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THIS IS AN ANNOUNCEMENT FALLING UNDER RULE 2.8 OF THE CITY CODE ON TAKEOVERS AND MERGERS (THE "CODE").

FOR IMMEDIATE RELEASE

Statement from Bain Capital Private Equity (Europe), LLP ("Bain Capital")

No intention to offer for RPC Group Plc ("RPC")

Further to the announcement by RPC today, Bain Capital announces that following discussions with the Board of RPC it does not intend to make an offer for RPC.

As a result of this announcement, Bain Capital will be bound by the restrictions contained in Rule 2.8 of the Code.

For the purposes of Rule 2.8 of the Code, Bain Capital reserves the right to make or participate in an offer or possible offer for RPC (and/or take any other action which would otherwise be restricted under Rule 2.8 of the Code) within 6 months following the date of this announcement:

- (i) with the agreement of the Board of RPC;
- (ii) following the announcement of a firm intention to make an offer for RPC by a third party;
- (iii) following the announcement by RPC of a "whitewash" proposal (for the purposes of Note 1 on the Notes on Dispensations from Rule 9 of the Code) or a reverse takeover (as defined in the Code); or
- (iv) if the Panel on Takeovers and Mergers determines that there has been a material change of circumstances.

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