

KINGSWOOD HOLDINGS LIMITED

("KWG", the "Company" or the "Group")

Draw Down, Conversion Notice and Issue of Equity

Kingswood Holdings Limited (AIM: KWG), the integrated wealth management group, announces a £750,000 draw down by the Company on 17 July 2019 and the subsequent receipt on the same day of a lender conversion notice ("Conversion Notice") in respect of the £750,000 convertible term loan facility by KPI (Nominees) Limited ("KPI") (the "Convertible Facilities").

The £750,000 Convertible Facilities will convert into ordinary shares of 5 pence each ("Ordinary Shares") at a price of 7.845 pence, being the average mid-market closing price of the Company's Ordinary Shares for the 20 Business Days prior to the date on which the Conversion Notice was served (the "Conversion").

As a result of this exercise, a total of 9,560,229 Ordinary Shares will be issued pursuant to the Conversion (the "Conversion Shares").

Following the Conversion, KPI will hold 78,353,253 Ordinary Shares in the Company, representing 43.95 per cent of the Company's enlarged issued share capital.

Admission and Total Voting Rights

Application will be made to the London Stock Exchange for the Conversion Shares to be admitted to trading on AIM ("Admission"). The Conversion Shares will rank pari passu in all respects with the existing ordinary shares, including the right to receive all dividends and other distributions declared, made or paid in respect of the Ordinary Shares following Admission. It is expected that Admission will become effective, and that dealings on AIM will commence, at 8.00 a.m. on 25 July 2019.

Following Admission the Company will have 178,278,339 Ordinary Shares in issue. The Company does not hold any Ordinary Shares in treasury. Therefore, the total number of Ordinary Shares with voting rights in the Company will be 178,278,339. The above figure may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, the Company under the FCA's Disclosure Guidance and Transparency Rules.

PDMR disclosures

KPI is owned by Kingswood Property Finance Limited Partnership ("KPFLP"), a private investment partnership wholly owned by Gary Wilder, CEO of KWG, and Jonathan Massing, Non-Executive Deputy Chairman of KWG, and the PDMR disclosures below are made on that basis.

1.	Details of the Person discharging managerial responsibilities (“PDMR”) / person closely associated with them (“PCA”)						
a)	Name	Jonathan Massing					
2.	Reason for the notification						
a)	Position / status	Non-Executive Deputy Chairman					
b)	Initial notification / amendment	Initial notification					
3.	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor						
a)	Name	Kingswood Holdings Limited					
b)	Legal Entity Identifier	213800DX97OROHY26686					
4.	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted						
a)	Description of the financial instrument	Ordinary shares of 5 pence each in the Company GG00BKY4K072					
b)	Nature of the transaction	Conversion of existing convertible term loan facility into ordinary shares of 5 pence each					
c)	Price(s) and volume(s)	<table><tr><td>Price(s)</td><td>Volume(s)</td></tr><tr><td>7.845p</td><td>4,780,114</td></tr></table>		Price(s)	Volume(s)	7.845p	4,780,114
Price(s)	Volume(s)						
7.845p	4,780,114						
d)	Aggregated information <ul style="list-style-type: none">- Aggregated volume- Aggregated price	As above					
e)	Date of the transaction(s)	17 July 2019					
f)	Place of the transaction	Outside trading venue					

1.	Details of the Person discharging managerial responsibilities (“PDMR”) / person closely associated with them (“PCA”)	
a)	Name	Gary Wilder
2.	Reason for the notification	

a)	Position / status	CEO	
b)	Initial notification / amendment	Initial notification	
3.	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor		
a)	Name	Kingswood Holdings Limited	
b)	Legal Entity Identifier	213800DX97OROHY26686	
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		7.845p	4,780,115
d)	Aggregated information <div>- Aggregated volume</div> <div>- Aggregated price</div>	As above	
e)	Date of the transaction(s)	17 July 2019	
f)	Place of the transaction	Outside trading venue	

For further details, please contact:

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