

TP ICAP Group plc  
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## **TP ICAP Group plc**

### **Launch of fifth share buyback programme of £30 million**

Following the imminent completion of its fourth buyback programme of £30 million (the "Fourth Buyback"), TP ICAP Group plc (the "Company" or "TP ICAP") announces that it will commence a fifth share buyback programme, starting once the Fourth Buyback completes, of TP ICAP's ordinary shares of 25p each (the "Ordinary Shares") for a maximum consideration of £30 million (the "Fifth Buyback", together with the First, Second, Third and Fourth Buyback, the "Buybacks"), in order to reduce the capital of the Company and/or meet obligations under employee share schemes. Ordinary Shares purchased under the Buyback that are not cancelled will have their rights to dividend receipt waived by the Company.

As at 4 August 2025 the Company had bought back 10,505,981 million Ordinary Shares for a gross consideration of c. £28 million out of the £30 million, under the Fourth Buyback.

TP ICAP is cash generative with a prudent capital management framework. The Fifth Buyback highlights the Board's continued confidence in the future prospects of TP ICAP, reflects its strong financial position, and is consistent with its dynamic capital management strategy, which is a key priority. TP ICAP is committed to releasing more cash for ongoing business investment, including targeted M&A, where appropriate, debt reduction and further capital returns.

Any Ordinary Share purchases will be made by the Company within certain pre-set parameters and in accordance with the general authority of the Company to repurchase shares granted by shareholders at the Company's Annual General Meeting held on 14 May 2025, which permits the Company to purchase no more than 75,253,839 Ordinary Shares (or 10% of the Ordinary Shares in issue, excluding Treasury Shares).

The Fifth Buyback will be conducted in compliance with Chapter 9 of the Financial Conduct Authority's Listing Rules and with European Union (EU) Regulation No 596/2014 ("MAR") and the MAR buyback technical standards (Commission Delegated Regulation (EU) 2016/1052) (the "Technical Standards"), both of which form part of Retained EU Law as defined in the European Union (Withdrawal) Act 2018.

The Company will initially rely on the safe harbour conditions for trading set out in Article 3(2) and Article 3(3) of the Technical Standards. However, if the safe harbour conditions were to constrain the Company's ability to purchase the Fifth Buyback within the targeted timeframe given, for example, share illiquidity, the Company may subsequently decide and announce its intention to trade outside of the safe harbour conditions.

The Company has entered into an agreement with Peel Hunt LLP ("Peel Hunt") under which it has issued instructions (that are irrevocable during any closed period) to Peel Hunt to manage the Fifth Buyback as "matched" principal". Peel Hunt will carry out the Company's instructions through the acquisition of Ordinary Shares for subsequent repurchase by the Company. This arrangement is in accordance with Chapter 9 of the FCA's Listing Rules and the Company's general authority to repurchase Ordinary Shares. Peel Hunt will make its trading decisions independently of, and uninfluenced by, the Company during any closed periods of the Company.

Peel Hunt will undertake transactions in Ordinary Shares on any available trading venue or on an over-the-counter basis in order to execute the Fifth Buyback. Disclosure of such transactions will not be made by Peel Hunt as a result of or as part of the Fifth Buyback, but Peel Hunt will continue to make any disclosures it is otherwise legally required to make.

Details of any and all purchases made under the Fifth Buyback will be provided via RNS announcements as soon as practicable on the business day following the calendar day on which the purchase occurred and also published in the regulatory news section of the Company's website.

#### **Forward looking statements**

This document contains forward looking statements with respect to the financial condition, results and business of the Group. By their nature, forward looking statements involve risk and uncertainty and there may be subsequent variations to estimates. The Group's actual future results may differ materially from the results expressed or implied in these forward-looking statements.

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#### **About TP ICAP**

- TP ICAP connects buyers and sellers in global financial, energy and commodities markets.
- We are the world's leading wholesale market intermediary, with a portfolio of businesses that provide broking services, data & analytics and market intelligence, trusted by clients around the world.
- We operate from more than 60 offices across 28 countries, supporting brokers with award-winning and market-leading technology.

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