



**LONDON
STOCK
EXCHANGE**

An LSEG Business

NS Statement re Company Event

STATEMENT REGARDING THE RESTAURANT GROUP PLC

Released 07:00:11 07 November 2023

RNS Number : 5620S
Wheel Topco Limited
07 November 2023

STATEMENT REGARDING THE RESTAURANT GROUP PLC

WHEEL TOPCO LIMITED

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN, INTO OR FROM ANY JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OR REGULATIONS OF SUCH JURISDICTION

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

FOR IMMEDIATE RELEASE

7 November 2023

Statement Regarding The Restaurant Group plc ("TRG")

On 26 October 2023, TRG announced that it had received a request from Wheel Topco Limited ("**Wheel Topco**"), the owner of PizzaExpress Group Limited ("**Pizza Express**"), for diligence information on TRG in accordance with Rule 21.3 of the Code to enable Wheel Topco to evaluate a possible offer for TRG.

Wheel Topco confirms that, due to market conditions, it does not intend to make an offer for TRG.

This is a statement to which Rule 2.8 of the Code applies.

Under Note 2 on Rule 2.8 of the Code, Wheel Topco and any person(s) acting in concert with it reserve the right to set the restrictions in Rule 2.8 aside in the following circumstances:

- (a) in the event that the offer by Rock BidCo Limited is withdrawn or lapses, with the agreement of the board of TRG;
- (b) if a third party announces a firm intention to make an offer for TRG;
- (c) if TRG announces a Rule 9 waiver proposal (see Note 1 of the Notes on Dispensations from Rule 9) or a reverse takeover (as defined in the Code); and
- (d) if there has been a material change of circumstances (as determined by the Takeover Panel).

Publication on website

A copy of this announcement will be made available, subject to certain restrictions relating to persons resident in restricted jurisdictions, on Pizza Express' website at www.pizzaexpress.com/Investors/Press-Releases. For the avoidance of doubt, the contents of that website is not incorporated into and does not form part of this announcement.

This information is provided by RNS, the news service of the London Stock Exchange. RNS is approved by the Financial Conduct Authority to act as a Primary Information Provider in the United Kingdom. Terms and conditions relating to the use and distribution of this information may apply. For further information, please contact rns@lseg.com or visit www.rns.com.

RNS may use your IP address to confirm compliance with the terms and conditions, to analyse how you engage with the information contained in this communication, and to share such analysis on an anonymised basis with others as part of our commercial services. For further information about how RNS and the London Stock Exchange use the personal data you provide us, please see our [Privacy Policy](#).

END

STRFFFFLLSLRIIV

London Stock Exchange plc is not responsible for and does not check content on this Website. Website users are responsible for checking content. Any news item (including any prospectus) which is addressed solely to the persons and countries specified therein should not be relied upon other than by such persons and/or outside the specified countries. [Terms and conditions](#), including restrictions on use and distribution apply.

© 2023 London Stock Exchange plc. All rights reserved.