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Neither this announcement nor anything contained herein shall form the basis of, or be relied upon in connection with, any offer or commitment whatsoever in any jurisdiction. Investors should not subscribe for or purchase any ordinary shares referred to in this announcement except on the basis of information in the Prospectus published by Bakkavor Group plc (together with Bakkavor Holdings Limited and each of their subsidiaries and subsidiary undertakings, “**Bakkavor**” or the “**Group**”) today in connection with the proposed admission of its ordinary shares (the “**Shares**”) to the premium listing segment of the Official List of the FCA and to trading on London Stock Exchange plc’s main market for listed securities (the “**London Stock Exchange**”). A copy of the Prospectus will be available for inspection from the Group’s website at www.bakkavor.com and from Bakkavor’s registered office at Fitzroy Place, 5th Floor, 8 Mortimer Street, London W1T 3JJ.

For immediate release

10 November 2017



Bakkavor Group plc

Publication of Prospectus

Following the pricing announcement in connection with its initial public offering (the "**Offer**"), Bakkavor confirms that its prospectus dated 10 November 2017 (the "**Prospectus**") has today been approved by the UK Listing Authority.

The Prospectus relates to the proposed admission of the Company's Ordinary Shares to the premium listing segment of the Official List of the FCA and to trading on the main market for listed securities of the London Stock Exchange.

Details of the Offer are set out in the Prospectus, which will shortly be available on the Company's website (www.bakkavor.com) and from Bakkavor’s registered office at Fitzroy Place, 5th Floor, 8 Mortimer Street, London W1T 3JJ.

The Prospectus has also been submitted to the National Storage Mechanism and will shortly be available at: www.morningstar.co.uk/uk/NSM.

Enquiries

Bakkavor

Tamarin Bibow

+44 (0) 20 7908 6135

HSBC (Joint Global Co-ordinator, Joint Bookrunner and Sponsor)

Mark Dickenson

Paul Bundred

Kerem Akcay

+44 (0) 20 7991 8888

Morgan Stanley (Joint Global Co-ordinator and Joint Bookrunner)

Tom Perry

Imran Ansari

+44 (0) 20 7425 8000

Martin Thorneycroft
Angus Millar

Barclays (Joint Bookrunner)
Phil Shelley
Ulrich Kratz

+44 (0) 20 7623 2323

Citi (Joint Bookrunner)
Edward McBride
Christopher Wren

+44 (0) 20 7500 5000

Peel Hunt (Joint Bookrunner)
Alastair Rae
Adrian Trimmings

+44 (0) 20 7418 8900

Rabobank (Lead Manager)
Ben Davies
Willem Kroner (ECM)

+44 (0) 20 7809 3000

Rothschild (Financial Adviser)
Adam Young
Stuart Vincent
Stephen Taylor
Rupert Howard

+44 (0) 20 7280 5000

Media Enquiries

Tulchan (public relations adviser to Bakkavor)
Susanna Voyle
Will Smith
Jessica Reid

+44 (0) 20 7353 4200

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This announcement does not contain or constitute an offer of, or the solicitation of an offer to buy, securities to any person in Australia, Canada, Japan or the United States or in any jurisdiction to whom or in which such offer or solicitation is unlawful. The securities referred to herein may not be offered or sold in the United States absent registration under the US Securities Act of 1933, as amended (the “**Securities Act**”) or another exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Subject to certain exceptions, the securities referred to herein may not be offered or sold in Australia, Canada or Japan or to, or for the account or benefit of, any national, resident or citizen of Australia, Canada or Japan. The offer and sale of the securities referred to herein has not been and will not be registered under the Securities Act or under the applicable securities laws of Australia, Canada or Japan. There will be no public offer of the securities in the United States.

In member states of the European Economic Area (each, a “**Relevant Member State**”), this announcement and any offer if made subsequently is addressed and directed only at persons who are “qualified investors” within the meaning of the Prospectus Directive (“**Qualified Investors**”). For these purposes, the expression “Prospectus Directive” means Directive 2003/71/EC (and amendments thereto, including the 2010 PD Amending Directive, to the extent implemented in a Relevant Member State), and includes any relevant implementing measure in the Relevant Member State and the expression “2010 PD Amending Directive” means Directive 2010/73/EU. In the United Kingdom this announcement is directed exclusively at Qualified Investors (i) who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the “**Order**”) or (ii) who fall within Article 49(2)(A) to (D) of the Order, and (iii) to whom it may otherwise lawfully be communicated, and any investment activity to which it relates will only be engaged in with such persons and it should not be relied on by anyone other than such persons.

This announcement is not a prospectus and investors should not purchase any shares referred to in this announcement except on the basis of information in the Prospectus published by the Company in connection with the admission of the Shares to the premium listing segment of the Official List of the Financial Conduct Authority and to trading on London Stock Exchange plc’s main market for listed securities. Copies of the Prospectus will be available from the Company’s registered office at Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ and on the Company’s website at www.bakkavor.com later today. Any purchase of Shares in the Offer should be made solely on the basis of the information contained in the final Prospectus issued by the Company in connection with the Offer. Before investing in the Shares, persons viewing this announcement should ensure that they fully understand and accept the risks which are set out in the Prospectus. The information in this announcement is for background purposes only and does not purport to be full or complete. No reliance may be placed for any purpose on the information contained in this announcement or its accuracy or completeness. This announcement does not constitute or form part of any offer or invitation to sell or issue, or any solicitation of any offer to purchase or subscribe for any Shares or any other securities nor shall it (or any part of it) or the fact of its distribution, form the basis of, or be relied on in connection with, any contract therefor. The information in this announcement is subject to change. Information in this announcement or any of the documents relating to the Offer cannot be relied upon as a guide to future performance. The price and value of securities may go up as well as down. Persons needing advice should contact a professional adviser.

This announcement includes forward-looking statements, which are based on current expectations and projections about future events. These statements may include, without limitation, any statements preceded by, followed by or including words such as “target”, “believe”, “expect”, “aim”, “intend”, “may”, “anticipate”, “estimate”, “plan”, “project”, “will”, “can have”, “likely”, “should”, “would”, “could” and other words and terms of similar meaning or the negative thereof. Forward-looking statements may and often do differ materially from actual results. These forward-looking statements are subject to risks, uncertainties and assumptions about the Company and its subsidiaries and investments, including, among other things, the development of its business, trends in its operating industry, and future capital expenditures and acquisitions. By their nature, forward looking statements involve risk and uncertainty because they relate to future events and circumstances. Any forward-looking

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The timetable, including the date of Admission, may be influenced by a range of circumstances such as market conditions. There is no guarantee that Admission will occur and you should not base your financial decisions on the Company's intentions in relation to Admission at this stage. Acquiring investments to which this announcement relates may expose an investor to a significant risk of losing all of the amount invested. Persons considering making such investments should consult an authorised person specialising in advising on such investments. This announcement does not constitute a recommendation concerning the Offer. The value of the Shares can decrease as well as increase. Potential investors should consult a professional advisor as to the suitability of the Offer for the person concerned.

In connection with the Offer of the Shares, each of the Banks and any of their affiliates, acting as investors for their own accounts, may take up a portion of the Shares in the Offer as a principal position and in that capacity may retain, purchase, sell, offer to sell or otherwise deal for their own accounts in such Shares and other securities of the Company or related investments in connection with the Offer or otherwise. Accordingly, references in the Prospectus, once published, to the Shares being issued, offered, subscribed, acquired, placed or otherwise dealt in should be read as including any issue or offer to, or subscription, acquisition, placing or dealing by, the Banks and any of their affiliates acting in such capacity. In addition, the Banks and any of their affiliates may enter into financing arrangements (including swaps or contracts for differences) with investors in connection with which the Banks and any of their affiliates may from time to time acquire, hold or dispose of Shares. The Banks do not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligations to do so.

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