

18 July 2025

Cel AI PLC

("Cel AI" or "the Company")

Completion of Fundraising and PDMR holdings

Cel AI Plc (LSE: CLAI), the AI agent deployment platform with a strategic Bitcoin treasury focus, is pleased to announce, further to its announcement of 30 June 2025, the Company has now completed its Fundraising following the passing of resolutions at the General Meeting held yesterday.

Accordingly, the Company will issue 5,000,000,000 new ordinary shares of 0.1p each in the share capital of the Company ("New Shares") pursuant to the Placing and Subscriptions. The Company will apply for admission of the New Shares to trading on the Main Market of the London Stock Exchange upon publication of a secondary prospectus approved by the Financial Conduct Authority (as the competent authority).

Total voting rights

Following the Fundraising, the Company's total issued ordinary share capital will comprise 5,752,423,611 ordinary shares of £0.001 each, with each share carrying one vote. The Company does not hold any shares in Treasury.

Bitcoin Treasury Transaction

The Company continues its Bitcoin strategy and its current holding in Bitcoin is 5.2803802 BTC.

Olivia Edwards, Executive Chair of Cel AI, commented:

“The completion of this £10 million fundraising is a major milestone for Cel AI as we scale decentralised AI infrastructure and strengthen our digital asset reserves. This capital extends our operational capacity and reinforces our dual-engine model—combining AI agent deployment with Bitcoin treasury growth. Our recent Bittensor subnet acquisition and Bitcoin purchases are early examples of this strategy in motion, and we’re focused on scaling both to drive long-term shareholder value.”

Defined terms used but not defined in this announcement have the meanings set out in the announcement released by the Company on 27 June 2025 and 30 June 2025.

Enquiries:

Cel AI	
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1.	Details of the person discharging managerial responsibilities / person closely associated				
a)	Name	Olivia Edwards			
2.	Reason for the Notification				
a)	Position/status	Director			
b)	Initial notification / Amendment	Initial notification			
3.	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor				
a)	Name	Cel AI plc			
b)	LEI	213800IXPX4Z2MKX2U28			
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, type of instrument	Ordinary Shares			
	Identification Code	GB00BK964W87			
b)	Nature of the transaction	Purchase of Ordinary Shares			
c)	Price(s) and volume(s)	<table border="1"> <tr> <td>Price(s)</td> <td>Volume(s)</td> </tr> </table>		Price(s)	Volume(s)
Price(s)	Volume(s)				

		0.2 pence per Ordinary Share	125,000,000 Ordinary Shares	
d)	Aggregated information: · Aggregated volume · Price	125,000,000 £250,000		
e)	Date of the transaction	18 July 2025		
f)	Place of the Transaction	Outside a trading venue		