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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 FIRM OFFER WILL BE MADE NOR AS TO THE TERMS ON WHICH ANY FIRM OFFER MIGHT BE MADE.**

**THIS ANNOUNCEMENT CONTAINS INSIDE INFORMATION**

2 July 2025

**Empresaria Group plc**

**Extension of Rule 2.6 Deadline**

On 7 May 2025, Empresaria Group plc (AIM: EMR), the international specialist staffing group ("**Empresaria**" or the "**Company**") and, together with its subsidiary undertakings, the "**Group**") announced that it had received an unsolicited indicative offer from an entity to be incorporated and controlled by a consortium of individuals comprising Peter Gregory, Nigel Marsh and Ashok Vithlani (the "**Consortium**"), to acquire the entire issued and to be issued share capital of the Company (the "**Possible Offer**").

The board of directors (the "**Board**") has carefully considered the Possible Offer, in conjunction with its advisers, and believes that it fundamentally undervalues the Company and its prospects. The Board continues to explore other options to realise value for shareholders.

However, in order to allow further time for the Consortium to improve the Possible Offer, the Board is providing the Consortium with access to appropriate due diligence. To progress this exercise, the Company has requested, and the Panel on Takeovers and Mergers (the "**Panel**") has consented to, an extension of the current deadline of 5.00 pm on 2 July 2025 by which time the Consortium was required to, in accordance with Rule 2.6(a) of the Code, either announce a firm intention to make an offer for the Company under Rule 2.7 of the Code or announce that it does not intend to make an offer, in which case the announcement will be treated as a statement to which Rule 2.8 of the Code applies.

Accordingly, in accordance with Rule 2.6(a) of the Code, the Consortium is now required, by not later than 5.00 pm on 30 July 2025, to either announce a firm intention to make an offer in accordance with Rule 2.7 of the Code or announce that it does not intend to make an offer, in which case the announcement will be treated as a statement to which Rule 2.8 of the Code applies. This revised deadline may only be extended with the consent of the Panel, at Empresaria's request, in accordance with Rule 2.6(c) of the Code.

There can be no certainty that an offer will be made.

The individual responsible for releasing this announcement is Rhona Driggs, Chief Executive Officer of the Company.

**Enquiries:**

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Via Canaccord Genuity

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## **Notice related to financial advisers**

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## **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 Empresaria 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) Empresaria 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 p.m. (London time) on the 10th business day following the commencement of the offer period and, if appropriate, by no later than 3.30 p.m. (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 Empresaria 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 Empresaria or of any securities exchange offeror must make a Dealing Disclosure if the person deals in any relevant securities of Empresaria 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) Empresaria 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 p.m. (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 Empresaria 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 Empresaria and by any offeror and Dealing Disclosures must also be made by Empresaria, 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 Takeover Panel's website at [www.thetakeoverpanel.org.uk](http://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.

## **Rule 26.1 disclosure**

In accordance with Rule 26.1 of the Code, a copy of this announcement will be available at [www.empresaria.com](http://www.empresaria.com), by no later than 12 noon (London time) on the business day following this announcement. The content of the website

referred to in this announcement is not incorporated into and does not form part of this announcement.

#### **Additional Information**

This announcement is not intended to, and does not, constitute or form part of any offer, invitation or the solicitation of an offer to purchase, otherwise acquire, subscribe for, sell or otherwise dispose of, any securities whether pursuant to this announcement or otherwise or the solicitation of any vote in any jurisdiction.

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