SSP Group plc (the “Company”)

Successful Rump Placing and Total Voting Rights

Following the announcement this morning regarding acceptances under the fully underwritten 12 for 25 Rights Issue announced by the Company on 17 March 2021, the Company confirms that Barclays Bank PLC, Goldman Sachs International, HSBC Bank plc, and J.P. Morgan Securities plc (conducting its UK investment banking activities as J.P. Morgan Cazenove), in their capacity as Joint Global Co-ordinators, have successfully procured an acquirer for all of the 5,024,388 New Shares for which valid acceptances were not received, representing 1.95 per cent. of the total number of New Shares to be issued pursuant to the fully underwritten Rights Issue, at a price of 311.5 pence per New Share.

The net proceeds from the placing of such New Shares (after the deduction of the Rights Issue Price of 184 pence per New Share and the expenses of procuring acquirers including any applicable brokerage commissions and amounts in respect of value added tax which are not recoverable) will be paid (without interest) to those persons whose rights have lapsed in accordance with the terms of the Rights Issue, pro rata to their lapsed provisional allotments, save that individual amounts of less than £5.00 will not be paid to such persons but will be paid to the Company.

The defined terms set out in the combined prospectus and circular dated 17 March 2021 (the “Prospectus”) apply in this announcement.

For further information, please contact:

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This announcement is not a prospectus but an advertisement and is for information purposes only. Neither this announcement nor anything contained in it shall form the basis of, or be relied upon in conjunction with, any offer or commitment whatsoever in any jurisdiction. Investors should not acquire any New Shares referred to in this announcement except on the basis of the information contained in the Prospectus.

A copy of the Prospectus is available (subject to Coronavirus restrictions) from the registered office of the Company and on its website at https://investors.foodravelExperts.com/investors/rights-issue.aspx provided that the Prospectus is not, subject to certain exceptions, available (whether through the website or otherwise) to shareholders in the United States, Australia, Canada, Japan, the Republic of South Africa or any other jurisdiction where the extension or availability of the Rights Issue (and any other transaction contemplated thereby) would breach any applicable law or regulation. Neither the content of the Company’s website nor any website accessible by hyperlinks on the Company’s website is incorporated in, or forms part of, this announcement. The Prospectus provides further details of the Rights Issue.

This announcement does not contain or constitute an offer for sale or the solicitation of an offer to purchase securities in the United States. None of the securities referred to in this announcement or in the Prospectus have been and will be registered under the US Securities Act of 1933 (the “Securities Act”) or under any securities laws of any state or other jurisdiction of the United States and may not be offered, sold, pledged, taken up, exercised, resold, renounced, transferred or delivered, directly or indirectly, within the United States except pursuant to an applicable exemption from or in a transaction not subject to the registration requirements of the Securities Act and in compliance with any applicable securities laws of any state or other jurisdiction of the United States. There will be no public offer of any such securities in the United States. Subject to certain limited exceptions, Provisional Allotment Letters have not been, and will not be, sent to, and Nil Paid Rights have not been, and will not be, credited to the CREST account of, any Qualifying Shareholder with a registered address in or that is known to be located in the United States. None of the securities referred to in this announcement or in the Prospectus, nor any other document connected with the matters discussed in this announcement or in the Prospectus has been or will be approved or disapproved by the United States Securities and Exchange Commission or by the securities commissions of any state or other jurisdiction of the United States or any other regulatory authority, and none of the foregoing authorities or any securities commission has passed upon or endorsed the merits of such securities or documents or the accuracy or adequacy of this announcement or any other such document. Any representation to the contrary is a criminal offence in the United States.

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This announcement does not constitute a recommendation concerning any investor’s options with respect to the Rights Issue. The price and value of securities can go down as well as up. Past performance is not a guide to future performance. The contents of this announcement are not to be construed as legal, business, financial or tax advice. Each Shareholder or prospective investor should consult his, her or its own legal adviser, business adviser, financial adviser or tax adviser for legal, financial, business or tax advice.
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