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COMPLETION OF PLACING

REACT GROUP PLC

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THIS ANNOUNCEMENT CONTAINS INSIDE INFORMATION RELATING TO REACT GROUP PLC AND ITS SECURITIES FOR THE PURPOSES OF ARTICLE 7 OF THE MARKET ABUSE REGULATION (EU) (596/2014/EU) AS IT FORMS PART OF THE DOMESTIC LAW OF THE UNITED KINGDOM OF GREAT BRITAIN AND NORTHERN IRELAND AND AS MODIFIED BY THE EUROPEAN UNION (WITHDRAWAL) ACT 2018 ("EUWA") AND AS MODIFIED BY THE EUWA OR OTHER DOMESTIC LAW, INCLUDING BUT NOT LIMITED TO THE FINANCIAL MARKETS IN FRAMING (AMENDMENT) (EU EXIT) REGULATIONS (SI 2019/310) ("**MAR**").

28 October 2024

REACT Group plc
("REACT" or the "Company")

Completion of Placing

The Board of REACT (AIM: REAT), the leading specialist cleaning and soft facilities provider announces that, further to the announcement made earlier today in connection with the Proposed Placing (the "**Launch Announcement**"), the Placing has now completed.

The Company announces that it has successfully placed 1,358,025 Placing Shares at the Pl raising gross proceeds of approximately £1.1 million. Net proceeds from the Placing w capital purposes.

The Placing was heavily oversubscribed.

Investor Presentation

REACT Group plc is pleased to announce that Shaun Doak, Chief Executive Officer, Financial Officer and Mark Braund, Executive Chairman, will provide a live presentation Presentation via Investor Meet Company on 30 October 2024, 12:30 GMT.

The presentation is open to all existing and potential shareholders. Questions can be subm Investor Meet Company dashboard up until 29 October 2024, 09:00 GMT, or at an presentation.

Investors can sign up to Investor Meet Company for free and add to meet REACT Group pl

<https://www.investormeetcompany.com/react-group-plc/register-investor>

Investors who already follow REACT Group plc on the Investor Meet Company platform invited.

Admission, Settlement and Dealings

It is expected that Admission of the 1,358,025 Placing Shares and the 617,283 Consic ("Admission") will occur and that dealings will commence at 8.00 a.m. on 29 October 20 and the Consideration Shares will rank *pari passu* with the Existing Ordinary Shares.

Together, the Placing Shares and Consideration Shares total 1,975,308 new Ordinary Shar cent. of the Company's enlarged issued share capital.

Related Party Transaction

Octopus Investments ("**Octopus**"), Dowgate Capital ("**Dowgate**") and Harwood Ca substantial shareholders in the Company (as defined in the AIM Rules) and have acquire 450,000 Placing Shares at the Placing Price. The participation of Octopus, Dowgate a related party transactions under rule 13 of the AIM Rules.

Accordingly, the Directors, consider, having consulted with Singer Capital Markets Adv capacity as the Company's Nominated Adviser, that the terms of the participation of Harwood in the Placing is fair and reasonable insofar as the Company's Shareholders are cc

Total Voting Rights

Following Admission, the Company will have 23,527,069 Ordinary Shares in issue and treasury. Therefore, the total voting rights in the Company will be 23,527,069.

This figure may be used by shareholders as the denominator for the calculation by which they are required to notify their interest in, or any change to their interest in, the Company in accordance with the Guidance and Transparency Rules of the Financial Conduct Authority.

Unless otherwise stated, capitalised terms not otherwise defined in the text of this announcement have the same meanings ascribed to them as in the "Acquisition, Proposed Placing & Trading Update" as published by the Company on 28 October 2024.

For more information:

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Shaun Doak, Chief Executive Officer
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Graham Herring / Zach Cohen

About Us:

REACT Group plc, the UK's leading specialist cleaning and soft facilities management services business, has three divisions: LaddersFree, one of the largest commercial window cleaning businesses in the UK; ("Fidelis"), a contract cleaning and soft facilities maintenance business; and REACT business, a solution to emergency and specialist cleaning situations, both through long-term framework agreements on a fixed fee basis.

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This Announcement, or any copy of it, and information contained within it, is restricted and is not to be transmitted, distributed or forwarded, in whole or in part, directly or indirectly, in or into the United States, Canada, the Republic of South Africa or Japan or any other jurisdiction in which publication of this information would be unlawful (or to any persons in any of those jurisdictions). This Announcement is for information only and does not constitute an offer to sell or issue, or the solicitation of an offer to buy, acquire or subscribe for securities of the Company in the United States (including its territories and possessions, any state of the United States, the District of Columbia), or Australia, New Zealand, Canada, the Republic of South Africa or Japan or any other jurisdiction in which the same would be unlawful. The Placing Shares is being made in any jurisdiction. This Announcement has not been approved by the regulatory authorities in any jurisdiction and nor is it intended that it will be so approved. Any failure to comply with these restrictions may constitute a violation of securities laws of such jurisdictions.

The Placing Shares have not been, and will not be, registered under the US Securities Act 1933 ("US Securities Act") or with any securities regulatory authority or under any securities laws of any state in the United States and may not be offered, sold, resold, pledged, transferred or delivered, directly or indirectly, in the United States. Accordingly, the Placing Shares will be offered and sold only outside of the United States in transactions "as such term is defined in Regulation S under the US Securities Act) pursuant to Regulation S in accordance with applicable laws. No public offering of securities is being made in the United States or any other jurisdiction, approved, disapproved or recommended by the U.S. Securities and Exchange Commission, any state or other U.S. regulatory authority, nor have any of the foregoing authorities passed upon the merits of the offering of the Placing Shares.

No public offering of the Placing Shares is being made in the United States, United Kingdom or elsewhere. Placing Shares will be made pursuant to an exemption from the requirement to produce a prospectus under the UK Prospectus Regulation.

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The distribution of this Announcement and the offering of the Placing Shares in certain jurisdictions: No action has been taken by the Company, Singer Capital Markets, SCM Advisory and/or Dowgate Capital or their respective affiliates or any person acting on its or their behalf that would permit an offering or possession or distribution of this Announcement or any other offering or publicity material relating to the Placing in any jurisdiction where action for that purpose is required. Persons into whose possession this Announcement is placed are required by the Company, Singer Capital Markets, SCM Advisory and Dowgate Capital to inform themselves of and observe, such restrictions.

Persons distributing this Announcement must satisfy themselves that it is lawful to do so. Persons who are promoters, nominees and trustees) who have a contractual right or other legal obligations to distribute the Announcement (or any part thereof) should seek appropriate advice before taking any action.

In connection with the Placing, Singer Capital Markets and any of its respective affiliates, acting as agent for the Company, may take up a portion of the shares in the Placing as a principal position and in that capacity may sell, offer to sell for their own accounts or otherwise deal for their own account in such shares in connection with the Placing or related investments in connection with the Placing or otherwise. Accordingly, references to the Placing offered, acquired, placed or otherwise dealt in should be read as including any issue or offer to, or the Placing, dealing by, Singer Capital Markets and any of its affiliates acting in such capacity. In addition, Singer Capital Markets and any of its affiliates may enter into financing arrangements (including swaps) with investors in connection with the Placing. Singer Capital Markets and any of its affiliates may from time to time acquire, hold or dispose of shares. Singer Capital Markets and any of its affiliates intend to disclose the extent of any such investment or transactions otherwise than in accordance with their legal obligations to do so.

This Announcement contains and the Company may make verbal statements containing "forward-looking" statements in respect to certain of the Company's plans and its current goals and expectations relating to its future performance, strategic initiatives, objectives and results. Forward-looking statements sometimes include words such as "anticipate", "target", "expect", "estimate", "intend", "plan", "goal", "believe", "seek", "may", "could", "outlook" or other words of similar meaning. By their nature, all forward-looking statements involve uncertainty because they relate to future events and circumstances which are beyond the control of the Company. There are many factors that could cause actual results or developments to differ materially from those expressed or implied in forward-looking statements and forecasts. As a result, the actual future financial condition, performance and results of the Company may differ materially from the plans, goals and expectations set forth in any forward-looking statements. No warranty is made as to the achievement or reasonableness of, and no reliance should be placed on, any forward-looking statements. Any forward-looking statements made in this Announcement by or on behalf of the Company are made as of the date they are made. These forward-looking statements reflect the Company's judgment at the date they are made. These forward-looking statements are not intended to give any assurance as to future results and the Company cautions that its actual financial condition, and the development of the industry in which it operates, may differ materially from those suggested by the forward-looking statements contained in this Announcement or made verbally. The information incorporated by reference into this Announcement. The information contained in this Announcement may change without notice and except as required by applicable law or regulation, the Company, its directors, officers, employees, advisers, consultants, partners, their respective affiliates and any person acting on its or their behalf each expressly disclaims any undertaking to publish any updates, supplements or revisions to any forward-looking statements contained in this Announcement to reflect any changes in the Company's expectations with regard thereto or any changes in facts or circumstances on which any such statements are based, except where required to do so under applicable law or by the FCA or the London Stock Exchange.

Any investment decision to subscribe for Placing Shares in the Placing must be made solely on the basis of the information contained in this Announcement and Publicly Available Information, which has not been independently verified by Singer Capital Markets, SCM Advisory or Dowgate Capital. This Announcement does not constitute a prospectus or offering in respect of any securities and is not intended to provide the sole basis for any decision in respect of the Placing or the evaluation of any securities of the Company or any other entity and should not be considered as a recommendation. An investor should subscribe for, purchase, otherwise acquire, sell or otherwise dispose of any such securities only if the investor has read this Announcement who are considering acquiring Placing Shares pursuant to the Placing are reminded that they should conduct their own investigation, evaluation and analysis of the business and data described in this Announcement. The value of securities can go down as well as up and past performance is not a guide to future performance, and an investor may lose back the full amount invested upon the disposal of such securities. The contents of this Announcement are not intended to constitute legal, business, financial or tax advice. Each investor or prospective investor should consult with their own legal adviser, business adviser, financial adviser or tax adviser for legal, financial, business or tax advice.

References in this Announcement to other materials, such as a website address, have been provided from other sources of information on the Company which may be of interest. Neither the content of the Company's website (or any other website) nor the content of any website accessible from hyperlinks on the Company's website is incorporated into or forms part of this Announcement.

The Placing Shares to be issued or sold pursuant to the Placing will not be admitted to trading on the Alternative Investment Market (AIM).

This Announcement has been prepared for the purposes of complying with applicable law and regulation in the United Kingdom and the information disclosed may not be the same as that which would have been disclosed had been prepared in accordance with the laws and regulations of any jurisdiction outside the United Kingdom.

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Solely for the purposes of the product governance requirements contained within Chapter 3 of the FCA's Intervention and Product Governance Sourcebook (the "**UK Product Governance Rules**"), and for the purposes of liability, whether arising in tort, contract or otherwise, which any "manufacturer" (for the purposes of the UK Product Governance Rules) may otherwise have with respect thereto, the Placing Shares have been subject to a target market assessment process, which has determined that such Placing Shares are: (i) compatible with an end target market of professional investors who meet the criteria of professional clients and eligible counterparties, each as defined in COBS; and (ii) eligible for distribution through all permitted distribution channels (the "**UK Target Market Assessment**"). Notwithstanding the UK Target Market Assessment, distributors should note that: the price of the Placing Shares and investors could lose all or part of their investment; the Placing Shares offer no guarantee of capital protection; and an investment in the Placing Shares is compatible only with investors who do not need capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) understand the merits and risks of such an investment and who have sufficient resources to be able to bear the consequences thereof. The UK Target Market Assessment is without prejudice to the requirements of any continuing restrictions in relation to the Placing. Furthermore, it is noted that, notwithstanding the UK Target Market Assessment, Singer Capital Markets, SCM Advisory and Dowgate Capital will only procure investors who meet the criteria of professional clients and eligible counterparties.

For the avoidance of doubt, the UK Target Market Assessment does not constitute: (a) an indication of suitability or appropriateness for the purposes of COBS 9A and COBS 10A, respectively; or (b) a recommendation or invitation to an investor or group of investors to invest in, or purchase or take any other action whatsoever in relation to, the Placing Shares. Each distributor is responsible for undertaking its own target market assessment in relation to the Placing Shares and determining appropriate distribution channels.

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