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If you have sold or otherwise transferred all of your shares in Idox PLC subject to the restrictions on distribution described below and in the enclosed announcement, please send this letter and its enclosure as soon as possible to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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**Strictly Private and Confidential**

22 February 2021

To Idox PLC shareholders and persons with information rights

**We are required by the City Code on Takeovers and Mergers to make this letter and the announcements it refers to available to you.**

**Statement regarding a possible offer made by Dye & Durham Limited ("Dye & Durham") for Idox PLC ("Idox" or the "Company")**

Dear Shareholder

On 19 February 2021, Dye & Durham made an announcement (the "**Possible Offer Announcement**") in accordance with Rule 2.4 of the City Code on Takeovers and Mergers (the "**Code**") that it has engaged in discussions with the management of the Company to explore the feasibility of a potential all-cash offer for the entire issued and to be issued share capital of the Company. Dye & Durham noted that it had submitted two non-binding indicative proposals of 67 pence and 70 pence per Idox share, payable in cash, to Idox's board of directors on 9 February 2021 and 17 February 2021 respectively, with a third non-binding indicative proposal of 75 pence per Idox share being received on 18 February 2021 (the "**Possible Offer**"). Subsequently, on 19 February 2021, the Company announced that it had received the Possible Offer and that it has entered into discussions with Dye & Durham in order to explore a basis for the agreement of a recommended cash offer for the Company (the "**Company Response Announcement**", and together with the Possible Offer Announcement, the "**Announcements**").

In accordance with Rule 2.11 of the Code, we attach a copy of the Possible Offer Announcement so that it is readily available to you. For your reference, a copy of the Company Response Announcement is also attached.

This letter is not taken as a summary of the information in the Announcements and should not be regarded as a substitute for reading the Announcements in full. The Announcements also include a summary of the provisions of Rule 8 of the Code.

Although the Possible Offer Announcement has put the Company into what is known as an "offer period" under the Code, there can be no certainty that an offer will be made for the Company.

We will make further announcements when appropriate.

## Responsibility

The Company's directors accept responsibility for the information contained in this letter which relates to the Company. To the best of the knowledge and belief of the Company's directors (who have taken all reasonable care to ensure that such is the case), the information contained in this letter is in accordance with the facts and does not omit anything likely to affect the import of such information.

## Addresses may be provided to Dye & Durham

Please note that addresses, electronic addresses and certain other information provided by you for the receipt of communications from the Company (e.g. elections to receive communications in a particular form) may be provided to Dye & Durham during the offer period as required under Section 4 of Appendix 4 of the Code.

This letter and the enclosed Announcements will be available, subject to certain restrictions relating to persons resident in restricted jurisdictions, on the Possible Offer microsite on the Company's website at <https://www.idoxgroup.com/investors/> by no later than 12 noon (London time) on the business day following the date of this letter. For the avoidance of doubt, the content of the website referred to in this letter is not incorporated into and does not form part of this letter. All other information, documents and announcements relating to the Possible Offer will remain available during the course of the offer period on the Company's website at the address provided above.

If you have any administrative queries in relation to this letter, you should contact [companysecretary@idoxgroup.com](mailto:companysecretary@idoxgroup.com) without delay. However, please note that the Company will not be able to provide you with any legal, financial, tax planning or investment advice.

Yours faithfully

**Christopher Stone**  
Chairman  
Idox PLC

### Idox plc

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