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THIS IS AN ANNOUNCEMENT FALLING UNDER RULE 2.4 OF THE CITY CODE ON TAKEOVERS AND MERGERS (THE "CODE") AND DOES NOT CONSTITUTE AN ANNOUNCEMENT OF A FIRM INTENTION TO MAKE AN OFFER UNDER RULE 2.7 OF THE CODE. THERE CAN BE NO CERTAINTY THAT ANY OFFER WILL BE MADE.

23 April 2025

Anexo Group plc

("Anexo" or the "Company")

Statement regarding Possible Offer

Anexo notes the announcement released at 4.24 pm yesterday (the **"Possible Offer Announcement"**) by DBAY Advisors Limited (**"DBAY"**) and Alan Sellers and Samantha Moss regarding a possible offer to be made by them for the entire issued and to be issued ordinary share capital of Anexo (save for those already owned by DBAY, Alan Sellers and Samantha Moss) (the **"Possible Offer"**).

Anexo further notes that the current expectation is that any offer for Anexo shall comprise loan notes issued by a newly incorporated entity jointly controlled by funds managed or advised by DBAY, and Alan Sellers and Samantha Moss, or ordinary shares with an underlying economic interest in the newly incorporated entity making the Possible Offer.

Anexo has not received any proposal in respect of the Possible Offer from the potential offerors.

Anexo advises that shareholders take no action at this time.

This statement is being made by Anexo without the prior agreement or approval of DBAY, Alan Sellers and Samantha Moss.

As a consequence of the Possible Offer Announcement, the Company is now in an "offer period" as defined in the Takeover Code and the attention of the Company's shareholders is drawn to the dealing disclosure requirements of Rule 8 of the Takeover Code, which are summarised below.

A further announcement will be made if and when appropriate.

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Relevant securities in issue

In accordance with Rule 2.9 of the Code, Anexo confirms that as at the date of this announcement, it has 117,990,294 ordinary shares of 0.05 pence each in issue and admitted to trading on AIM. No Shares are held in Treasury. The total number of voting rights in the Company is therefore 117,990,294. The International Securities Identification Number for Anexo's ordinary shares is GB00BF2G3L29.

Disclosure requirements of the Code

Under Rule 8.3(a) of the Code, any person who is interested in 1% or more of any class of relevant securities of an offeree company or of any securities exchange offeror (being any offeror other than an offeror in respect of which it has been announced that its offer is, or is likely to be, solely in cash) must make an Opening Position Disclosure following the commencement of the offer period and, if later, following the announcement in which any securities exchange offeror is first identified. An Opening Position Disclosure must contain details of the person's interests and short positions in, and rights to subscribe for, any relevant securities of each of (i) the offeree company and (ii) any securities exchange offeror(s). An Opening Position Disclosure by a person to whom Rule 8.3(a) applies must be made by no later than 3.30 pm (London time) on the 10th business day following the commencement of the offer period and, if appropriate, by no later than 3.30 pm (London time) on the 10th business day following the announcement in which any securities exchange offeror is first identified. Relevant persons who deal in the relevant securities of the offeree company or of a securities exchange offeror prior to the deadline for making an Opening Position Disclosure must instead make a Dealing Disclosure.

Under Rule 8.3(b) of the Code, any person who is, or becomes, interested in 1% or more of any class of relevant securities of the offeree company or of any securities exchange offeror must make a Dealing Disclosure if the person deals in any relevant securities of the offeree company or of any securities exchange offeror. A Dealing Disclosure must contain details of the dealing concerned and of the person's interests and short positions in, and rights to subscribe for, any relevant securities of each of (i) the offeree company and (ii) any securities exchange offeror(s), save to the extent that these details have previously been disclosed under Rule 8. A Dealing Disclosure by a person to whom Rule 8.3(b) applies must be made by no later than 3.30 pm (London time) on the business day following the date of the relevant dealing.

If two or more persons act together pursuant to an agreement or understanding, whether formal or informal, to acquire or control an interest in relevant securities of an offeree company or a securities exchange offeror, they will be deemed to be a single person for the purpose of Rule 8.3.

Opening Position Disclosures must also be made by the offeree company and by any offeror and Dealing Disclosures must also be made by the offeree company, by any offeror and by any persons acting in concert with any of them (see Rules 8.1, 8.2 and 8.4).

Details of the offeree and offeror companies in respect of whose relevant securities Opening Position Disclosures and Dealing Disclosures must be made can be found in the Disclosure Table on the Panel's website at www.thetakeoverpanel.org.uk, including details of the number of relevant securities in issue, when the offer period commenced and when any offeror was first identified. You should contact the Panel's Market Surveillance Unit on +44 (0)20 7638 0129 if you are in any doubt as to whether you are required to make an Opening Position Disclosure or a Dealing Disclosure.

Publication on a website

In accordance with Rule 26.1 of the Code, a copy of this announcement will be made available on the Company's website [(www.anexo-group.com)] no later than 12 noon (London time) on the business day following the date of this announcement. The content of the website referred to in this announcement is not incorporated into and does not form part of this announcement.

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