

# INSPIRED

**NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, IN, INTO OR FROM ANY JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OF SUCH JURISDICTION.**

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

## **Inspired PLC**

*(Incorporated in England and Wales with registered number 07639760)*

Registered office: Calder House, St Georges Park, Kirkham, Lancashire, United Kingdom, PR4 2DZ

26 June 2025

To: Employees of Inspired PLC

### **Statement regarding cash offer for Inspired PLC by HGGC, LLC**

On 26 June 2025, the funds managed and/or advised by HGGC, LLC and its affiliates ("**HGGC**") announced its firm intention to make a cash offer for the entire issued and to be issued share capital of Inspired PLC ("**Inspired**") (the "**Offer**") not already owned by HGCC (and persons acting in concert with HGCC).

In accordance with Rule 2.11(d) of the City Code on Takeovers and Mergers (the "**Code**"), please find enclosed with this letter a copy of the announcement made by HGGC pursuant to Rule 2.7 of the Code in connection with the Offer (the "**Announcement**").

Under Rule 25.9 of the Code, any employee representative(s) and pension scheme trustees (as defined in the Code) have a right to have published, at Inspired's cost, a separate opinion on the effects of the Offer on employment. Any such opinion will be appended to any circular that may be published by Inspired in accordance with the requirements of Rule 25.9 of the Code. Where any such opinion is received but not in good time before publication of Inspired's circular to shareholders, we will promptly publish the opinion on a website and announce via a Regulatory Information Service that it has been so published, provided that it is received no later than 14 days after the date on which the transaction contemplated by the Offer becomes or is declared unconditional. Inspired will be responsible for the costs reasonably incurred in obtaining advice required for the verification of the information contained in that opinion.

Please note that addresses, electronic addresses and certain other information provided by you for the receipt of communications from Inspired (e.g., elections to receive communications in a particular form) may be provided to HGGC during the offer period as required under Section 4 of Appendix 4 of the Code.

In accordance with Rule 26.1 of the Code, a copy of this letter and the Announcement, and any subsequent announcements and documentation related to the Offer, will be made available on the Inspired website at the following address: <https://inspiredplc.co.uk/investors/recommended-offer-from-hggc>. For the avoidance of doubt, the content of Inspired's website is not incorporated into, and does

#### **Inspired PLC**

Calder House, St Georges Park  
Kirkham, Preston, Lancashire, PR4 2DZ

#### **inspiredplc.co.uk**

T: 01772 689 250 F: 01772 689 251  
E: [hello@inspiredplc.co.uk](mailto:hello@inspiredplc.co.uk)

# INSPIRED

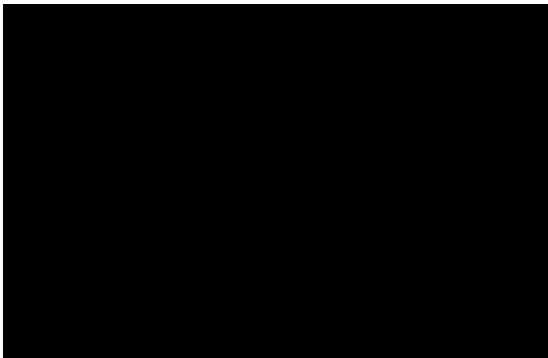
not form part of, this letter. This letter is not to be taken as a summary of the information in the Announcement and should not be regarded as a substitute for reading the Announcement in full.

If you have received this document in electronic form, you may request a copy of the document, the announcements enclosed and any information incorporated into it by reference to another source, in hard copy form and may also request that all future documents, announcements and information sent to you in relation to the Offer should be in hard copy form. Any request should be made by writing to Inspired's registrar, Equiniti at Aspect House, Spencer Road, Lancing, West Sussex, BN99 6 DA or calling +44 (0)371 384 2030 (please use the country code if calling from outside the United Kingdom).

Calls are charged at the standard geographical rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 8.30 a.m. and 5.30 p.m. (London time), Monday to Friday (excluding public holidays in England and Wales). A hard copy of the document, announcements or information will not be sent to you unless so requested.

Should you have any questions regarding administrative matters in view of the Announcement, please contact Inspired's registrar, Equiniti at Aspect House, Spencer Road, Lancing, West Sussex, BN99 6 DA or call +44 (0)371 384 2030 (please use the country code if calling from outside the United Kingdom). Calls are charged at the standard geographical rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 8.30 a.m. and 5.30 p.m. (London time), Monday to Friday (excluding public holidays in England and Wales).

Yours faithfully,



**Inspired PLC**  
Calder House, St Georges Park  
Kirkham, Preston, Lancashire, PR4 2DZ

**inspiredplc.co.uk**  
T: 01772 689 250 F: 01772 689 251  
E: [hello@inspiredplc.co.uk](mailto:hello@inspiredplc.co.uk)

Registered in England & Wales No: 07639760

Registered Address: As stated

VAT No: 123379519

# INSPIRED

## Responsibility statement

The directors of Inspired accept responsibility for the information contained in this letter. To the best of the knowledge and belief of the directors of (who have taken all reasonable care to ensure that such is the case) the information contained in this letter (including any expressions of opinion) is in accordance with the facts and does not omit anything likely to affect the import of such information.

## 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 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.

### Inspired PLC

Calder House, St Georges Park  
Kirkham, Preston, Lancashire, PR4 2DZ

### [inspiredplc.co.uk](http://inspiredplc.co.uk)

T: 01772 689 250 F: 01772 689 251  
E: [hello@inspiredplc.co.uk](mailto:hello@inspiredplc.co.uk)