

**Notification of Transactions of Directors/Persons Discharging
 Managerial
 Responsibility and Connected Persons**

All relevant boxes should be completed in block capital letters.

1.	Name of the issuer PANTHEON INTERNATIONAL PARTICIPATIONS PLC	2.	State whether the notification relates to (i) a transaction notified in accordance with DTR 3.1.2 R, (ii) a disclosure made in accordance with LR 9.8.6R(1) or (iii) a disclosure made in accordance with section 793 of the Companies Act (2006). RELATED TO (i)
3.	Name of person discharging managerial responsibilities/director MR DAVID MELVIN	4.	State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person MR DAVID MELVIN AND SPOUSE
5.	Indicate whether the notification is in respect of a holding of the person referred to in 3 or 4 above or in respect of a non-beneficial interest ¹ BENEFICIAL INTEREST OF 3 ABOVE AND MRS ALEXANDRA MELVIN	6.	Description of shares (including class), debentures or derivatives or financial instruments relating to shares ORDINARY SHARES
7.	Name of registered shareholders(s) and, if more than one, the number of shares held by each of them MR DAVID MELVIN AND MRS ALEXANDRA MELVIN - JOINT HOLDING	8.	State the nature of the transaction PURCHASE
9.	Number of shares, debentures or financial instruments relating to shares acquired 3,000	10.	Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage) 0.0009%
11.	Number of shares, debentures or financial instruments relating to shares disposed 0	12.	Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage) 0
13.	Price per share or value of transaction 1302p	14.	Date and place of transaction 02.03.2015 LONDON
15.	Total holding following notification	16.	Date issuer informed of transaction

and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage)	02.03.2015
3,000 ORDINARY SHARES EQUATING TO 0.0009%	

If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes

17.	Date of grant	18.	Period during which or date on which exercisable
19.	Total amount paid (if any) for grant of the option	20.	Description of shares or debentures involved (class and number)
21.	Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise	22.	Total number of shares or debentures over which options held following notification

23.	Any additional information	24.	Name of contact and telephone number for queries
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Name of authorised official of issuer responsible for making notification

Date of notification _____

Notes: This form is intended for use by an *issuer* to make a *RIS* notification required by *DTR 3.1.4*.

- (1) An *issuer* making a notification in respect of a transaction relating to the shares or debentures of the *issuer* should complete boxes 1 to 16, 23 and 24.
- (2) An *issuer* making a notification in respect of a derivative relating the shares of the *issuer* should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An *issuer* making a notification in respect of options granted to a *director/person discharging managerial responsibilities* should complete boxes 1 to 3 and 17 to 24.
- (4) An *issuer* making a notification in respect of a *financial instrument* relating to the shares of the *issuer* (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

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