



## Regus plc (the "Company")

### 2015 Annual General Meeting – update

On 12 May 2015, Estorn Limited, the holding company for Mark Dixon's shareholding in the Company, announced the sale of 30,000,000 ordinary shares of 1 pence each ("**Ordinary Shares**") in the Company (the "**Placing**").

As a result of the Placing, Mark Dixon's shareholding in the Company as at the date of the Company's Annual General Meeting ("**AGM**") is expected to be 294,267,501 Ordinary Shares, representing approximately 31.4% of the total voting rights in the Company.

Shareholders should note that the Placing is therefore expected to reduce Mark Dixon's shareholding in the Company from the level set out in the Company's notice of AGM dated 17 April 2015 (the "**Notice**") (which correctly recorded the shareholding, as at the Latest Practicable Date, as 324,267,501 Ordinary Shares, representing approximately 34.54% of the total voting rights in the Company).

Resolutions 18 and 19 to be tabled at the AGM relate to proposed waivers by the Panel of obligations which would otherwise arise under Rule 9 of the Code in respect of possible increases in Mark Dixon's shareholding as a result of market purchases of Ordinary Shares by the Company and the exercise of certain share options. The resolutions set out in the Notice contain information which was correct as at the Latest Practicable Date, but which needs to be updated in light of the Placing to reflect Mark Dixon's reduced shareholding.

Accordingly, it is intended that, at the AGM, administrative amendments to resolutions 18 and 19 shall be tabled, in accordance with applicable law, so as to update the references to Mark Dixon's shareholding to reflect the Placing as noted above, with the references to Mark Dixon's maximum percentage shareholding also being updated to approximately 31.96% and 32.01% of the total voting rights in the Company respectively (in the case of resolution 18), and approximately 31.50% and 32.01% of the total voting rights in the Company respectively (in the case of resolution 19).

The Independent Directors, who have been so advised by Investec, hereby confirm that they continue to consider resolutions 18 and 19 to be fair and reasonable and in the best interests of the Company and the Independent Shareholders as a whole.

Save as herein defined, terms in this announcement shall have the same meaning as in the Notice.