



MBL Group plc
Unit 1
Millennium City Park
Millennium Road
Preston
PR2 5BL

17 November 2016

Dear Shareholder / Employee

Further to the announcement made on 4 November 2016 entitled "**Strategic Review**" (a copy of which is available on the MBL Group plc ("MBL") website - www.mblgroup.co.uk/rns_news/index.aspx) I am required to write to you to notify you that addresses, electronic addresses and certain other information provided by you for the receipt of communications from MBL may be provided to an offeror during the offer period as required under Section 4 of Appendix 4 of the Takeover Code.

It should be noted that the strategic review has not been concluded and that unless an offer is made for the whole of MBL, we will not have to provide any of this information

Employees should also be aware that they have the right to have a separate opinion appended to the offeree board's circular, when/if published in accordance with Rule 25.1 of the Takeover Code in accordance with Rule 25.9 of the Takeover Code. Any costs reasonably incurred by employee representatives in obtaining advice required for the verification of the information contained in their opinion will be the responsibility of MBL.

Again, it should be noted that the strategic review has not been concluded and that unless an offer is made for the whole of MBL, there will be no offeree board's circular.

If any shareholder or employee has any questions on this letter or the announcement made on 4 November 2016, please contact me on 01772 440440.

If any shareholder has any administrative questions regarding their shares they should contact the Company's registrars, Neville Registrars on 0121 585 1131.

Yours Sincerely

Tim Jackson-Smith

Chairman



Important Notices

SPARK Advisory Partners Limited (“SPARK”), which is authorised and regulated in the United Kingdom by the Financial Conduct Authority, will act as financial adviser to the Company and for no one else in connection with the matters referred to in this announcement and will not be responsible to anyone other than the Company for providing the protections afforded to clients of SPARK or for affording advice in relation to any other matters referred to in this announcement.

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This announcement is for information purposes only and is not intended to, and does not, constitute or form part of any offer, invitation or the solicitation of an offer to purchase, otherwise acquire, subscribe for, sell or otherwise dispose of, any securities whether pursuant to this announcement or otherwise. The distribution of this announcement in jurisdictions outside the United Kingdom may be restricted by law and therefore persons into whose possession this announcement comes should inform themselves about, and observe such restrictions. Any failure to comply with the restrictions may constitute a violation of the securities law of any such jurisdiction.

Disclosure requirements of the Takeover 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, 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.