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THIS IS AN ANNOUNCEMENT FALLING UNDER RULE 2.4 OF THE CITY CODE ON TAKEOVERS AND MERGERS (THE "CODE") AND DOES NOT CONSTITUTE AN ANNOUNCEMENT OF A FIRM INTENTION TO MAKE AN OFFER UNDER RULE 2.7 OF THE CODE. THERE CAN BE NO CERTAINTY THAT ANY OFFER WILL BE MADE, NOR AS TO THE TERMS ON WHICH ANY OFFER MAY BE MADE

THIS ANNOUNCEMENT CONTAINS INSIDE INFORMATION.

22 February 2023

John Wood Group PLC ("Wood" or the "Group")

Response to speculation

The Board of Wood notes the recent speculation and confirms that it has received three unsolicited, preliminary and conditional proposals from Apollo Global Management, Inc. ("Apollo"), regarding a possible cash offer to acquire the entire issued and to be issued ordinary share capital of Wood.

The most recent approach was received on 26 January 2023 and proposed a cash offer to acquire the entire issued and to be issued ordinary share capital of Wood at a price of 230 pence per Wood share (together with the first two proposals, the "Proposals"). The Board carefully considered each of the Proposals, together with its financial advisers, and has engaged on a limited basis with Apollo. The Board unanimously rejected each of the Proposals, having concluded that they each significantly undervalued the repositioned Group's prospects.

Any offer for Wood is governed by the Code. Under Rule 2.6(a) of the Code, Apollo must, by not later than 5.00 p.m. on 22 March 2023, either announce a firm intention to make an offer for Wood in accordance with Rule 2.7 of the Code or 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 can be extended with the consent of the Panel in accordance with Rule 2.6(c) of the Code.

The person responsible for arranging the release of this announcement on behalf of Wood is Martin McIntyre, Group General Counsel and Company Secretary.

This announcement has been made without the consent of Apollo.

For further information:

Wood

Simon McGough, President, Investor Relations

07850 978 741

J.P. Morgan Cazenove (Joint Financial Adviser and Corporate Broker)

020 7742 4000

Richard Perelman

James Robinson

Charles Oakes

Morgan Stanley (Joint Financial Adviser and Corporate Broker)

020 7425 8000

Tom Perry

Matthew Jarman

FTI Consulting (PR Adviser)

020 3727 1340

Alex Le May

Nick Hasell

Ariadna Peretz

About Wood:

Wood is a global leader in consulting and engineering, delivering solutions to critical challenges in energy and materials markets. We provide consulting, projects, and operations solutions in more than 60 countries, employing over 35,000 people. www.woodplc.com

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Morgan Stanley is authorised by the Prudential Regulation Authority ("PRA") and regulated by the PRA and the Financial Conduct Authority ("FCA") in the United Kingdom, and is acting as joint financial adviser and corporate broker for Wood and for no one else in connection with the possible offer and will not be responsible to anyone other than Wood for providing the protections afforded to its clients or for providing advice in relation to the possible offer, the contents of this announcement or any other matters referred to in this announcement.

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, 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.

Publication on a website

In accordance with Rule 26.1 of the Code, a copy of this announcement will be made available on the website www.woodplc.com no later than 12 noon (London time) on the business day immediately 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.