

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the course of action to take, you should consult an appropriate independent professional adviser, who, if you are taking advice in Ireland, is authorised or exempted under the European Union (Markets in Financial Instruments) Regulations 2017 (as amended) or the Investment Intermediaries Act 1995 (as amended), or, if you are not so resident and are not taking advice in Ireland, another appropriately authorised independent professional adviser.

If you have sold or otherwise transferred all of your shares in Dalata Hotel Group PLC, please send this letter as soon as possible to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee. If you have sold or transferred only part of your holding of shares in Dalata Hotel Group PLC, you should retain this letter and consult the bank, stockbroker or other agent through whom the sale was effected. However, this letter should not be forwarded or transmitted in whole or in part, into or from any jurisdiction where to do so would constitute a violation of the relevant laws and regulations of that jurisdiction.

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STRICTLY PRIVATE AND CONFIDENTIAL

**DATE: 15 JULY 2025** 

TO: Dalata Hotel Group PLC (the "Company" or "Dalata") shareholders and share option holders

Dear Shareholder,

Announcement regarding a recommended offer for the entire issued and to be issued share capital of the Company by Pandox Ireland Tuck Limited

In accordance with Rule 2.10(b) of the Irish Takeover Rules, you will find on the Company's website https://dalatahotelgroup.com a copy of the announcement on Euronext Dublin and the London Stock Exchange today (the "Announcement") regarding the recommended cash offer by Pandox Ireland Tuck Limited ("Bidco") a newly-incorporated company, wholly-owned by Pandox AB and Eiendomsspar AS to acquire the entire issued and to be issued share capital of the Company (the Recommended Offer). The Recommended Offer is expected to be implemented by way of a scheme of arrangement under Part 9 of the Companies Act 2014.

This letter is not to be taken as a summary of the information in the Announcement and should not be regarded as a substitute for reading the Announcement in full. For the avoidance of doubt, the content of the Company's website is not incorporated into, and does not form part of, this letter. The Announcement also includes a summary of the disclosure provisions of Rule 8 of the Irish Takeover Rules.

Dalata Hotel Group plc, Termini, 3 Arkle Rd, Sandyford Business Park, Dublin, D18 C9C5. Ireland

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Central Reservations: (Irl) 1850 885 885; (Intl) +353 (0)57 869 5946

www.dalatahotelgroup.com

M-78513074-1

Dalata Hotel Group plc. Registered in Ireland No 534888

Directors

J. Hennessy (Chairman), D. Crowley (Chief Executive), S Casserly,
C. Phelan, D.McCann, C. Hallahan, E. McMeikan, G. Slowey, J. Mortimore.
Company Secretary: S. McKeon



The formal offer documentation providing further information about the Recommended Offer will be made available to you in due course, subject to the restrictions on distribution described in the Announcement. In the meantime, you do not need to take any action.

#### Publication on website

This letter and the Announcement and other information and documents relating to the Recommended Offer will be available on the Company's website at https://dalatahotelgroup.com by no later than 12 noon (Irish / UK time) on the business day following the Announcement. For the avoidance of doubt, the content of the website referred to in this letter is not incorporated into and does not form part of this letter.

# **Electronic Communications (if applicable)**

Please note that addresses, electronic addresses and certain other information provided by shareholders and other relevant persons for the receipt of communications from the Company (e.g. elections to receive communications in a particular form) may be provided to Bidco during the offer period as required under Section 4 of Appendix 1 of the Irish Takeover Rules.

If you have questions about any administrative aspect of this letter or any other administrative issue, please contact Dalata's registrars, Computershare Investor Services (Ireland) Limited, by (i) submitting a request in writing to Computershare Investor Services (Ireland) Limited at 3100 Lake Drive, Citywest Business Campus, Dublin 24, D24 AK82; or (ii) contacting Computershare Investor Services (Ireland) Limited between 8:30 a.m. and 5:30 p.m. (Irish / UK time), Monday to Friday (excluding Irish public holidays), on 00353 1 447 55 66 (please use the country code when calling from outside Ireland). However, please note that neither we will be able to provide you with any legal, financial, tax planning or investment advice.

Yours faithfully

# **Dermot Crowley**

CEO

# Responsibility

The Dalata directors accept responsibility for the information (including any expressions of opinion) contained in this letter. To the best of the knowledge and belief of the Dalata directors (who have taken all reasonable care to ensure that such is the case), the information contained in this letter is in accordance with the facts and does not omit anything likely to affect the import of such information.

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### Disclosure requirements of the Irish Takeover Rules

Under Rule 8.3(b) of the Irish Takeover Rules, any person 'interested' (directly or indirectly) in 1% or more of any class of 'relevant securities' of Dalata must disclose all 'dealings' in such 'relevant securities' during the 'offer period'. The disclosure of a 'dealing' in 'relevant securities' by a person to whom Rule 8.3(b) applies must be made by no later than 3.30 pm (Irish/UK time) on the business day following the date of the relevant transaction. This requirement will continue until the 'offer period' ends. If two or more persons cooperate on the basis of any agreement either express or tacit, either oral or written, to acquire an 'interest' in 'relevant securities' of the offeree company, they will be deemed to be a single person for the purpose of Rule 8.3 of the Irish Takeover Rules. A dealing disclosure must contain the details specified in Rule 8.6(b) of the Irish Takeover Rules, including details of the dealing concerned and of the person's interests and short positions in any 'relevant securities' of Dalata.

All 'dealings' in 'relevant securities' of Dalata by a bidder, or by any party Acting in Concert with a bidder, must also be disclosed by no later than 12 noon (Irish/UK time) on the 'business' day following the date of the relevant transaction. If two or more persons co-operate on the basis of an agreement, either express or tacit, either oral or written, to acquire for one or more of them an interest in relevant securities, they will be deemed to be a single person for these purposes.

Disclosure tables, giving details of the companies in whose 'relevant securities' and 'dealings' should be disclosed, can be found on the Irish Takeover Panel's website at www.irishtakeoverpanel.ie.

'Interests' in securities arise, in summary, when a person has long economic exposure, whether conditional or absolute, to changes in the price of securities. In particular, a person will be treated as having an 'interest' by virtue of the ownership or control of securities, or by virtue of any option in respect of, or derivative referenced to, securities.

Terms in quotation marks in this section are defined in the Irish Takeover Rules, which can also be found on the Irish Takeover Panel's website. If you are in any doubt as to whether or not you are required to disclose a dealing under Rule 8, please consult the Irish Takeover Panel's website at www.irishtakeoverpanel.ie or contact the Irish Takeover Panel on telephone number +353 1 678 9020.

### Right to receive documents in hard copy form

Persons who receive a copy of this letter and the Announcement in electronic form or via a website notification, may request a hard copy of this letter and the Announcement by contacting in writing Sean McKeon at Dalata Hotel Group PLC, Termini, 3 Arkle Road, Sandyford Business Park, Dublin 18, D18 C9C5, or by email to investorrelations@dalatahotelgroup.com or by calling telephone number +353 1 206 9400 between 9.00 a.m. and 5.00 p.m. (Irish/UK time), Monday to Friday (excluding public holidays). For persons who receive a copy of this letter and the Announcement in electronic form or via a website notification, a hard copy of this letter and the Announcement will not be sent unless so requested. Such persons may also request that all future documents, announcements and information in relation to the Strategic Review are sent to them in hard copy form.

### Disclaimer

This letter is not intended to, and does not, constitute or form part of (1) an offer or invitation to purchase or otherwise acquire, subscribe for, tender, exchange, sell or otherwise dispose of any securities, (2) the solicitation of an offer or

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invitation to purchase or otherwise acquire, subscribe for, tender, exchange, sell or otherwise dispose of any securities, or (3) the solicitation of any vote or approval in any jurisdiction, pursuant to this announcement or otherwise.

The release, publication or distribution of this letter in, into, or from, certain jurisdictions other than Ireland may be restricted or affected by the laws of those jurisdictions. Accordingly, copies of this letter are not being, and must not be, mailed or otherwise forwarded, distributed or sent in, into, or from any such jurisdiction. Therefore persons who receive this letter (including without limitation nominees, trustees and custodians) and are subject to the laws of any jurisdiction other than Ireland who are not resident in Ireland will need to inform themselves about, and observe any applicable restrictions or requirements. Any failure to do so may constitute a violation of the securities laws of any such jurisdiction.

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