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FOR IMMEDIATE RELEASE

*Capitalised terms used but not defined in this Announcement have the meanings set out in the Scheme Document dated 7 April 2020 (the "Scheme Document"), a copy of which is available on the website of Moss Bros at <https://corp.moss.co.uk/>.*

10 June 2020

**RECOMMENDED CASH OFFER**

for

**MOSS BROS GROUP PLC**

by

**BRIGADIER ACQUISITION COMPANY LIMITED**

**Update on Timetable**

On 12 March 2020, the Board of Moss Bros Group PLC ("**Moss Bros**") and the Board of Brigadier Acquisition Company Limited ("**Bidco**") announced under Rule 2.7 of the Code that they had reached agreement on the terms of a recommended cash offer to be made by Bidco to acquire the entire issued and to be issued ordinary share capital of Moss Bros (the "**Acquisition**"). The Acquisition is being implemented by means of a Court-sanctioned scheme of arrangement between Moss Bros and the Scheme Shareholders under Part 26 of the Companies Act (the "**Scheme**"). Full details of the Acquisition are set out in the Scheme Document.

On 8 June 2020, Moss Bros and Bidco announced that the High Court of Justice in England and Wales had sanctioned the Scheme at the Court Hearing held earlier that day.

The Court Order sanctioning the Scheme was delivered to the Registrar of Companies earlier today and the Scheme is now expected to become Effective on the revised date of 11 June 2020 and a further announcement will be made at that time.

It is now expected that, subject to the Scheme becoming Effective, the listing of Moss Bros Shares on the Official List will be cancelled and Moss Bros Shares will cease to be admitted to trading on the main market for listed securities of the London Stock Exchange with effect from 8:00 a.m. (London time) on the revised date of 12 June 2020.

**Enquiries**

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|---|---------------|
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## **IMPORTANT NOTICES**

Zeus Capital Limited (which is authorised and regulated in the United Kingdom by the FCA) is acting as financial adviser exclusively for Bidco and no one else in connection with the matters set out in this announcement and will not regard any other person as its client in relation to the matters set out in this announcement and will not be responsible to anyone other than Bidco for providing the protections afforded to its clients or for providing advice in relation to any matter referred to herein.

Peel Hunt LLP (which is authorised and regulated in the United Kingdom by the FCA) is acting exclusively for Moss Bros and no one else in connection with the matters set out in this announcement, and will not be responsible to anyone other than Moss Bros for providing the protections afforded to its clients or for providing advice in connection with the Acquisition or any matter or arrangement referred to herein.

N.M. Rothschild & Sons Limited (“Rothschild & Co”) (which is authorised and regulated by the FCA in the United Kingdom) is acting exclusively for Moss Bros and for no one else in connection with the Acquisition and any other matter set out in this announcement, and will not be responsible to anyone other than Moss Bros for providing the protections afforded to its clients or for providing advice in connection with the Acquisition or any matter or arrangement referred to herein.

## **CAUTIONARY NOTE REGARDING FORWARD LOOKING STATEMENTS**

This announcement contains statements about Bidco and Moss Bros that are or may be forward looking statements. All statements other than statements of historical facts included in this announcement may be forward looking statements. Without limitation, any statements preceded or followed by or that include the words “targets”, “plans”, “believes”, “expects”, “aims”, “intends”, “will”, “may”, “anticipates”, “estimates”, “projects” or words or terms of similar substance or the negative thereof, are forward looking statements. Forward looking statements include statements relating to the following: (i) future capital expenditures, expenses, revenues, earnings, synergies, economic performance, indebtedness, financial condition, dividend policy, losses and future prospects; (ii) business and management strategies and the expansion and growth of Bidco or Moss Bros’ operations and potential synergies resulting from the Acquisition; and (iii) the effects of government regulation on Bidco or Moss Bros’ business.

Such forward looking statements involve risks and uncertainties that could significantly affect expected results and are based on certain key assumptions. Many factors could cause actual results to differ materially from those projected or implied in any forward looking statements. Due to such uncertainties and risks, readers are cautioned not to place any reliance on such forward looking statements, which speak only as of the date hereof. Bidco and Moss Bros disclaim any obligation to update any forward looking or other statements contained herein, except as required by applicable law. Except as expressly provided in this announcement, they have not been reviewed by the auditors of Moss Bros or Bidco. All subsequent oral or written forward looking statements attributable to Moss Bros or Bidco or any of their respective members, directors, officers or employees or any persons acting on their behalf are expressly qualified in their entirety by the cautionary statement above. Should one or more of these risks or uncertainties materialise, or should underlying assumptions prove incorrect, actual results may vary materially from those described in this announcement.

## **PUBLICATION ON WEBSITE**

This announcement and the documents required to be published pursuant to Rule 26 of the Code will be made available, subject to any applicable restrictions relating to persons resident in Restricted Jurisdictions, on Moss Bros’s website at <https://corp.moss.co.uk/> and on Bidco’s website at [www.brigadieruk.co.uk](http://www.brigadieruk.co.uk) by no later than 12.00 noon on the Business Day following the date of publication of this announcement. For the avoidance of doubt, save as expressly referred to in this

announcement, the contents of those websites are not incorporated into and do not form part of this announcement