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FOR IMMEDIATE RELEASE

27 March 2026

Helios Consortium Offer for CAB

Update Statement

Introduction

On 12 February 2026, the Helios Consortium announced a cash offer to acquire the entire issued and to be issued share capital of CAB Payments Holdings plc (“CAB Payments”), excluding CAB Payments shares already owned or controlled by Helios Fund III (the “Helios Offer Announcement”) (the “Helios Offer”).

Under the terms of the Helios Offer, Eligible CAB Payments Shareholders would be entitled to receive US\$1.15 in cash per existing CAB Payments share or the Partial Alternative Offer. The Helios Offer is supported by shareholders representing 52.70% of CAB Payments’ issued share capital, as described in further detail in the Schedule.

StoneX possible offer is not deliverable

On 16 March 2026, StoneX Group Inc. (“StoneX”) announced that it had approached CAB Payments regarding a potential acquisition of the entire issued and to be issued share capital of CAB Payments. StoneX submitted a non-binding cash proposal which is subject to the satisfaction or waiver of a number of pre-conditions, including the receipt by StoneX of an irrevocable undertaking from the Helios Consortium in support of StoneX’s proposal.

The Helios Consortium has declined a request to provide an irrevocable undertaking.

Therefore, the Helios Consortium considers that the Helios Offer is the only firm and deliverable offer available to CAB Payments shareholders.

Regulatory filings

In connection with the Pre-Conditions and Conditions to the Helios Offer, the Helios Consortium is required to make certain filings with regulators. These filings need to include specific, non-public information in respect of CAB Payments (“Requisite Information”).

Notwithstanding the fact that the CAB Board has not recommended the Helios Offer, the Helios Consortium believes it is in the interests of CAB Payments shareholders, whether they intend to accept the Helios Offer or not, that the regulatory filings are made as soon as possible so that shareholders can consider and assess the terms of the Helios Offer sooner.

The Helios Consortium has therefore asked the board of CAB Payments (“**CAB Board**”) to provide the Requisite Information to facilitate the making of the necessary filings. The CAB Board has so far refused to provide the Helios Consortium with the Requisite Information.

The Helios Consortium considers this stance to be against the interests of CAB Payments shareholders for the following reasons:

- Providing the Requisite Information will enable the Helios Consortium to complete this necessary regulatory process sooner, thereby allowing the Helios Offer to be put to shareholders so they can properly assess the merits of the offer sooner.

- If the CAB Board decides not to provide the Requisite Information this will not prevent the Helios Offer being put to shareholders, it will only prolong and delay the process.
- The Helios Consortium currently has no choice but to proceed with making the relevant filings based on incomplete information. However, certain regulators will require the CAB Board to provide the Requisite Information in any case. This would result in a piecemeal and regulatory-reactive approach which would only lead to inefficiencies and delays to the offer process and disruption to the CAB Payments business to the detriment of all shareholders.

CAB Payments shareholders, whether they intend to accept the Helios Offer or not, are therefore encouraged to ask the CAB Board to engage fully with the Helios Consortium, and the relevant regulators, in the making of these regulatory filings so as to bring this necessary process to a conclusion as soon as possible.

Capitalised terms used in this announcement, unless otherwise defined herein, have the same meanings as set out in the Helios Offer Announcement.

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Important notice related to financial adviser

N.M. Rothschild & Sons Limited ("Rothschild & Co"), which is authorised and regulated by the Financial Conduct Authority in the United Kingdom, is acting exclusively for the Helios Consortium and for no one else in connection with the subject matter of this announcement and will not be responsible to anyone other than the Helios Consortium for providing the protections afforded to its clients or for providing advice in connection with the subject matter of this announcement.

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, 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.

Other than in respect of any partial unlisted share alternative, for the purposes of the Code, any offer if made is likely to be in cash.

Rule 26.1 disclosure

In accordance with Rule 26.1 of the Code, a copy of this announcement will be available (subject to certain restrictions relating to persons resident in restricted jurisdictions) at www.heliosinvestment.com by no later than 12 noon (London time) on the business day following the date of this announcement. The content of the website referred to in this announcement is not incorporated into and does not form part of this announcement.

Additional Information

This announcement is not intended to, and does not, constitute or form part of any offer, invitation or the solicitation of an offer to purchase, otherwise acquire, subscribe for, sell or otherwise dispose of, any securities, or the solicitation of any vote or approval in any jurisdiction, pursuant to this announcement or otherwise. Any offer, if made, will be made solely by certain offer documentation which will contain the full terms and conditions of any offer, including details of how it may be accepted. The distribution of this announcement in jurisdictions other than the United Kingdom and the availability of any offer to shareholders of CAB Payments who are not resident in the United Kingdom may be affected by the laws of relevant jurisdictions. Therefore any persons who are subject to the laws of any jurisdiction other than the United Kingdom or shareholders of CAB Payments who are not resident in the United Kingdom will need to inform themselves about, and observe any applicable requirements.

Schedule

Helios Fund III owns or controls in aggregate 114,640,189 Company Shares, representing approximately 45.11% of CAB Payments' issued share capital.

BidCo has received an irrevocable undertaking from Eurocomm in respect of a total of 13,264,981 Company Shares representing, in aggregate, approximately 5.22% of CAB Payments' issued share capital as at the close of business on 26 March 2026 (the "**Latest Practicable Date**").

Pursuant to the irrevocable undertaking, Eurocomm has agreed to (i) accept or procure acceptance of the Offer (or, if the Helios Offer is implemented by way of a Scheme, to vote in favour of a Scheme at the Court Meeting and the resolutions to be proposed at a CAB Payments General Meeting, as necessary), and (ii) elect to receive the Partial Alternative Offer, in each case in respect of its entire interest in Company Shares.

BidCo has also received a letter of intent from Bhairav Trivedi supporting the Helios Offer in respect of a total of 6,019,689 Company Shares, representing, in aggregate, approximately 2.37% of CAB Payments' issued share capital as at the close of business on the Latest Practicable Date.

As a result, BidCo and the Helios Consortium own or control, or have received an irrevocable undertaking and a letter of intent in respect of, a total of 133,924,859 Company Shares, representing approximately 52.70% of CAB Payments' issued share capital as at the close of business on the Latest Practicable Date.

Further details of the irrevocable undertaking and letter of intent are set out in Appendix III of the Helios Offer Announcement.

References to the issued share capital (254,143,218) and percentage they represent are based on The Takeover Panel Disclosure Table as at 26 March 2026.