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For immediate release

9 July 2021

# **Cash Acquisition**

of

Vectura Group plc ("Vectura")

by

# Murano Bidco Limited ("Murano Bidco")

# a newly formed company indirectly controlled by funds managed by Carlyle Europe Partners V

# to be implemented by a Scheme of Arrangement under Part 26 of the Companies Act 2006

#### **Response to announcement**

Murano Bidco notes the announcement from Philip Morris International Inc. ("**PMI**") of its recommended cash acquisition of Vectura Group plc ("**Vectura**").

Murano Bidco is considering its options and a further announcement will be made in due course. Vectura shareholders are encouraged to take no action in the meantime.

#### Enquiries:

Murano Bidco

Andrew Kenny, Carlyle	Tel: +44 (0)7816 176120
James Madsen, Greenbrook (PR adviser to Murano Bidco)	Tel: +44 (0)7738 324438
Morgan Stanley, as Lead Financial Adviser to Murano Bidco	Tel: +44 (0)20 7425 8000
Anthony Zammit	
Siddhart Nahata	
Andrew Foster	
RBC Capital Markets, as Financial Adviser to Murano Bidco	Tel: +44 (0)20 7653 4000
Thomas Stockman	
Alexander Thomas	

#### Mark Rushton

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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 announcement in which any securities, by no later than 3.30 pm (London time) on the 10th business day following the announcement in which any 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.

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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 http://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 website

A copy of this announcement will be made available (subject to certain restrictions relating to persons resident in Restricted Jurisdictions) free of charge on Vectura's website at https://www.vectura.com by no later than 12 noon (London time) on the first Business Day following the date of this announcement. For the avoidance of doubt, the contents of the website are not incorporated into and do not form part of this announcement.

#### General

If you are in any doubt about the contents of this announcement or the action you should take, you are recommended to seek your own independent financial advice immediately from your stockbroker, bank manager, solicitor, accountant or independent financial adviser duly authorised under the Financial Services and Markets Act 2000 if you are a resident in the United Kingdom or, if not, from another appropriately authorised independent financial adviser.