

RNS Offer Update

## Offer Update - Extension to PUSU deadline

### AUGEAN PLC

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 Augean Plc  
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**THIS ANNOUNCEMENT CONTAINS INSIDE INFORMATION**

**FOR IMMEDIATE RELEASE**

24 June 2021

**Augean plc**  
 ("Augean" or the "Company")

### **Offer update - extension to PUSU Deadline**

On 27 May 2021, Morgan Stanley Infrastructure Inc. ("MSI") announced that it was in the preliminary stages of considering making an approach to Augean regarding a possible offer for the entire issued and to be issued share capital of Augean. The announcement stated that, in accordance with Rule 2.6(a) of the Code, MSI was required, by not later than 5.00 p.m. (London time) on 24 June 2021, to do one of the following: (i) announce a firm intention to make an offer for Augean in accordance with Rule 2.7 of the Code; or (ii) announce that it does not intend to make an offer for Augean, in which case the announcement will be treated as a statement to which Rule 2.8 of the Code applies.

Discussions are ongoing between MSI and Augean and, to allow further time for these discussions to take place, the Board of Augean has requested that the Panel on Takeovers and Mergers (the "Panel") extend the PUSU Deadline.

In the light of this request, an extension has been granted by the Panel and, in accordance with Rule 2.6(a) of the Code, MSI is required, by not later than 5.00pm on 22 July 2021, either to announce a firm intention to make an offer in accordance with Rule 2.7 of the Code or to announce that it does not intend to make an offer, in which case the announcement will be treated as a statement to which Rule 2.8 of the Code applies. This deadline may be extended with the consent of the Panel, at Augean's request, in accordance with Rule 2.6(c) of the Code.

There can be no certainty either that an offer will be made nor as to the terms of any offer, if made.

A further announcement will be made when appropriate. This announcement has been made with the consent of MSI.

The person responsible for releasing this announcement on behalf of Augean is Angela McGhin, *Company Secretary*.

Enquiries:

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#### 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.

#### Rule 26.1 disclosure

In accordance with Rule 26.1 of the Code, a copy of this announcement will be available (subject to certain restrictions relating to persons resident in restricted jurisdictions) at [www.Augeanplc.com](http://www.Augeanplc.com) by no later than 12 noon (London time) on the business day following the date of this announcement. The content of the website referred to in this announcement is not incorporated into and does not form part of this announcement.

#### Rule 2.9 information

In accordance with Rule 2.9 of the Code, the Company confirms that as at the close of business on 23 June 2021 its issued share capital consisted of 104,971,924 ordinary shares of 10 pence each. The International Securities Identification Number for the Company's ordinary shares is GB00B02H2F76.

#### Important notice

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