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NS Statement re Possible Offer

## STATEMENT RE POSSIBLE OFFER

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RNS Number : 17881  
Oakley Capital Limited  
12 June 2026

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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**

12 June 2026

### **No intention to make an offer for Gamma Communications plc ("Gamma")**

On 15 May 2026, Gamma confirmed that it was in discussions with a consortium comprising Oakley Capital Limited ("Oakley") and Giacom Limited ("Giacom").

It has since been clarified to Gamma that Oakley was acting as the potential offeror and that Giacom was in preliminary discussions with Oakley regarding a possible purchase of some of the assets of Gamma (but was not acting in a consortium or acting in concert with Oakley).

Oakley confirms that it is not intending to make an offer for Gamma.

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

Under Note 2 on Rule 2.8 of the Code, Oakley reserves the right to set the restrictions in Rule 2.8 aside in the following circumstances:

- a. with the agreement of the board of Gamma;
- b. if a third party, including the consortium comprising Providence Equity Partners L.L.C. and Epiris LLP, announces a firm intention to make an offer for Gamma;
- c. if Gamma announces a Rule 9 waiver (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 Panel on Takeovers and Mergers).

The Panel on Takeovers and Mergers has agreed that the restrictions set out in Rule 2.8 of the Code resulting from this announcement do not apply to Giacom as it was not acting in a consortium or acting in concert with Oakley.

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