T: +44 (0)207 099 2075
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Highdown House, Yeoman Way, Worthing, West Sussex, BN99 3HH
Company Reg. Number: 07847924

SUBJECT: Recommended Cash Acquisition of Mitie Group plc by OCS Group International Limited

Company: **Mitie Group plc**
TIDM: **MTO**
ISIN: **GB0004657408**
SEDOL: **0465740**

Court Meeting Date: **Wednesday 16 September 2026 at 11.30am.**
Proxy Voting Deadline: **Monday 14 September 2026 at 11:30am.**

General Meeting Date: **Wednesday 16 September 2026 at 11:45am.**
Proxy Voting Deadline: **Monday 14 September 2026 at 11:45am.**

Recommendation: The Mitie Group Directors believe that the terms of the Acquisition (including the Scheme) are in the best interests of Mitie Shareholders as a whole and unanimously recommend that all Scheme Shareholders vote, or procure a vote, in favour of the Scheme at the Court Meeting and that all Mitie Shareholders vote in favour of the Special Resolution at the General Meeting .

Venue: Level 12, The Shard, 32 London Bridge Street, London, SE1 9SG.
Information Agent: Boudicca/EQ Proxy

Dear Mitie Group plc Shareholder,

On 13 August 2026, the boards of Mitie announced that they had reached agreement regarding the terms of a recommended cash acquisition of Mitie Group plc by OCS Group International Limited (Bidco) pursuant to which Bidco will acquire the entire issued and to be issued ordinary share capital of Mitie Group plc.

Under the terms of the Acquisition, Mitie Shareholders will be entitled to receive in aggregate:

for each Mitie Share held: up to 221.6 pence in cash (the "Acquisition Value") comprised of:

- cash consideration of 218.5 pence per Mitie Share (the "Acquisition Price"); and
- a final dividend in relation to the financial year ended 31 March 2026 of 3.1 pence per Mitie Share (the "FY26 Final Dividend"), as approved by Mitie Shareholders at the Mitie annual general meeting on 21 July 2026.

OCS has also agreed that, if the Effective Date does not occur on or before 19 November 2026, the Mitie Directors may resolve to pay an interim dividend in respect of the financial period commenced on 1 April 2026 and ending 30 September 2026 of up to 1.3 pence per Mitie Share (the "FY27 Interim

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Dividend”). Any FY27 Interim Dividend will be payable to Mitie Shareholders on the register of members of Mitie at the earlier record time to be set in accordance with Mitie’s dividend timetable (expected to be 27 November 2026); and the Scheme Record Time. It will be paid no later than the earlier payment date to be set in accordance with Mitie’s dividend timetable (expected to be 18 December 2026); and 14 days after the Effective Date. For the avoidance of doubt, if the Effective Date occurs before the payment date otherwise applicable to the FY27 Interim Dividend under Mitie's dividend timetable, the FY27 Interim Dividend shall instead be paid to Mitie Shareholders at the same time as the Scheme consideration is paid by OCS.

For more information, please visit Mitie Group’s or Bidco’s website at: *www.mitie.com and www.ocs.com/recommended-offer*

Assistance
Boudicca Proxy are acting as the official Information Agent to **Mitie Group plc.** Attached is our Letter of Authority (LOA) from the Company. Should you have any questions please contact Boudicca Proxy via e-mail to EQProxy@equiniti.com, or by replying directly to this email. We will follow up this email with a brief telephone call and would appreciate your cooperation with this.

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