believes that Italy is a key European growth market with strong revenue growth potential in which SSW currently does not have a footprint and intends to create a new regional hub in Italy as a platform from which to grow organically and add further scale via bolt-on acquisitions across the region.

3.3 *Open Sky Acquisition consideration*

The initial consideration for Open Sky is €5.0 million on a debt free/cash basis. The initial consideration comprises €3.0 million to be paid in cash, and the allotment and issue, credited as fully paid, of €1.0 million in Ordinary Shares of the Company, to be issued on completion, with deferred consideration of €1.0 million to be paid in cash on the date which is six months following the date of completion. The initial consideration is subject to downward or upward adjustment following the preparation of completion accounts.

In addition, there is an earn-out to be satisfied in cash and is subject to certain EBITDA targets (including those specifically related to specific products) being satisfied by Open Sky during the two consecutive 12-month periods following completion of the Acquisition (€1.4 million in year 1 and €1.7 million in year 2). Consideration under the earn-out is capped at €1.0 million.

(1) Dec-17 financials extracted from reported financial accounts.

3.4 ***Open Sky Acquisition Agreement***

On 26 April 2018, the Purchaser entered into the Open Sky Acquisition Agreement with the Open Sky Sellers pursuant to which the Purchaser has conditionally agreed to acquire the entire issued share capital of Open Sky for: (i) a target initial cash consideration of €3.0 million (“**Open Sky Provisional Cash Consideration**”) which will be paid by the Purchaser to the Open Sky Sellers at completion of the Open Sky Acquisition; (ii) the allotment and issue, credited as fully paid, to the Open Sky Sellers by the Company of the Open Sky Consideration Shares (such shares having a value of €1.0 million at the Placing Price) at completion of the Open Sky Acquisition; and (iii) a deferred cash element of €1.0 million which will be payable on the date which is six months following the date of completion of the Open Sky Acquisition ((i), (ii) and (iii) being together the “**Open Sky Initial Consideration**”). The Open Sky Provisional Cash Consideration is subject to downward or upward adjustment following the preparation of completion accounts. In addition, the Purchaser has agreed to pay the Open Sky Sellers further cash consideration payments (“**Open Sky Earnout Payments**”), subject to certain EBITDA targets (including those specifically related to specific products) being satisfied by Open Sky during the two consecutive 12 month periods following completion of the Open Sky Acquisition. The Open Sky Earnout Payments will not exceed €1.0 million in aggregate. The maximum aggregate consideration payable by the Purchaser for Open Sky (that is to say, the Open Sky Initial Consideration (as adjusted) plus the Open Sky Earnout Payments) is capped at €7 million. The Open Sky Sellers have given customary warranties to the Purchaser, subject to certain caps and limitations. Completion of the Open Sky Acquisition Agreement is conditional upon (amongst other things) Admission.

3.5 ***Lock up arrangements with the Open Sky Sellers***

Each Open Sky Seller has also agreed that he/she: (i) will not, without the prior written consent of Numis and the Company, dispose of any Ordinary Shares held by him/her (including Open Sky Consideration Shares) in the 12 month period following Admission (“**First Restricted Period**”); and (ii) will only dispose of Ordinary Shares in the 12 month period following the end of the First Restricted Period through the Company’s broker and in such orderly manner as the Company’s broker shall determine. Such lock-up undertakings are subject to certain customary exceptions.

4. Acquisition of Sat Internet

4.1 ***Introduction***

Sat Internet is a well-established, profitable and cash generative provider of satellite broadband based in Germany with approximately 6,000 customers in Germany and Austria and approximately 500 further customers in Portugal. The business provides satellite broadband services to both residential and business customers.

Key Sat Internet financials	**Dec-17[2]**
Revenue	€4.8m
Gross profit	€1.7m
Gross margin	35%
EBITDA	€0.7m
EBITDA margin	14%

4.2 ***Rationale for the Acquisition of Sat Internet***

Germany is the largest economy in the EU, with a high GDP and high number of rural households with approximately 3.9 million households with internet speeds of less than 4Mbps. The Directors believe this represents a large addressable market for alternative super-fast broadband providers such as Sat Internet.

Unlike the UK, the German government has yet to adopt any form of subsidy scheme to promote alternative broadband connectivity but has announced significant investment into broadband infrastructure in the years up to 2020, of which a proportion is expected to filter down to alternative broadband technologies.

(2) Dec-17 financials extracted from individual audited accounts.

The growth plan across Germany will be further amplified by SSW's agreement with the EBB JV which, the Company understands, has plans to commence selling new products through SSW in Germany, which will further underpin customer and revenue growth. Synergy benefits associated with scale efficiencies through cost-integration and operational leverage are also anticipated.

The Board therefore believes that Germany is a key European market with attractive growth characteristics in which SSW currently does not have a footprint and therefore intends to create a new regional hub in Germany as a platform from which to grow organically and add further scale via bolt-on acquisitions across the region.

4.3 ***Sat Internet Acquisition consideration***

The initial consideration for Sat Internet is €6.0 million on a debt free/cash free basis. The initial consideration for the acquisition comprises €4.5 million, to be paid in cash, and the allotment and issue (credited as fully paid) of €1.0 million in Ordinary Shares of the Company, to be issued on completion, with deferred consideration of €0.5 million to be paid in cash on the date which is six months following the date of completion. The initial consideration is subject to downward or upward adjustment following the preparation of completion accounts

In addition, there is an earn out to be satisfied in cash, which is subject to Sat Internet exceeding an EBITDA target of €0.75 million in the first 12 months following completion of the Acquisition. The total consideration for Sat Internet, comprising the initial consideration and the earn-out, is capped at €7.0 million.

4.4 ***Sat Internet Acquisition Agreement***

On 26 April 2018, the Purchaser entered into the Sat Internet Acquisition Agreement with the Sat Internet Seller pursuant to which the Purchaser has conditionally agreed to acquire the entire issued share capital of Sat Internet in consideration for: (i) an initial cash consideration of €4.5 million ("**Sat Internet Provisional Cash Consideration**") which will be paid by the Purchaser to the Sat Internet Seller at completion of the Sat Internet Acquisition; (ii) the allotment and issue (credited as fully paid) to the Sat Internet Seller by the Company of the Sat Internet Consideration Shares (such shares having a value of €1.0 million at the Placing Price) at completion of the Sat Internet Acquisition; and (iii) a deferred cash element of €500,000 which will be payable on the six month anniversary of completion of the Sat Internet Acquisition ((i), (ii) and (iii) being together the "**Sat Internet Initial Consideration**"). The Sat Internet Provisional Cash Consideration is subject to downward or upward adjustment following the preparation of completion accounts. In addition, the Purchaser has agreed to pay the Sat Internet Seller a further cash consideration payment ("**Sat Internet Earnout Payment**"), subject to certain EBITDA targets being satisfied by Sat Internet during the 12 month period following completion of the Sat Internet Acquisition such that, to the extent that the EBITDA (as calculated and adjusted pursuant to Sat Internet Acquisition Agreement) of Sat Internet exceeds €750,000 for the relevant period, the Purchaser will pay the Sat Internet Seller an amount equal to 70% of such excess. The maximum aggregate consideration payable by the Purchaser for Sat Internet (that is to say, the Sat Internet Initial Consideration (as adjusted) plus the amount of Sat Internet Earnout Payment) is capped at €7.0 million. The Sat Internet Seller has given certain standard warranties and indemnities (under German law) to the Purchaser, subject to certain caps and limitations. Completion of the Sat Internet Acquisition Agreement is conditional upon (amongst other things) Admission.

4.5 ***Lock up arrangements with the Sat Internet Seller***

The Sat Internet Seller has also agreed that it: (i) will not, without the prior written consent of Numis and the Company, dispose of any Ordinary Shares held by it (including Sat Internet Consideration Shares) in the First Restricted Period; and (ii) will only dispose of Ordinary Shares in the 12 month period following the end of the First Restricted Period through the Company's broker and in such orderly manner as the Company's broker shall determine. Such lock-up undertakings are subject to certain customary exceptions.

5. Financial impact of Acquisitions

The Acquisitions will result in SSW having pro forma customer numbers of approximately 121,000, with an immediate positive impact on revenue and EBITDA (for the 12 months to December 2017 the aggregate revenue and EBITDA of the two proposed acquisitions was €15.1 million and €1.6 million respectively).

The Acquisitions are therefore expected to be enhancing to adjusted earnings[3] in the first year post-acquisition, taking into account the full impact of the Placing and the Consideration Shares. Furthermore, the Company is targeting enhanced financial returns from the Acquisitions as a result of EBB JV sales in both regions, generating scale efficiencies through cost-integration and operational leverage, as well as deploying capital from the Placing into bolt-on acquisitions.

6. Bolt-on acquisitions

The Company has a pipeline of bolt-on acquisition opportunities which it is currently exploring. This includes a small number of opportunities which are most likely to be in SSW European hubs including in Italy and Germany. The Company is currently targeting a small number of bolt-on acquisitions in the second half of 2018. Approximately £1.5 million of the Placing proceeds are expected to be made available for funding the consideration, including associated costs, of bolt-on acquisitions. There can be no assurance that these or any other acquisitions will be successfully completed.

7. Use of Placing proceeds

The Company has conditionally raised gross proceeds of £12.0 million through the Placing. The Placing proceeds are expected to be used as follows:

- Approximately £3.5 million to fund the acquisition of Open Sky[4];
- Approximately £4.4 million to fund the acquisition of Sat Internet[5];
- Approximately £3.0 million to fund bolt-on acquisitions and general working capital for SSW; and
- Approximately £1.0 million to fund fees associated with the Acquisitions, Placing and Admission.

The figures above are approximate (and could be subject to change) and represent the Directors' best estimate as at the date of this document.

8. Current trading

The Company published its preliminary results for the year ended 30 November 2017 on 26 March 2018. Trading since the Company's financial year-end has been in line with the Board's expectations. The roll-out of the hybrid retail agreement with the EBB JV (announced by the Company on 5 December 2017) has started and is currently live in five territories, comprising Norway, Poland, Sweden, Finland and Spain. The Board expects further progress from this agreement throughout the remainder of 2018. The Board is pleased to confirm that the EBB JV is planning to launch in Italy and Germany. The Acquisitions significantly enhance the size of the Group and the Company is making progress towards reaching its medium-term target of 150,000 customers.

9. HSBC revolving credit facility

On 2 March 2017, the Company announced that it had entered into a five-year £5.0 million revolving credit facility with HSBC Bank plc ("HSBC"). On 25 April 2018, the Company and HSBC agreed to increase the amount of the facility by £3.25 million, such that the aggregate amount of the facility is now £8.25 million. The increase in the facility can be used for general working capital purposes and to fund further bolt-on acquisitions.

10. Details of the Placing

The Company proposes to raise gross proceeds of £12 million through the issue of 141,400,004 Placing Shares at the Placing Price by way of a placing to certain institutions. The Placing Shares will represent approximately 16.7% of the Company's Enlarged Share Capital immediately following

(3) Based on adjusted earnings (excluding exceptional costs, share based payments and amortisation).

(4) Based on total cash consideration of €4.0m and a GBP to EUR exchange rate of 1.14 as at 25 April 2018.

(5) Based on total cash consideration of €5.0m and a GBP to EUR exchange rate of 1.14 as at 25 April 2018.

Admission. Following completion of the Placing and the Acquisitions, the Company's Enlarged Share Capital will be 844,650,090 Ordinary Shares.

The Board believes that raising equity finance using the flexibility provided by a non-pre-emptive placing is the most appropriate and optimal structure for the Company at this time. This allows both certain institutional investors the opportunity to participate in the Placing and avoids the requirement for a prospectus, which is a costly and time consuming process. It also facilitates the timely completion of the Acquisitions.

The Placing Shares when issued will rank *pari passu* with the Ordinary Shares and will rank in full for any dividends and distributions paid or made in respect of the Ordinary Shares following Admission.

Application will be made for the Placing Shares and the Consideration Shares to be admitted to trading on AIM. It is expected that dealings in the Placing Shares and the Consideration Shares will commence on AIM on 15 May 2018.

The Placing Agreement is conditional upon (amongst other things) the satisfaction of the following conditions:

- the passing of the Resolutions to be proposed at the General Meeting;
- Admission taking place no later than 8.00 am 15 May 2018 (or such later time and date as the Company and Numis may agree being no later than 8.30am on 6 June 2018);
- there being no breach of warranty in the Placing Agreement prior to Admission;
- the performance by the Company of its obligations under the Placing Agreement and/or other terms of or conditions to the Placing prior to Admission; and
- each of the Open Sky Acquisition Agreement and the Sat Internet Acquisition Agreement having become unconditional save for: (i) Admission; (ii) any condition(s) relating to the Placing Agreement having become unconditional or not having terminated prior to Admission; and (iii) payment of the consideration.

The Placing Agreement contains certain customary warranties from the Company in favour of Numis in relation to, *inter alia*, the accuracy of the information contained in this document and certain other matters relating to the Group and its business. In addition, the Company has given certain undertakings to Numis and has agreed to indemnify Numis in relation to certain customary liabilities they may incur in respect of the Placing. Numis has the right to terminate the Placing Agreement in certain circumstances prior to Admission including *inter alia*: (i) for certain force majeure events or other events involving certain material adverse changes or prospective material adverse changes relating to the Group; or (ii) in the event of a breach of the warranties or other obligations of the Company set out in the Placing Agreement.

Under the Placing Agreement the Company has agreed to pay certain fees and commission to Numis and certain other costs and expenses in connection with the Placing and Admission.

11. Directors' share dealings

Director's participation in the Placing

Michael Tobin, Chairman, has agreed to subscribe for 100,004 Placing Shares at the Placing Price. The number of Ordinary Shares held by Mr Tobin, as at the date of this announcement, is 1,702,666. The number of Ordinary Shares expected to be held by Mr Tobin immediately following Admission is 1,802,670.

Sale by Directors

In order to satisfy high levels of institutional demand for the Placing, the following Directors have agreed to sell in aggregate 11,000,000 Ordinary Shares ("**Sale Shares**") at the Placing Price as follows:

Director	Position	Number of Ordinary Shares held as at the date of this document	Number of Sale Shares to be sold	Number of Ordinary Shares held immediately following the sale	% of Existing Share Capital immediately following the sale
Andrew Walwyn	CEO	49,526,572	5,000,000	44,526,572	6.5%
Simon Clifton	CTO	33,990,450	6,000,000	27,990,450	4.1%

The sale of the Sale Shares is not part of the Placing and the Sale Shares are not included within the Placing Shares. The Sale Shares are being acquired by Christopher Mills through North Atlantic Smaller Companies Investment Trust plc.

12. BGF investment in the Placing

BGF Investments LP ("**BGF**") has agreed to subscribe for 18,000,000 Placing Shares pursuant to the Placing. Immediately following Admission, it is envisaged that BGF will hold 68,166,166 Ordinary Shares representing approximately 8.1% of the Enlarged Share Capital.

13. Appointment of Christopher Mills to the Board and investment in the Placing

Christopher Mills will be appointed to the Board of the Company as a non-executive director with effect from 24 May 2018.

Mr Mills founded Harwood Capital Management in 2011, a successor from its former parent company JO Hambro Capital Management, which he co-founded in 1993. He is investment manager of North Atlantic Smaller Companies Investment Trust plc and is non-executive director of several companies, including Augean plc, EKF Diagnostics Holdings plc, Goals Soccer Centres plc, Journey Group plc, Ten Entertainment Group plc and MJ Gleeson plc. Previously, Mr Mills was a director of Invesco MIM, where he was head of North American investments and venture capital, and of Samuel Montagu International.

As at the date of this document, Mr Mills is directly and indirectly interested in a total of 120,750,000 Ordinary Shares representing 17.7% of the Company's issued share capital. 20,000,000 of these Ordinary Shares are held by North Atlantic Smaller Companies Investment Trust plc, 100,000,000 Ordinary Shares are held by Oryx International Growth Fund Limited and 750,000 Ordinary Shares are held by Harwood Capital LLP. Mr Mills is a connected party to these entities as he is a shareholder and director of both North Atlantic Smaller Companies Investment Trust plc and Oryx International Growth Fund Limited, and is a partner and Chief Investment Officer of Harwood Capital LLP. Harwood Capital LLP is the investment manager to Atlantic Smaller Companies Investment Trust plc and investment adviser to Oryx International Growth Fund Limited.

14. Related Party Transaction

Christopher Mills, through North Atlantic Smaller Companies Investment Trust plc, has agreed to subscribe for 59,000,000 Placing Shares in the Placing. Due to the size of Mr Mills' existing holding of 120,750,000 Ordinary Shares in the capital of the Company (including both direct and indirect interests), this transaction is considered to be a related party transaction pursuant to Rule 13 of the AIM Rules. The Directors consider, having consulted with Numis, that the terms of Mr Mills' participation in the Placing (through North Atlantic Smaller Companies Investment Trust plc) are fair and reasonable insofar as shareholders of the Company are concerned. Immediately following Admission, it is envisaged that Mr Mills will be directly and indirectly interested in a total of 190,750,000 Ordinary Shares representing approximately 22.6% of the Enlarged Share Capital as set out in the table below.

Shareholder entity	Number of Sale Shares acquired	Number of Placing Shares subscribed for	Number of Ordinary Shares held immediately following Admission	Percentage of Enlarged Ordinary Share Capital
North Atlantic Smaller Companies Investment Trust plc	11,000,000	59,000,000	90,000,000	10.7
Oryx International Growth Fund Limited	—	—	100,000,000	11.8
Harwood Capital LLP	—	—	750,000	0.1
Total	11,000,000	59,000,000	190,750,000	22.6

15. Proposed share consolidation

As at the date of this document, the Company has 682,610,252 Ordinary Shares in issue. The Company is proposing to reorganise its share capital by way of a consolidation. Upon implementation of the consolidation every 15 Ordinary Shares then in issue will be consolidated into 1 new ordinary share of 15p ("**Consolidated Share**"). Shareholders with a holding of Ordinary Shares which is not exactly divisible by 15 at the relevant time will have their holdings rounded down to the nearest whole number of Consolidated Shares. Approval will be sought from Shareholders at the Company's Annual General Meeting due to take place on 23 May 2018 and, subject to shareholder approval, the consolidation is expected to become effective shortly thereafter. Further details will be set out in the Circular to Shareholders which will accompany the Notice of Annual General Meeting

The Board believes that the share consolidation will result in a more appropriate number of shares in issue for a company of SSW's size in the UK market. The share consolidation may also help to make the consolidated shares more attractive to future investors and may result in a narrowing of the bid/offer spread, thereby improving liquidity whilst also lowering price volatility.

16. Proposed change of name

On the date of the forthcoming Annual General Meeting, proposed to be convened for 23 May 2018, the Directors intend, in accordance with the Company's articles of association, to resolve to change the name of the Company from Satellite Solutions Worldwide Group plc to Bigblu Broadband plc to better reflect its global services and operation. The change of name will become effective upon the issue of a certificate of incorporation on change of name by the Registrar of Companies, which is expected to occur shortly after the AGM.

Historically, the Company's core competency has been satellite broadband. However, the Company is fundamentally technology agnostic and now operates a portfolio of different technologies, including but not limited to, satellite, fixed wireless and cellular 4G/5G to deliver turnkey alternative broadband solutions to achieve maximum coverage and market penetration with profitable delivery.

Therefore, to truly capitalise on the Company's brand identity, the Board has decided to focus on one brand across multiple regions as opposed to using the individual operating names of the 18 companies acquired over the past three years in seven countries. Bigblu Broadband will unite all the operating brands with a view to enhancing the Group's profile across the countries in which it operates.

17. General Meeting

A notice convening the General Meeting is set out at the end of this document. A summary and explanation of the Resolutions to be proposed at the General Meeting is set out below. Please note that the summary and explanation is not the full text of the Resolutions and Shareholders should review the full text of the Resolutions before deciding whether or not to approve them.

Resolution 1 *– Authority to allot shares*

The purpose of this Resolution is to provide the directors with the authority to allot shares. Section 551 of the Companies Act 2006 provides that the directors may not allot new shares (other than for employee share schemes) without shareholder approval. Parts (A) and (B) of Resolution 1 proposes that authority be granted in addition to the existing authority: (i) to allot shares pursuant to the Placing; and (ii) to allot the Consideration Shares.

Resolution 2 *– Disapplication of pre-emption rights*

Section 561(1) of the Companies Act 2006 provides that (subject to certain exceptions) if the directors wish to allot any equity securities for cash, they must first be offered to existing shareholders in proportion to their existing shareholdings. The purpose of Resolution 2 is to allow the directors to allot equity securities for cash as if section 561(1) of the Companies Act 2006 does not apply in connection with the Placing.

The Placing, and therefore the Acquisitions, is conditional upon the passing of the Resolutions and, accordingly, if the Resolutions are not passed, the Placing and the Acquisitions will not complete. If the Resolutions are passed, the authority and power conferred will, to the extent not used, expire on the date which is three months after the date on which the Resolutions are passed.

18. Action to be taken

A form of proxy for use at the General Meeting is enclosed. Whether or not you intend to attend the General Meeting in person, you are requested to complete and sign the form of proxy in accordance with the instructions printed on it and then to return it to the Company's Registrars, Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR. Completed forms of proxy should be returned to the Company's registrars so as to be received by no later than 10.00 a.m. on

10 May 2018. The completion and return of a form of proxy will not preclude you from attending the General Meeting and voting in person should you so wish.

19. Recommendation

The Directors consider that the Acquisitions, the Placing and the Resolutions are in the best interests of the Company and its Shareholders as a whole. Accordingly, the Directors unanimously recommend that you vote in favour of the Resolutions, as they intend to do in respect of their entire beneficial holdings.

Yours sincerely

Michael Tobin OBE
Chairman

PART 2

RISK FACTORS

Prospective investors should be aware that an investment in the Company involves a higher than normal degree of risk. An investment in the Company should be regarded as speculative. In addition to the other information in this document, the following risk factors (which are not set out in any order of priority) should be considered carefully in evaluating whether to make an investment in the Company. If any of the risks described in this document actually occur, the Group may not be able to conduct its business as currently planned and its financial condition, operating results and cash flows could be materially adversely affected. In that event, the market price of the Ordinary Shares could decline and all or part of an investment in the Company could be lost. Additional risks and uncertainties not currently known to the Directors may also have a material adverse effect on the Group's business and the information set out below does not purport to be an exhaustive summary of all risks affecting the Group.

RISKS RELATED TO THE GROUP'S BUSINESS

Dependence on satellite owners and satellite infrastructure

The Group is dependent on its ability to purchase broadband capacity from satellite owners. The terms upon which satellite owners sell such capacity may change to the detriment of the Group and the Group may not be able to secure capacity from the satellite owners with which it currently deals. In the event of the failure of a satellite, the Group may not be able to supply broadband access to part of its customer base. Any failure to continue to secure broadband capacity from satellite owners on commercially acceptable terms and/or any failure in the satellite infrastructure upon which the Group relies could have a material adverse impact on the Group's relationship with its customers as well as its financial condition, results of operations and prospects.

Contracts

The Group's current contractual agreements with satellite owners are non-exclusive in nature, terminable on little or no notice, do not contain restrictive covenants which would prevent the satellite owners from directly competing with the Group (or entering into arrangements with other competitors of the Group) and do not contain express provisions obliging them to continue to provide services to the Group. If a contract was terminated at little or no notice, or if there was a failure on the part of the Group's counter-party to deliver the requisite stock or equipment to the Group, that could adversely affect the Group's ability to deliver services to its customers. If the payment terms under any such contracts were altered, that could adversely impact on the Group's cashflow. Any such risks, were they to materialise, could have a material adverse impact on the Group's relationship with its customers as well as its financial condition, results of operations and prospects.

There can be no assurance that the sales and marketing agreement, announced by the Company on 5 December 2017, with the European broadband joint venture company established between Viasat, Inc. and Eutelsat Communications will deliver the additional increase in customer numbers and revenues anticipated by the Group or that the agreement will deliver the return on investment being sought by the Group.

Lack of spare capacity within satellite fleets

At the present time, there exists significant spare capacity within the Group's available satellite fleets for a larger number of customers. At the same time, competition between satellite owners serves to keep the wholesale cost of the capacity in proportion to (albeit typically still more expensive than) a fibre broadband offering. Nonetheless, the nature of satellite broadband coverage means that, while there may be excess capacity overall, in specific locations certain satellites can have very limited availability if their capacity is already fully (or near-fully) utilised or in the peripheral areas of satellite coverage. In the event that there was insufficient satellite capacity amongst the Group's available suppliers (or insufficient satellite capacity at an acceptable cost), the Group may be unable to provide services to existing or new customers which could, in turn, have a material adverse effect on the Group's relationship with its customers as well as its financial condition, results of operations and prospects.

Management of growth

The Directors believe that there continue to be opportunities for the Group to acquire customers by way of corporate or business acquisitions in its growth markets. There can, however, be no guarantee that the Group will be able to agree terms with potential sellers of businesses or assets, or that, if terms are successfully agreed and acquisitions completed, the new customer base can be retained and successfully integrated into the Group's operations. Any failure to successfully implement the roll-up strategy in whole or in part could have a material adverse effect on the Group's ability to continue to grow customer numbers as well as its financial condition, results of operations and prospects. In particular, there can be no assurance that the Group will be able to successfully complete the bolt-on acquisitions referred to in the section headed "Bolt-on acquisitions" set out in the chairman's letter in Part 1 of this document.

The Group undertakes what the Directors consider to be appropriate levels of due diligence (having regard to the need to meet deal timetables or competitive situations) in respect of acquisition targets, with the aim of identifying material issues/ potential liabilities that may affect the decision to proceed with the acquisition or the price or other terms on which it proceeds. There can be no guarantee that the scope of due diligence undertaken by the Group will be adequate or uncover all relevant facts/ significant liabilities. If due diligence fails to identify material issues/potential liabilities in respect of a target, or if the Group considers any risks (which have been identified) to be commercially acceptable, or if, following an acquisition, the Group is exposed to significant, previously unidentified liabilities, the Group may require to write-down/ write-off assets in respect of the target in a manner which could have a material adverse effect on the Group's financial condition, results of operations and prospects.

The Group's ability to manage growth effectively, including the effective integration into the Group of any business or companies acquired by it in the future is likely to require the Group to take certain steps. These may include improving its operations, financial and management controls, reporting systems and procedures, training, motivating and managing its employees and, as required, installing new management information and control systems. There can be no assurance that the Group will be able to integrate successfully its management information and control systems in an efficient and timely manner or that, if implemented, such improvements will be adequate to support the Group's operations. Any inability of the Group to manage the integration of acquired business successfully could have a material adverse effect on its financial conditions, results of operation and prospects.

Competition

The market in which the Group operates is highly competitive and fast moving. Competition is likely to continue and/or increase in the future from both established competitors and new entrants to the market. The Group's competitors may have greater financial, technical and other resources than the Group. Such competitors may compete directly with the Group for customers, or satellite broadband capacity from satellite owners or for acquisitions and other business opportunities. Competitors may be able to develop products and services that are more attractive to customers than those offered by the Group. If any of the foregoing risks occurred, that could have a material adverse effect on the Group's financial condition, results of operations and prospects.

New and emerging technologies

The Group may face competition from emerging alternative technology such as 5G or fibre-to-the-premises, or improved versions of the wide area radio network or mesh radio technologies. Such technologies, if they become widely available, could have a material adverse effect on the Group's financial condition, results of operations and prospects.

Government policy and support

Generally, the importance of digital connectivity to the economies in which the Group operates or intends to operate continues to receive significant attention from the relevant governments, the media and other market participants. It is possible that continued improvements to broadband services (including through the roll-out of fibre services) in the UK and other overseas markets in which the Group conducts or intends to conduct operations could reduce the market potential for satellite or fixed wireless broadband. If that occurs, it could have a material adverse effect on the Group's financial condition, results of operations and prospects. In some European countries, government subsidies are important in stimulating demand for satellite broadband customer connections. As a result of the current adverse economic environment in some of these European economies, there is a risk that any removal of (or reduction in) such subsidy support could reduce the opportunity for further customer acquisition in relevant markets.

Internal systems reliance

The Group's business is dependent on its core IT systems. The Group continues to seek to improve and further de-risk its core IT systems. Although the platform used by the Group comprises proprietary code (due to the bespoke nature of the platform as operated by the Group), the system is managed and overseen by a third party Microsoft development partner. The Directors believe that its core IT systems make a key contribution to the operational success of the Group's business. As such, any failure or material outage of such core IT systems (or any other technology/system upon which the Group is reliant), whether operated and/or managed by the Group or a third party, could materially adversely impact on the Group's financial condition, results of operations and prospects.

Disruption

As a provider of broadband solutions, the Group is a potential high profile target for cyber-attacks. Its products and/or systems may have vulnerabilities that have from time to time been, and may in the future be, targeted by attacks specifically designed to disrupt the Group's business and harm its reputation. Any actual or perceived breach of security affecting the Group's systems could materially adversely impact on the Group's business (and its relationship with its customers) as well as the Group's financial condition, results of operations and prospects. The Group is at risk of disruption to its day-to-day operations from a disaster incident which may seriously impact people, IT systems or access to office space. Such an incident, if sufficiently serious, could materially adversely impact on the Group's business (and its relationship with its customers) as well as the Group's financial condition, results of operations and prospects.

Change in regulation

The Group may face changes in applicable policies and/or regulations in any of the countries in which it operates (or may in the future operate) which affect the demand for satellite broadband and/or fixed wireless products and/ or other potential products of the Group and/or which otherwise affect the business and operations of the Group. Any such risk, if it occurs, could have a material adverse effect on the Group's financial condition, results of operations and/or prospects.

Dependence on key executives

The performance of the Group will depend heavily on its ability to retain the services of the directors of the Company and the Group's senior executive management team and to recruit, motivate and retain further suitably skilled personnel. The loss of the services of key individuals and/or the inability to recruit suitable new or replacement personnel could have a material adverse effect the Group's financial condition, results of operations and prospects.

Currency risk

As a consequence of the international nature of its business, the Group is exposed to risks associated with changes in foreign currency exchange rates. The Group is based in the United Kingdom and presents its consolidated financial statements in pounds sterling. The Group's revenues are currently generated primarily in pounds sterling and Australian dollars as well as Euros and Norwegian Krone. The Group's cash resources are denominated in pounds sterling. Whilst the Group has no currency hedging arrangements in place at present, it does from time to time put in place some level of currency hedging where it considers it to be appropriate, but such arrangements, if in place, will not necessarily insulate the Group from the impact of movements in currency exchange rates. The Group therefore continues to have some exposure to translation effects arising from movements in the relevant currency exchange rates against sterling and there can be no assurance that its future results will not be significantly affected by fluctuations in exchange rates.

Acquisitions

While the Board believes that the acquisitions of Open Sky and Sat Internet represent an attractive growth opportunity for the Group, there can be no assurance that the business of Open Sky and/ or Sat Internet will successfully grow, or otherwise perform, in line with management's current expectations. The loss of the services of current senior management individuals within Open Sky and/ or Sat Internet within the period of integration of those businesses into the Group, and/or the inability to recruit suitable new or replacement personnel, could have a material adverse effect the Group's financial condition, results of operations and prospects.

GENERAL RISK FACTORS

Share price volatility

The Company is principally aiming to achieve capital growth and, therefore, Ordinary Shares may not be suitable as a short-term investment. Consequently, the share price may be subject to greater fluctuation on small volumes of shares traded, and thus the Ordinary Shares may be difficult to sell at a particular price. Prospective investors should be aware that the value of an investment in the Company may go down as well as up and that the market price of the Ordinary Shares may not reflect the underlying value of the Company. There can be no guarantee that the value of an investment in the Company will increase. Investors may therefore realise less than, or lose all of, their original investment.

The share prices of publicly quoted companies can be highly volatile and shareholdings illiquid. The price at which the Ordinary Shares are quoted and the price which investors may realise for their Ordinary Shares may be influenced by a large number of factors, some of which are general or market specific, others which are sector specific and others which are specific to the Group and its operations. These factors include, without limitation: (i) the performance of the Company and the overall stock market; (ii) large purchases or sales of Ordinary Shares by other investors; (iii) changes in analysts' recommendations and any failure by the Group to meet market expectations; (iv) changes in legislation or regulations and changes in general economic, political or regulatory conditions (particularly within the UK and Europe); and (v) other factors which are outside of the control of the Company.

Future financing requirements and access to capital

It is possible that the Company will need to raise extra capital in the future to implement its growth strategy including undertaking acquisitions and pursuing other future expansion opportunities. No assurance can be given that any such additional financing will be available or that, if available, it will be available on terms acceptable to the Company or to the Company's shareholders. Furthermore, any additional capital raised through the sale of equity may dilute Shareholders' ownership interests in the Group and may have an adverse impact on the value of the Group's Ordinary Shares. The terms of financing may also adversely affect Shareholders' holdings or rights, or may contain restrictive covenants. If adequate additional funding cannot be obtained, the Group may have to abandon or limit any planned commercialisation activity and/or business development and/or acquisition plan and/or otherwise scale back its operations, all of which could have a material adverse effect on the Group's growth plans, financial position, results of operations and/or prospects.

Taxation

The Group operates in various jurisdictions and its business is subject to the effect of future changes to tax legislation and practice. Any change in the tax status of the Company or any member of the Group or in applicable tax legislation or regulations in any relevant jurisdiction could affect the Company's ability to provide returns to shareholders or negatively alter post tax returns to shareholders. The taxation of an investment in the Company depends on the individual circumstances of the investor.

Force majeure

The Group's operations now or in the future may be adversely affected by risks outside the control of the Company including space debris damaging or destroying satellites, labour unrest, civil disorder, war, subversive activities or sabotage, fires, floods, explosions or other catastrophes, epidemics or quarantine restrictions.

General economic conditions, political and other risks

Market conditions, particularly those affecting telecoms and technology companies may affect the ultimate value of the Company's share price regardless of the Groups' operating performance. The Group could be affected by unforeseen events outside its control, including, natural disaster, terrorist attacks and political unrest and/or government legislation or policy. Market perception of telecoms and technology companies may change which could impact on the value of investors' holdings and impact on the ability of the Company to raise further funds by an issue of further shares in the Company. General economic conditions may affect exchange rates, interest rates and inflation rates.

Risks relating to the UK's proposed exit from the European Union

The UK's June 2016 referendum vote to leave the European Union ("EU"), and the subsequent initiation of the withdrawal procedure in March 2017 when the UK Government triggered article 50 of the Treaty on European Union, has created significant uncertainty regarding the UK's relationship with the EU, including the terms and timeframe within which the UK's exit from the EU will be effected. Although the Group has not experienced any immediate material changes to its operations and structure, the UK's proposed exit from the EU could generate political, economic and currency volatility and uncertainty in the markets. The effects of the UK's exit from the EU on the Group could include: (i) significant legal and regulatory uncertainty; (ii) increased compliance and operating costs for the Group; (iii) reduced levels of consumer confidence, and/or increased levels of inflation, in the UK and other European markets in which the Group operates (resulting in lower levels of demand for the Group's produces and services); (iv) the withdrawal of state-sponsored grant funding schemes promoting the roll-out of broadband services (either generally or specifically from the Group as a UK head-quartered business); and (v) a reduction in the net assets and/or share price of the Company. Although it is impossible to predict the full impact of the UK's exit from the EU at this stage, the resultant risks could have a material adverse impact on the Group's growth plans, financial position, results of operations and/or prospects.

DEFINITIONS

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

"**Acquisitions**"	the proposed acquisitions of the entire issued share capital of Open Sky and Sat Internet (and "**Acquisition**" shall be construed accordingly)
"**Act**"	the Companies Act 2006 (as amended)
"**Admission**"	admission of the Placing Shares and the Consideration Shares to trading on AIM becoming effective in accordance with rule 6 of the AIM Rules
"**AIM**"	the market of that name operated by London Stock Exchange
"**AIM Rules**"	the rules published by London Stock Exchange entitled "AIM Rules for Companies"
"**Board**" or "**Directors**"	the directors of the Company
"**Company**" or "**SSW**"	Satellite Solutions Worldwide Group plc
"**Consideration Shares**"	the Open Sky Consideration Shares and the Sat Internet Consideration Shares;
"**CREST**"	the relevant system (as defined in the CREST Regulations) in respect of which Euroclear UK & Ireland Limited is the Operator (as defined in the CREST Regulations)
"**CREST Regulations**"	the Uncertificated Securities Regulations 2001 (SI 2001 No. 3755), as amended, and any applicable rules made under those regulations
"**Enlarged Share Capital**"	the issued share capital of the Company immediately following Admission, as enlarged by the issue of the Placing Shares pursuant to the Placing and the issue of the Consideration Shares, assuming no other Ordinary Shares are issued between the date of this document and Admission
"**General Meeting**"	the general meeting of the Company convened for 10.00 a.m. on 14 May 2018 to approve the Resolutions (or any adjournment thereof), notice of which is set out at the end of this document
"**Form of Proxy**"	the form of proxy for use in connection with the General Meeting accompanying this document
"**Group**"	the Company and its subsidiaries and subsidiary undertakings
"**London Stock Exchange**"	London Stock Exchange plc
"**Numis**"	Numis Securities Limited
"**Open Sky**"	Open Sky s.r.l. incorporated in Italy with company number VI – 285687
"**Open Sky Acquisition Agreement**"	the share purchase agreement dated 26 April 2018 among the Open Sky Sellers, the Purchaser and the Company relating to the Acquisition of Open Sky
"**Open Sky Consideration Shares**"	the 10,319,917 new Ordinary Shares to be issued to the Open Sky Sellers pursuant to the Open Sky Acquisition Agreement as part consideration for the Acquisition of Open Sky
"**Open Sky Sellers**"	Walter Munarini, Paolo Dalla Chiara, Giuliano Berretta and Graziella Pivato
"**Ordinary Shares**"	ordinary shares of £0.01 each in the capital of the Company

"**Placing**"	the conditional placing by Numis, as agent for the Company, of the Placing Shares at the Placing Price on the terms and subject to the conditions set out in the Placing Agreement
"**Placing Agreement**"	the placing agreement dated 26 April 2018 between the Company and Numis in connection with Placing
"**Placing Price**"	8.5 pence per Placing Share
"**Placing Shares**"	the 141,400,004 new Ordinary Shares to be issued pursuant to the Placing
"**Purchaser**"	Satellite Solutions Worldwide Limited
"**Resolutions**"	the resolutions to be proposed at the General Meeting
"**Securities Act**"	the United States Securities Act of 1933, as amended
"**Shareholder**"	a holder of Ordinary Shares
"**Sat Internet**"	Sat Internet Services GmbH incorporated in Germany with company number HRB 207039
"**Sat Internet Acquisition Agreement**"	the share purchase agreement dated 26 April 2018 among the Sat Internet Seller, Dr Victor Kühne, Alfredo Jimenez Weil, the Purchaser and the Company relating to the Acquisition of Sat Internet
"**Sat Internet Consideration Shares**"	the 10,319,917 new Ordinary Shares to be issued to the Sat Internet Sellers pursuant to the Sat Internet Acquisition Agreement as part consideration for the Acquisition of Sat Internet
"**Sat Internet Seller**"	Dr. Victor Kühne GmbH
"**United States**" or "**US**"	the United States of America, its territories and possessions, any state of the United States of America and the District of Columbia

NOTICE OF GENERAL MEETING

Satellite Solutions Worldwide Group plc

(Incorporated in England and Wales under the Companies Act 2006 with registered number 09223439)

Notice is hereby given that a general meeting of Satellite Solutions Worldwide Group plc (the "Company") will be held at offices of Shepherd and Wedderburn LLP, Condor House, 10 St Paul's Churchyard, London EC4M 8AL at 10.00 a.m. on 14 May 2018 to consider and, if thought fit, pass the following resolutions, resolution 1 of which will be proposed as an ordinary resolution and resolution 2 of which will be proposed as a special resolution:

ORDINARY RESOLUTION

1. THAT:

(A) the Directors be generally and unconditionally authorised to allot shares in the Company, or to grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum nominal amount of £1,414,000.04 in connection with the Placing (as defined in the circular to shareholders of the Company dated 26 April 2018 (the "Circular")); and

(B) the Directors be generally and unconditionally authorised to allot shares in the Company, or to grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum nominal amount of £206,398.34 pursuant to the Company's obligations to issue Consideration Shares in connection with the Acquisitions (the terms "Consideration Shares" and "Acquisitions" having the meaning given to them in the Circular); and

(C) the authorities given in this resolution:

(1) are given pursuant to section 551 of the Companies Act 2006 (the "Act") and shall be in addition to any pre-existing authorities under that section; and

(2) unless renewed, revoked or varied in accordance with the Act, shall expire on the date which is three months after the date on which this resolution is passed, save that the Company may before such expiry make an offer or agreement which would or might require the allotment of shares in the Company, or the grant of rights to subscribe for or to convert any security into shares in the Company, after such expiry.

SPECIAL RESOLUTION

2. THAT:

(A) subject to the passing of resolution 1 set out in the notice of general meeting dated 26 April 2018 (the "Allotment Authority"), the Directors be given power pursuant to section 570 of the Companies Act 2006 (the "Act") to allot equity securities (within the meaning of section 560(1) of the Act) for cash, pursuant to the Allotment Authority as if section 561(1) of the Act did not apply to any such allotment; and

(B) the power given in this resolution:

(1) shall be in addition to any pre-existing powers under section 570 of the Act; and

(2) unless renewed in accordance with the Act, shall expire at the same time as the Allotment Authority, save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry.

Dated: 26 April 2018

For and on behalf of the Board

Registered Office:
Satellite House
108 Churchill Road
Bicester
Oxfordshire
OX26 4XD

Ben Harber
Company Secretary

SHAREHOLDER NOTES

Appointment of proxy

Any shareholder who is entitled to attend and vote at the General Meeting is entitled to appoint one or more proxies (who need not be shareholders) to attend the General Meeting and speak and vote instead of the shareholder. If more than one proxy is appointed each proxy must be appointed to exercise rights attached to different shares. Appointment of a proxy will not preclude a shareholder from attending and voting in person at the General Meeting.

In order for a proxy form to be valid, it must be completed and signed and returned to the Company's registrars, Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR, so they receive it no later than 10.00 a.m. (UK time) on 10 May 2018 (or, if the meeting is adjourned, the time that is 48 hours (excluding non-working days) before the time fixed for the adjourned meeting).

A shareholder wishing to appoint multiple proxies should contact the Shareholder Helpline referred to below to obtain additional proxy forms. Alternatively Shareholders may wish to photocopy your proxy form. It will be necessary for the shareholder to indicate on each separate proxy form the number of shares in relation to which each proxy is authorised to act.

Appointment of proxy using CREST

CREST members may appoint a proxy through CREST by using the procedures described in the CREST Manual (available via www.euroclear.com/CREST). CREST personal members or other CREST sponsored members and those CREST members who have appointed a voting service provider should refer to their CREST sponsor or voting service provider, who will be able to take the appropriate action on their behalf.

In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message "a CREST proxy instruction") must be properly authenticated in accordance with Euroclear's specifications and must contain the information required for such instructions, as described in the CREST Manual. All messages relating to the appointment of a proxy or an instruction to a previously appointed proxy must be transmitted so that they are received by the Company's registrars (ID 7RA36) by 10.00 a.m. (UK time) on 10 May 2018. For this purpose, the time of receipt will be taken to be the time (as determined by the time stamp 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. Any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.

CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear does not make available special procedures in CREST for any particular message. Normal system timings and limitations will, therefore, apply in relation to the input of CREST proxy instructions. It is therefore the responsibility of the CREST member concerned to take (or procure the taking of) 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 a CREST Proxy Instruction as invalid in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

Corporate representatives

Any corporation which is a shareholder can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a shareholder provided that they do not do so in relation to the same shares.

Record date

To be entitled to attend and vote at the meeting (and for the purpose of the determination by the Company of the votes they may cast), shareholders must be registered in the register of members of the Company at close of business on 10 May 2018 (or, in the event of any adjournment, at close of business on the date which is two days before the time of the adjourned meeting). Changes to the register of members after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the meeting.

Shareholder helpline

Shareholders who have general queries about the General Meeting or need additional proxy forms should call our Shareholder Helpline on 01252 821390. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 9:00 a.m. and 5:30 p.m., Monday to Friday excluding public holidays in England and Wales (no other methods of communication will be accepted). Please note that Share Registrars Limited cannot provide any financial, legal or tax advice and calls may be recorded and monitored for security and training purposes.

Statement of capital and voting rights

As at 25 April 2018 (being the latest practical date prior to publication of this document), the Company's issued share capital consisted of 682,610,252 Ordinary Shares. Accordingly, the total voting rights in the Company as at 25 April 2018 were 682,610,252.

Other matters

Shareholders may not use any electronic address provided in either this notice of General Meeting or any related documents (including the chairman's letter and proxy form), to communicate with the Company for any purposes other than those expressly stated.

A copy of the Company's articles of association, and copies of all contracts of service and letters of appointment of the Directors of the Company, are available for inspection at the Company's registered office at Satellite House, 108 Churchill Road, Bicester, Oxfordshire OX26 4XD during normal business hours on any weekday (weekends and public holidays excluded) until the close of the General Meeting and at the place of the meeting for at least 15 minutes prior to and during the General Meeting.

A copy of this notice, and other information required by section 311A of the Act, can be found at www.satellitesolutionsworldwide.com.

Linkway Financial Printers
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