



Statement re stated post-offer intentions

February 8, 2019
RNS Number : 4339P
Worldpay, Inc
08 February 2019

THE FOLLOWING ANNOUNCEMENT IS BEING MADE SOLELY FOR THE PURPOSES OF RULE 19.6(B) OF THE CITY CODE ON TAKEOVERS AND MERGERS (THE "CODE"), WHICH, INTER ALIA, SAVE WITH THE CONSENT OF THE PANEL ON TAKEOVERS AND MERGERS, REQUIRES A PARTY TO AN OFFER TO MAKE AN ANNOUNCEMENT SHOULD IT DECIDE DURING THE PERIOD OF 12 MONTHS FROM THE END OF THE OFFER PERIOD TO TAKE A COURSE OF ACTION WHICH IS DIFFERENT TO ITS STATED INTENTIONS AND EXPLAIN ITS REASONS FOR SO DOING.

For immediate release

8 February 2019

Worldpay, Inc.

Changes to stated post-offer intentions with regard to Worldpay Group plc

Worldpay, Inc. ("**Worldpay**") announces that, further to the completion of its acquisition of Worldpay Group plc ("**Worldpay Group**") on 16 January 2018 (the "**Acquisition**"), it has taken certain courses of action which differ from its statements of intent made pursuant to Rule 2.7(c)(iv) and 24.2(a)(iii) of the Code (the "**Stated Intentions**") which were set out in its announcement of 9 August 2017 and the scheme document published in connection with the Acquisition on 28 November 2017 (together, the "**Offer Documentation**"). The Stated Intentions included Worldpay's intention, as at the date of the Offer Documentation, not to eliminate any existing places of business of the combined company.

Worldpay publicly disclosed in the Offer Documentation that following

completion of the Acquisition it would carry out a post-transaction integration review (the "**Integration Review**") in order to maximise the potential benefits of the Acquisition for the combined company. Following completion of the Integration Review, Worldpay decided in early July 2018 to close four offices located in Montreal, Canada; Chandler, Arizona; Schaumburg, Illinois; and Tinley Park, Illinois, each with effect from 31 October 2018. Of these four offices, only the Montreal office was part of Worldpay Group prior to completion of the Acquisition.

Except for these office closures, Worldpay has complied with its Stated Intentions during the period of 12 months from completion of the Acquisition.

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