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To: Idox plc (the "**Company**") share plan participants

28 October 2025

We are required by the City Code on Takeovers and Mergers (the "Code") to make available to you this communication and the announcement to which it refers. You may have already received a similar message sent to all employees; however, we are required by the Code to send all share plan participants a separate version of the announcement. No action is required on your part.

Dear Share Plan Participant

STATEMENT REGARDING OFFER FOR IDOX PLC

On 28 October 2025, the Company and Frankel UK Bidco Limited (registered number: 16802556) ("**Frankel**") announced that they have reached agreement on the terms of a recommended cash offer by Frankel pursuant to which Frankel will acquire the entire issued and to be issued share capital of the Company (the "**Offer**").

In accordance with Rule 2.11 of the Code, please find enclosed a copy of the announcement in relation to the Offer (the "**Announcement**") and all other information, documents and announcements relating to the Offer are, and will remain during the course of the Offer, available on the Company's website at https://www.idoxgroup.com/investors/. This letter is not to be taken as a summary of the information in the Announcement and should not be regarded as a substitute for reading the Announcement in full. For the avoidance of doubt, the content of the Company's website is not incorporated into, and does not form part of, this letter.

It is expected that the Offer will be implemented by means of a scheme of arrangement. Any associated documentation will be sent to the Company's shareholders and share plan participants in due course, subject to any restrictions on distribution described in the Announcement. Shareholders and share plan participants are not required to take any action at this present time.

Responsibility

The Company's directors accept responsibility for the information (including any expressions of opinion) contained in this letter. 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 Frankel

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 Frankel during the offer period as required under Section 4 of Appendix 4 of the Code.

If you have any queries in relation to this letter, you should contact the Company's registrars, Neville Registrars during business hours on 0121 585 1131. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom +44 (0) 0121 585 1131 will be charged at the applicable international rate. Lines are open between 09:00 to 17:00, Monday to Friday excluding public holidays in England and Wales, or you may email Neville Registrars at info@nevilleregistrars.co.uk. You can also submit a request in writing to Neville Registrars, Neville House, Steelpark Road, Halesowen B62 8HD. Please note that Neville Registrars cannot offer advice on the terms of the Offer. Our current default is to send you any documents in relation to the content of this letter that we are required to send in hard copy. You may change these preferences by writing to the Company's registrars at the address set out above, or by calling the telephone number for the Company's registrars also set out above.

Yours faithfully

David Meaden
Chief Executive Officer
Idox plc

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.

Sterling Financial Print
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