

ANNOUNCEMENT

£350,000,000 of 8.750% Senior Secured Notes due 2019 (the “Notes”)

(ISIN: XS0794786011 / ISIN: XS0794785633)

Issued by Elli Finance (UK) Plc (in administration) (the “Issuer”)

The Notes are admitted to the Official List of the Irish Stock Exchange, but remain suspended from trading on the Global Exchange Market.

Launch of Consent Solicitation

On the terms and subject to the conditions described in the Consent Solicitation Statement dated as of today (the “Statement”) consent from the respective Holders (as defined below) is being sought to the instruction of GLAS Trust Corporation Limited, as security agent, (the “Security Agent”) to: (a) the release of security in connection with: (i) the sale of the Abigail Lodge, Angusfield, Barrington Lodge, Benarty View, Bishopsmead Lodge, Brockwell Court, Campsie View, Charlton Park, Colinton, Copper Beeches, Craigieknowes, Cumbrae, Emberbrook, Gilmerton and Gilmerton Neurodisability Unit, The Granby and Granby Gardens, Granby Rose, Guthrie House, Harbour View, Harrogate Lodge, Headington, Henleigh Hall, Hillside, Hollie Hill, Hungerford, Kingfisher, Kingston, Lammermuir House, Lansdowne, The Laurels, The Lawns, Lunardi Court, Maple Lodge and Witherwack House, Mill House, Murdoch House, Northlea Court, Redwell Hills, Riverside Court, St. Catherines, St. Margarets, Triangle, Victoria, Warrior Park and Woodbury House Care Homes and the associated interests in land; and (ii) the intra-Group transfer of the Lammermuir House Care Home and the associated interests in land for the purposes of an intra-Group reorganisation ((i) and (ii) together, the “Security Release Request”); and (b) a change in the structuring of the intra-Group transfer of 11 care homes in Scotland and the associated interests in land for the purposes of an intra-Group reorganisation, as previously described in the Consent Solicitation Statement dated 18 April 2024 (the “Scottish Reorganisation Request”).

The Consent Solicitation will expire at 4:00 p.m. London time on 31 March 2025 (such date and time, as it may be extended in accordance with the terms of the Statement, the “Expiration Time”). Holders may revoke their consent at any time prior to but not at or after the Expiration Time. No consent fee will be paid to Holders in respect of the Consent Solicitation.

The Consent Solicitation is being made to the holders of record of the Notes as at 24 March 2025 (the “Holders”). The Security Release Request and the Scottish Reorganisation Request in respect of the Notes requires the consent of the Holders of more than 50% of the outstanding principal amount of the Notes (the “Required Consent”).

The Security Release Request and the Scottish Reorganisation Request shall only be approved if, inter alia, the Required Consent is obtained at the Expiration Time.

The complete terms and conditions of the Consent Solicitation are described in the Statement. Copies of the Statement are available at the following website: <https://www.fshcgroup.com/investors-information/> and also from the Information and Tabulation Agent, which can be contacted at the address and telephone number set out below. Holders may contact their broker, dealer, commercial bank or trust company or other nominee for assistance concerning the Consent Solicitation.

For further enquiries, please contact:

Alvarez & Marsal Europe LLP
Email: INS_ELLI@alvarezandmarsal.com
Alex Jarvis
Tel: 07770 162735

The Information and Tabulation Agent
GLAS Specialist Services Limited
55 Ludgate Hill, Level 1, West, London EC4M 7JW
Attention: Trust and Escrow
E-mail: LM@glas.agency

This notice is given by:

Elli Finance (UK) Plc (in administration)
C/O Alvarez & Marsal Europe LLP
Suite 3 Regency House
91 Western Road
Brighton
BN1 2NW