RNS Number: 0862B CVC Income & Growth Limited 29 September 2025

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THIS ANNOUNCEMENT AMOUNTS TO A FINANCIAL PROMOTION FOR THE PURPOSES OF SECTION 21 OF THE FINANCIAL SERVICES AND MARKETS ACT 2000, AS AMENDED ("FSMA") AND HAS BEEN APPROVED BY WINTERFLOOD SECURITIES LIMITED WHICH IS AUTHORISED AND REGULATED BY THE FINANCIAL CONDUCT AUTHORITY (the "FCA") (FRN 141455).

29 September 2025

CVC Income & Growth Limited

WRAP Retail Offer

CVC Income & Growth Limited (the "Company") is pleased to announce a retail offer of shares of both Euro and Sterling denominated redeemable ordinary shares of no-par value in the capital of the Company ("Shares") via the Winterflood Retail Access Platform ("WRAP") (the "WRAP Retail Offer").

The WRAP Retail Offer is being undertaken alongside a placing (the "Placing") and retail offer of Shares in the capital of the Company (the "Fundraising") as announced earlier today.

In connection with the Fundraising and WRAP Retail Offer, the Company published a circular on 23 September 2025 (the "Circular") convening an extraordinary general meeting to be held at 11:00 a.m. on 13 October 2025 (the "EGM") where the Company's shareholders will be asked to grant the Board authority to allot and issue, on a non-pre-emptive basis up to 20 per cent. in aggregate of the Company's issued share capital (excluding any Shares held in treasury) on the date of the EGM (the "Proposed Authorities") (being approximately £60 million if only Sterling Shares were reissued).

Any Shares reissued from treasury in connection with the WRAP Retail Offer will be reissued pursuant to the existing authorities granted at the 2025 AGM, and if granted, the Proposed Authorities.

Any Shares reissued pursuant to the Placing and WRAP Retail Offer will be reissued at a price equal to a 0.65% premium to the last published cum-income NAV per Share prior to the WRAP Retail Offer close (the "Issue Price"). The Issue Price is expected to be announced on 17 October 2025. For the avoidance of doubt, the WRAP Retail Offer is not part of the Placing. The Shares will not be subject to stamp duty.

The net proceeds of the WRAP Retail Offer will be invested in accordance with the Company's investment policy.

Further information on the Company can be found at the Company's website: https://ig.cvc.com/overview/.

WRAP Retail Offer

The Company values its retail shareholder base and believes that it is appropriate to provide its existing retail shareholders, along with new qualifying investors, in the United Kingdom the opportunity to participate in the WRAP Retail Offer.

Therefore, the Company is making the WRAP Retail Offer open to eligible investors in the United Kingdom following release of this announcement and through certain financial intermedianes. To be eligible to participate in the WRAP Retail Offer, applicants must be customers of a participating intermediany (including individuals aged 18 years or over), companies and other bodies corporate, partnerships, trusts, associations and other unincorporated organisations ("Eligible Retail Investors"). Eligible Retail Investors can contact their broker or wealth manager to participate in the WRAP Retail Offer.

The WRAP Retail Offer is expected to close at 2:00 p.m. on 21 October 2025. Eligible Retail Investors should note that financial intermediaries may have earlier closing times. The result of the WRAP Retail Offer is expected to be announced by the Company alongside the result of the Fundraising on or around 22 October 2025.

Intermediaries wishing to participate in the WRAP Retail Offer on behalf of Eligible Retail Investors, should contact WRAP@winterflood.com.

There is a minimum subscription of GBP 100 per Eligible Retail Investor under the WRAP Retail Offer. The terms and conditions on which Eligible Retail Investors subscribe will be provided by the relevant financial intermediaries including relevant commissions, fees, or charges.

The Company reserves the right to scale back any order under the WRAP Retail Offer or amend the size of the WRAP Retail Offer at its discretion. The Company reserves the right to reject any application for subscription under the WRAP Retail Offer without giving any reason for such rejection.

It is vital to note that once an application for Shares has been made and accepted via an intermediary, it cannot be withdrawn.

The Shares will, when reissued, be credited as fully paid, and have the right to receive all dividends and other distributions declared, if any, by reference to a record date after the date of their reissue and in all other respects will rank pari passu with the existing Shares.

It is a term of the WRAP Retail Offer that the total value of the Shares available for subscription through the WRAP Retail Offer does not exceed EUR 4 million (or the equivalent amount in GBP, calculated in accordance with FSMA), or such size as agreed by the Company.

Investors should make their own investigations into the merits of an investment in the Company. Nothing in

trils announcement amounts to a recommendation to invest in the Company or amounts to investment, taxation or legal advice.

It should be noted that a subscription for Shares and investment in the Company carries a number of risks, including the risk that investors may lose their entire investment. Investors should take independent advice from a person experienced in advising on investment in securities such as the Shares if they are in any doubt.

An investment in the Company will place capital at risk. The value of investments, and any income, can go down as well as up, so investors could get back less than the amount invested.

Neither past performance nor any forecasts should be considered a reliable indicator of future results.

The WRAP Retail Offer is offered in the United Kingdom under the exemption from the requirement to publish a prospectus in sections 86(1)(e) and 86(4) of FSMA. As such, there is no need for publication of a prospectus pursuant to the United Kingdom version of Regulation (EU) 2017/1129 as it forms part of United Kingdom law by virtue of the European Union (Withdrawal) Act 2018 (as amended), or for approval of the same by the FCA. The WRAP Retail Offer is not being made into any jurisdiction other than the United Kingdom.

BNP Paribas S.A., Jersey Branch

cvccpeolcosec@bnpparibas.com

Company Secretary

+44 (0) 1534 813800

Winterflood Securities Limited

+44 (0)20 3100 0000

Neil Morgan

Winterflood Retail Access Platform Joe Winkley Sophia Bechev WRAP@winterflood.com +44(0) 20 3100 0286

The Company's LEI is: 213800Z42Y242CIWJ785

This announcement should be read in its entirety. In particular, the information in the "Important Notices" section of the announcement should be read and understood.

Important Notices

This announcement, which has been prepared by and is the sole responsibility of the Company has been approved for the purposes of Section 21 of FSMA by Winterflood Securities Limited ("Winterflood"), which is authorised and regulated by the FCA.

The release, publication or distribution of this announcement may be restricted by law in certain jurisdictions and persons into whose possession any document or other information referred to herein comes should inform themselves about and observe any such restriction. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

This announcement and the information contained herein is not for release, publication or distribution, directly or indirectly, in whole or in part, in or into or from the United States (including its territories and possessions, any state of the United States and the District of Columbia (the "**United States**" or "**US**")), Australia, Canada, New Zealand, Japan, the Republic of South Africa, any member state of the EEA or any other jurisdiction where to do so might constitute a violation of the relevant laws or regulations of such jurisdiction.

The Shares have not been and will not be registered under the US Securities Act of 1933, as amended (the "US Securities Act") or under the securities laws of any state or other jurisdiction of the United States and may not be offered or sold directly or indirectly in or into the United States or to, or for the account or benefit of, any US Person (within the meaning of Regulation S under the US Securities Act ("Regulation S")), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act and in compliance with any applicable securities laws of any state or other jurisdiction in the United States, and under circumstances that that would not result in the Company being in violation of the US Investment Company Act of 1940, as amended (the "US Investment Company Act"). No public offering of the Shares is being made in the United States. The Shares are being offered and sold outside the United States in "offshore transactions", as defined in, and in compliance with, Regulation S to non-US persons (within the meaning of Regulation S). In addition, the Company has not been, and will not be, registered under the US Investment Company Act.

This announcement does not constitute an offer to sell or issue or a solicitation of an offer to buy or subscribe for Shares in the United States, Australia, Canada, New Zealand, Japan, the Republic of South Africa, any member state of the EEA or any other jurisdiction in which such offer or solicitation is or may be unlawful. No public offer of the securities referred to herein is being made in any such jurisdiction.

WRAP is a proprietary technology platform owned and operated by Winterflood (registered address at Riverbank House, 2 Swan Lane, London, EC4R 3GA; FRN 141455). Winterflood is authorised and regulated in the United Kingdom by the FCA, is acting exclusively for the Company and for no-one else and will not regard any other person (whether or not a recipient of this announcement) as its client in relation to the WRAP Retail Offer and will not be responsible to anyone other than the Company for providing the protections afforded to its clients, nor for providing advice in connection with the WRAP Retail Offer and the other arrangements referred to in this announcement.

The value of Shares and the income from them is not guaranteed and can fall as well as rise due to stock market movements. When you sell your investment, you may get back less than you originally invested. Figures refer to past performance and past performance is not a reliable indicator of future results. Returns may increase or decrease as a result of currency fluctuations.

Certain statements in this announcement may be forward-looking statements which are based on the Company's expectations, intentions and projections regarding its future performance, anticipated events or trends and other matters that are not historical facts. These forward-looking statements, which may use words such as "aim", "anticipate", "believe", "intend", "estimate", "expect" and words of similar meaning, include all matters that are not historical facts. These forward-looking statements involve risks, assumptions and uncertainties that could cause the actual results of operations, financial condition, liquidity and dividend policy and the development of the industries in which the Company's businesses operate to differ materially from the impression created by the forward-looking statements. These statements are not guarantees of future performance and are subject to known and unknown risks, uncertainties and other factors that could cause actual results to differ materially from those expressed or implied by such forward-looking statements. Given those risks and uncertainties, prospective investors are cautioned not to place undue reliance on forward-looking statements.

These forward-looking statements speak only as at the date of this announcement and cannot be relied upon as a guide to future performance. The Company and Winterflood expressly disclaim any obligation or undertaking to update or revise any forward-looking statements contained herein to reflect actual results or any change in the assumptions, conditions or circumstances on which any such statements are based unless required to do so by the FCA, the London Stock Exchange or applicable law.

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Any indication in this announcement of the price at which the Shares have been bought or sold in the past cannot be relied upon as a guide to future performance. Persons needing advice should consult an independent financial adviser. No statement in this announcement is intended to be a profit forecast and no statement in this announcement should be interpreted to mean that earnings or target dividend per share of the Company for the current or future financial years would necessarily match or exceed the historical published earnings or dividends per share of the Company.

Neither the content of the Company's website (or any other website) nor the content of any website accessible from hyperlinks on the Company's website (or any other website) is incorporated into or forms part of this announcement. The Shares to be reissued or sold pursuant to the WRAP Retail Offer will not be admitted to trading on any stock exchange other than the London Stock Exchange.

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