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FOR IMMEDIATE RELEASE

8 January 2026

RECOMMENDED ACQUISITION

OF

W.H. IRELAND GROUP PLC ("WH IRELAND" OR THE "COMPANY")

BY

TEAM PLC ("TEAM")

to be implemented by means of a scheme of arrangement pursuant to Part 26 of the Companies Act 2006

RESULTS OF COURT MEETING AND GENERAL MEETING

On 27 November 2025, the boards of the Company and Team plc ("**Team**") announced that they had reached agreement on the terms and conditions of a recommended offer for the entire issued and to be issued ordinary share capital of WH Ireland by Team (the "**Acquisition**").

The Acquisition is to be implemented by way of a Court-sanctioned scheme of arrangement under Part 26 of the Companies Act (the "**Scheme**"). The scheme document in respect of the Acquisition was published and made available to WH Ireland Shareholders on 10 December 2025.

Meeting Results

The Company is pleased to announce that at the Court Meeting and the General Meeting held earlier today:

- the requisite majority of Scheme Shareholders voted (either in person or by proxy) in favour of the resolution to approve the Scheme at the Court Meeting; and
- the requisite majority of WH Ireland Shareholders voted (either in person or by proxy) in favour of the Special Resolution, including approving the amendment of the WH Ireland Articles, at the General Meeting.

Details of the resolutions passed are set out in the notices of the Court Meeting and the General Meeting at Parts VIII and IX (respectively) of the Scheme Document.

Voting results of the Court Meeting

The table below sets out the results of the poll at the Court Meeting held on 8 January 2026:

	FOR	AGAINST	TOTAL
Number of Scheme Shares voted	158,600,155	3,053	158,603,208
Percentage of Scheme Shares voted (1)	99.998%	0.002%	100%
Number of Scheme Shareholders who voted (2)	12	3	14(3)
Percentage of Scheme Shareholders who voted (1) (2)	85.71%	21.43%	100%(3)

Number of Scheme Shares voted as a percentage of the Scheme Shares eligible to be voted at the Court Meeting (1)	67.2074%	0.0013%	67.2087%

(1) Rounded to two decimal places
(2) Where a Scheme Shareholder has cast some of their votes "for" and some of their votes "against" the resolution, such Scheme Shareholder has been counted as having voted both "for" and "against" the resolution for the purposes of determining the number and percentage of Scheme Shareholders who voted as set out in this row.
(3) The aggregate of Scheme Shareholders voting "for" and "against" the resolution as set out in this row exceeds the total number and percentage of Scheme Shareholders who voted because 1 registered member gave instructions for votes to be cast "for" the resolution in respect of part of their holding of Scheme Shares and "against" the resolution in respect of another part of their holding of Scheme Shares.

Voting results of the General Meeting

The table below sets out the results of the poll at the General Meeting held on 8 January 2026:

	FOR		**AGAINST**		**TOTAL**	**WITHHELD** (1)	**ISC Voted**
Special Resolution	**Number of votes**	**% of votes**	**Number of votes**	**% of votes**	**Number of votes**	**Number of votes**	**%**
Granting authority to implement the Scheme and amendment to the WH Ireland Articles	145,718,911	99.998 %(2)	2,803	0.002 %(2)	145,721,714	623	61.75%(2)

(1) A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes "for" or "against" the Special Resolution.
(2) Rounded to two decimal places

The total number of WH Ireland Shares in issue at the Voting Record Time was 235,986,209. The Company does not hold any ordinary shares in treasury. Therefore, the total number of voting rights in WH Ireland at the Voting Record Time was 235,986,209.

Acquisition Conditions

The outcome of the Court Meeting and General Meeting means that Conditions 2(a) and (b) (as set out in Part A of Part III of the Scheme Document) have been satisfied. As announced by Team on 29 December 2025, Condition set out in paragraph 3(a) of Part A of Part III of the Scheme Document has also been satisfied. The Scheme remains subject to certain other Conditions, including: (i) the FCA Condition (as set out in Part III, Part A, paragraph 3(c) of the Scheme Document); (ii) the satisfaction (or, where applicable, waiver) of the remaining general Conditions set out in Part III of the Scheme Document; (iii) the Court sanctioning the Scheme; and (iv) the Court Order being duly delivered to the Registrar of Companies.

Expected Timetable of Principal Events

Subject to the satisfaction of the Conditions referred to in (i) and (ii) above, it is the current intention of the Company to seek the Court's sanction of the Scheme on or around 20 March 2026, at a hearing to be held in The Royal Courts of Justice and the Scheme is expected to become effective on or around 24 March 2026 (the "**Effective Date**").

A request will be made to the London Stock Exchange prior to the Effective Date to cancel the trading in WH Ireland Shares on AIM with effect from 7.00 a.m. on the Business Day immediately following the Effective Date.

If all of these Conditions have not been, or are unlikely to be, satisfied before 20 March 2026, the expected timetable of principal events is likely to change and WH Ireland will make a further announcement regarding the expected timetable for the implementation of the Scheme.

The current expected timetable of the remaining principal events relating to the Scheme is set out in the Appendix to this announcement, on the assumption that the FCA Change of Control Condition is satisfied and the remaining Conditions (other than Conditions 1, 2(c) and 2(d)) are satisfied or waived prior to 20 March 2026.

A further announcement will be made by WH Ireland following satisfaction of the FCA Condition and the satisfaction (or, where applicable, waiver) of the remaining general Conditions set out in Part III of the Scheme Document.

Enquiries:

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APPENDIX

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Event	*Expected time/date*[1]
Scheme Sanction Hearing	20 March 2026 [2]
Last day of dealings in, and for registration of transfers of, WH Ireland Shares	23 March 2026
Scheme Record Time	6.00 p.m. on 23 March 2026
Disablement of CREST in respect of WH Ireland Shares	6.00 p.m. on 23 March 2026

Suspension of dealings in WH Ireland Shares	7.30 a.m. on 24 March 2026
Effective Date of the Scheme[3]	24 March 2026
Cancellation of admission of WH Ireland Shares to trading on AIM	7.00 a.m. on 25 March 2026
Admission and commencement of dealings of the New Team Shares on AIM	8.00 a.m. on 25 March 2026
Issuance of New Team Shares	25 March 2026
CREST accounts of WH Ireland Shareholders credited with New Team Shares	at or soon after 8.00 a.m. on 25 March 2026 (but not later than 14 days after the Effective Date)
Despatch of share certificates for the New Team Shares	within 14 days after the Effective Date
Long Stop Date	11.59 p.m. on 30 June 2026[4]

Notes:

(1) These dates are indicative only and will depend, amongst other things, on the date upon which: (i) the Conditions are satisfied or (if capable of waiver) waived; (ii) the Court sanctions the Scheme; and (iii) the Court Order is delivered to the Registrar of Companies for registration.

(2) The Scheme Sanction Hearing may only be held following the satisfaction (or, if applicable, waiver) of the Conditions (other than Conditions 1, 2(c) and 2(d)), as set out in Part A of Part III (*Conditions to and Certain Further Terms of the Scheme and the Acquisition*) of the Scheme Document and any revised date would be subject to Court availability.

(3) The Scheme will become Effective pursuant to its terms upon the Court Order being delivered to the Registrar of Companies for registration.

(4) This is the latest date by which the Scheme may become Effective unless WH Ireland and Team agree (and, if required, the Panel consents to and the Court approves) a later date.

All references in this Announcement to times are to London time unless otherwise stated. The dates and times given are indicative only and are based on WH Ireland's and Team's current expectations and may be subject to change (including as a result of changes to the regulatory timetable). If any of the expected times and/or dates above change, the revised times and/or dates will be notified to WH Ireland Shareholders by announcement through a Regulatory Information Service.

IMPORTANT NOTICES

*Shore Capital and Corporate Limited and Shore Capital Stockbrokers Limited (either individually or collectively "**Shore Capital**") which are authorised and regulated by the Financial Conduct Authority in the United Kingdom, are acting exclusively for WH Ireland and for no-one else in connection with the Acquisition and will not be responsible to anyone other than WH Ireland, for providing the protections afforded to clients of Shore Capital, or for providing advice in relation to the Acquisition or any other matter referred to herein. Neither Shore Capital and Corporate Limited nor Shore Capital Stockbrokers Limited, nor any of their subsidiaries or affiliates owes or accepts any duty, liability or responsibility whatsoever (whether direct or indirect, whether in contract, in tort, under statute or otherwise) to any*

person who is not a client of Shore Capital in connection with this announcement, any statement contained herein or otherwise.

Disclosure requirements of the Takeover Code

Under Rule 8.3(a) of the Takeover 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 p.m. (London time) on the 10th business day following the commencement of the offer period and, if appropriate, by no later than 3.30 p.m. (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 Takeover 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, 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 p.m. (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 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 websites

Pursuant to Rule 26.1 of the Takeover Code, a copy of this Announcement and other documents in connection with the Acquisition will be available free of charge, subject to certain restrictions relating to persons resident in Restricted Jurisdictions, at WH Ireland's websites at www.teamplc.co.uk/investor-relations and https://www.whirelandplc.com/investor-relations respectively promptly following the publication of this Announcement and in any event by no later than 12 noon on the business day following this Announcement until the end of the Offer Period.

For the avoidance of doubt, the content of the websites referred to above is not incorporated into and does not form part of this Announcement.