

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.** If you are in any doubt as to the contents of this document or about what action you should take, you are recommended to immediately seek your own professional advice from your stockbroker, bank, fund manager, solicitor, accountant or other appropriately qualified independent financial adviser authorised under the Financial Services and Markets Act 2000 (as amended) if you are taking advice in the United Kingdom or, if you are resident in another jurisdiction, from another appropriately authorised independent financial or professional adviser. You are also advised to consult your professional advisers regarding your own tax position.

This Tender Form should be read in conjunction with, and is subject to, the accompanying circular which includes the tender offer (and the terms and conditions relating to it) sent to Shareholders on 30 January 2026 (the “**Circular**”). Unless the context otherwise requires, the definitions used in the Circular apply to this Tender Form.

Participation in the Tender Offer is open to Qualifying Shareholders on the Register as at close of business (6.00 p.m., London time) on 20 March 2026 only (unless extended by the Company by means of an announcement through a Regulatory Information Service). If you have sold or otherwise transferred all of your Ordinary Shares, please send the Circular, but not this Tender Form or personalised Form of Proxy, at once to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to such purchaser or transferee. However, the Circular should not be forwarded or transmitted in or into any Restricted Jurisdiction. The Tender Offer is not being made directly or indirectly, in or into, or by the use of the mails of by any means or instrumentality (including, without limitation, facsimile transmission, email, other electronic transmission or telephone) or interstate or foreign commerce, or any facility of a national securities exchange of, the United States or any other Restricted Jurisdiction and the Tender Offer cannot be accepted by any such use, means, instrumentality or facility or from within a Restricted Jurisdiction. Accordingly, copies of this document, the Circular and any related documents are not being and must not be distributed, despatched, sent or otherwise communicated, in or into, or from the United States or any other Restricted Jurisdiction and doing so may render invalid any purported tender. Any person (including, without limitation, custodians, nominees and trustees) who may have a contractual or legal obligation to forward the Circular and/or any accompanying Tender Form and Form of Proxy should read the paragraph headed “Overseas Shareholders” in paragraph 6 of Part 4 (‘Terms and Conditions of the Tender Offer in respect of Ordinary Shares’) of the Circular before taking any action.

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# **TENDER FORM**

**for use in respect of the Tender Offer by**

# **CENTAUR MEDIA PLC**

**to purchase up to 133,333,333 Ordinary Shares in the issued capital of the Company  
at a fixed tender price by 48p per Ordinary Share**

**IF YOU DO NOT WISH TO TENDER ANY OF YOUR ORDINARY SHARES  
IN THE TENDER OFFER, DO NOT COMPLETE OR RETURN THE TENDER FORM**

**Valid tenders must be received by 1.00 p.m. (London time) on 20 March 2026.**

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## **ACTION TO BE TAKEN**

- To tender Ordinary Shares, you should complete Box 2 (on page 3) of this Tender Form.
- Sign Box 3 (on page 3) in the presence of a witness, who must be over 18 years of age and who must also sign and give his/her name and address.
- If the Ordinary Shares tendered are held jointly with others, all joint holders must sign.
- Complete, if relevant, bank account details for payment in Box 4 (on page 3).
- Complete, if relevant, Box 5A or Box 5B (on page 3).
- Return this Tender Form, duly completed, signed and witnessed, together with your share certificate(s) or other document(s) of title, by post to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX, United Kingdom or by hand (during normal business hours only) to the same address, as soon as possible and, in any event, so as to be received not later than 1.00 p.m. (London time) on 20 March 2026. A reply-paid envelope is enclosed for your convenience.
- Except as provided in the Circular, this Tender Form, once lodged, will be irrevocable.

If your Ordinary Share certificate(s) is/are currently unavailable, please complete this Tender Form and return it to the address above, duly completed together with a note saying e.g. “certificate(s) to follow”, and arrange for the Ordinary Share certificate(s) to be forwarded to the same address as soon as possible thereafter and, in any event, by 1.00 p.m. (London time) on 20 March 2026.

If you hold Ordinary Shares in uncertificated form then to tender your Ordinary Shares in the Tender Offer you should not complete a Tender Form but you should instead take (or procure the taking of) the action for tendering such Ordinary Shares set out in paragraph 3.3 of Part 4 of the Circular (‘Procedure for Tendering: Ordinary Shares in uncertificated form (that is, in CREST)’).

If you hold Ordinary Shares under different designations, you should complete a separate Tender Form for each designation. You can obtain additional Tender Forms from Share Registrars Limited at the address above.

Please read Part 4 of the Circular, which sets out the terms and conditions of the Tender Offer, which are deemed to be incorporated in, and form part of, this Tender Form. The use and submission of this Tender Form are subject to such terms and conditions.

**A Tender Form returned postmarked in the United States, Australia, Canada, Japan, New Zealand, the Republic of South Africa or otherwise appearing to the Company or its agents to have been sent from a Restricted Jurisdiction, will not be accepted as a valid tender.**

If you have any questions relating to this document, the information contained in the Circular or the accompanying Form of Proxy, or making a TTE instruction for Ordinary Shares held in CREST, please contact Share Registrars Limited via their Helpline on +44(0)1252 821390. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 9.00 a.m. – 5.00 p.m. Monday to Friday excluding public holidays in England and Wales. Calls may be recorded and randomly monitored for security and training purposes. The helpline cannot provide advice on the merits of the Tender Offer, nor give any financial, investment, legal or tax advice.

**If you are in any doubt as to how to complete this Tender Form, please contact Share Registrars Limited on the telephone number listed above.  
For legal reasons, the Registrar will not be able to provide advice on the merits of the Tender Offer or provide financial advice.**

**DO NOT DETACH ANY PART OF THIS TENDER FORM**

## HOW TO COMPLETE THE TENDER FORM ON PAGE 3

1

### THE CURRENT TENDER OFFER

PLEASE CHECK THESE DETAILS

- Names and address (if your name(s) and/or address are shown incorrectly on this Tender Form or on any of your share certificates please see the notes on page 4).
- Box 1 opposite sets out the total number of Ordinary Shares recorded against your name(s) on the Register at 6.00 p.m. (London time) on 28 January 2026 and is for information purposes only.
- Qualifying Shareholders should note that their Basic Entitlement will be calculated on the basis of the number of Ordinary Shares recorded against their name(s) on the Register at the Tender Offer Record Date.

2

### ELECTION TO PARTICIPATE IN THE TENDER OFFER

PLEASE CHECK THESE DETAILS

Please insert the number of Ordinary Shares you wish to tender in Box 2. If you wish to tender such number of Ordinary Shares that is: (1) equal to your **Basic Entitlement only** (being approximately 88.1 per cent. of the Ordinary Shares held by you as at the Tender Offer Record Date, rounded down to the nearest whole number) you may place a tick (✓) in **Box 2A**; OR (2) equal to your **Excess Entitlement** (being the total number of Ordinary Shares held by you as at the Tender Offer Record Date, with such Excess Entitlement being, however, subject to the scale-down provisions as set out in the Circular) you may place a tick (✓) in **Box 2B**; OR (3) **that is either (I) less than your Basic Entitlement or (II) more than your Basic Entitlement but less than your Excess Entitlement**, you may place a tick (✓) in **Box 2C** and specify the number of Ordinary Shares you wish to tender accordingly (in each case subject to the scale-down provisions as set out in the Circular). For Shareholders holding 1,000 Ordinary Shares or fewer then, if you wish to participate in the Tender Offer, you must tender all of your Ordinary Shares which will be accepted in full.

3

### SIGNATURES

If you wish to participate in the Tender Offer you **MUST** sign Box 3, regardless of which other Box(es) you complete. In the case of a joint holding, all the joint holders must sign.

By signing Box 3 you irrevocably undertake, represent, warrant and agree as provided in paragraph 3.2 of Part 4 of the Circular ('Procedure for Tendering: Ordinary Shares held in certificated form (that is, not in CREST)').

Each individual signing must do so in the presence of an independent witness, who must be over 18 years of age and should not be one of the joint registered holders or otherwise have any financial interest in the relevant Ordinary Shares or in the proceeds resulting from the execution of this Tender Form. The witness should state his or her name and address and sign where indicated. The same person may witness each signature of joint holders.

If this Tender Form is not signed by the registered holder(s), insert the name(s) and the capacity (e.g. executor(s)) of the person(s) signing this Tender Form. You should deliver evidence of your authority in accordance with the notes on page 4.

A company incorporated in England and Wales may affix its common seal, which should also be witnessed in accordance with its articles of association or other applicable constitutional documents, bye-laws or regulation. Alternatively, a company to which the UK Companies Act 2006 applies may execute this Tender Form as a deed by two directors or one director and the company secretary, or one director in the presence of a witness, in the execution part of Box 3.

4

### BANK DETAILS FOR CONSIDERATION PAYMENT

If you want your consideration to be paid by bank transfer you should complete the boxes in Box 4 with details of your bank account.

5

### ALTERNATIVE ADDRESS FOR CONSIDERATION AND RETURNED DOCUMENT(S)

If you want your consideration and/or other documents to be sent to someone other than the first-named registered holder at the address set out in Box 1 (e.g. your bank manager or stockbroker) you should complete Box 5A or Box 5B (but not with an address in a Restricted Jurisdiction).

**PLEASE REMEMBER TO SEND US YOUR VALID SHARE CERTIFICATE(S) FOR YOUR TENDERED ORDINARY SHARES**



## DO NOT COMPLETE OR RETURN THIS FORM

1

## NAME AND ADDRESS OF REGISTERED SHAREHOLDER(S)

Number of certificated Ordinary Shares held at close of business (6.00 p.m., London time) on 28 January 2026 for information purposes only:

Basic Entitlement based on the above:

2

## ELECTION TO PARTICIPATE IN THE TENDER OFFER

If you wish to tender certificated Ordinary Shares, subject to the terms and conditions of the Tender Offer set out in Part 4 of the Circular and this Tender Form, you should insert the number of certificated Ordinary Shares you wish to tender in Box 2. If you wish to tender such number of Ordinary Shares that is: (1) equal to your **Basic Entitlement** only (being approximately 88.1 per cent. of the Ordinary Shares held by you as at the Tender Offer Record Date, rounded down to the nearest whole number) you may place a tick (✓) in **Box 2A**; **OR** (2) equal to your **Excess Entitlement** (being the total number of Ordinary Shares held by you as at the Tender Offer Record Date, with such Excess Entitlement being, however, subject to the scale down provisions as set out in the Circular) you may place a tick (✓) in **Box 2B**; **OR** (3) **that is either (I) less than your Basic Entitlement** or (II) more than **your Basic Entitlement but less than your Excess Entitlement**, you may place a tick (✓) in **Box 2C** and specify the number of Ordinary Shares you wish to tender accordingly (in each case subject to the scale-down provisions as set out in the Circular). For Shareholders holding 1,000 Ordinary Shares or fewer then, if you wish to participate in the Tender Offer, you must tender all of your Ordinary Shares which will be accepted in full.

Ordinary Shares to be tendered:

☐ 2A: Basic Entitlement

☐ 2B: Excess Entitlement

☐ 2C:

3

## SIGN HERE TO PARTICIPATE IN THE CURRENT TENDER OFFER

## (a) Signature by (an) individual(s)

Executed and delivered as a deed by:

Witnessed by:

Witness Address:

1. First Holder and date

1. Name

1. Address

2. Joint Holder and date

2. Name

2. Address

3. Joint Holder and date

3. Name

3. Address

4. Joint Holder and date

4. Name

4. Address

**NOTE: The witness must be over 18 years of age and should not be one of the registered holders or otherwise have any financial interest in the Ordinary Shares.**

## (b) Execution by a company – Executed and delivered as a deed by:



Company Name

Signature of Director

Name of Director

Date

Signature of second director, secretary or witness (add address below if witness)

Name of second director, secretary or witness

To the Company:

I/We, whose signature(s) appear(s) in Box 3, having received and read the Tender Offer set out in the Circular, hereby irrevocably offer to sell to the Company the number of Ordinary Shares inserted in Box 2 at the indicated Tender Price, on the terms and subject to the conditions set out in Part 4 of the Circular and in this Tender Form, for settlement in cash.

To the extent that my/our Ordinary Shares are held in certificated form and my/our share certificate(s) is/are readily available, I/we enclose the share certificate(s) and/or other document(s) of title in respect of the Ordinary Shares tendered.

I/We acknowledge and agree that if I/we do not place a tick (✓) in Box 2A/2B/2C and, where I/we place a tick (✓) in Box 2C but do not indicate the number of Ordinary Shares I/we wish to tender, the Company may deem this Tender Form to be invalid without further reference to me/us.

4

## BANK ACCOUNT DETAILS

## Bank account details for payment

Name on account

Sort code

Account number

Bank name

Bank address

5A

## ALTERNATIVE ADDRESS

Addresses outside a Restricted Jurisdiction to which consideration or returned documents should be sent, if not as set out above (to be written in BLOCK CAPITALS).

PLEASE ENTER HERE A DAYTIME TELEPHONE NUMBER (INCLUDING INTERNATIONAL DIALING CODE) WHERE YOU CAN BE REACHED IN THE EVENT OF A QUERY ARISING FROM COMPLETION OF THIS TENDER FORM.

5B

## CHANGE OF ADDRESS

New/Correct registered address (to be written in BLOCK CAPITALS). This should not be in a Restricted Jurisdiction.

Tel:



## ADDITIONAL NOTES REGARDING THE COMPLETION OF THIS TENDER FORM

In order to be effective, this Tender Form must, except as mentioned below, be signed by the registered holder or, in the case of a joint holding, by ALL the joint holders or under a power of attorney. A body corporate incorporated in England and Wales may execute this Tender Form under its common seal, the seal being affixed and witnessed in accordance with its articles of association or other regulations. Alternatively, a company to which the UK Companies Act 2006 applies may execute this Tender Form by a director and the company secretary or by two directors or by a director in the presence of a witness signing this Tender Form and inserting the name of the company above their signatures. Each such person signing this Tender Form should state the office which he/she holds in the relevant company.

If you do not wish to accept the Tender Offer, you should not complete and return this Tender Form. In order to avoid inconvenience and delay, the following points may assist you:

**1. If a holder is away from home (e.g. abroad or on holiday):**

Send this Tender Form by the quickest means (e.g. airmail) to the holder (but not in or into a Restricted Jurisdiction) for execution or, if he has executed a power of attorney, have this Tender Form signed by the attorney in the presence of a witness who must also sign this Tender Form. In the latter case, the original power of attorney (or a copy thereof duly certified in accordance with the Powers of Attorney Act 1971 by, for example, a solicitor) must be lodged with this Tender Form. **No other signatures are acceptable.**

**2. If you have sold or transferred all, or wish to sell or transfer part, of your holding of Ordinary Shares:**

If you have sold or transferred all of your Ordinary Shares, you should take no action. The Tender Offer is open to Qualifying Shareholders on the Register at 6.00 p.m. (London time) on 20 March 2026 only and is not open to any purchaser or transferee of Ordinary Shares.

**3. If the sole holder has died:**

A grant of probate or letters of administration must be obtained in respect of the relevant Ordinary Shares. If the grant of probate or letters of administration has/have been registered with the Registrar, this Tender Form must be signed by the personal representative(s) of the deceased holder each in the presence of an independent witness who must also sign this Tender Form. This Tender Form should then be lodged with Share Registrars Limited at the address given on the cover page of this Tender Form, together with the relevant share certificate(s) and/or other document(s) of title. If the grant of probate or letters of administration has/have not been registered with the Registrar, the personal representative(s) or the prospective personal representative(s) should sign this Tender Form and forward it to Share Registrars Limited at the address given on the cover page of this Tender Form, together with the relevant share certificate(s) and/or other document(s) of title. However, once obtained, the grant of probate or letters of administration must be lodged before any consideration due under the Tender Offer can be forwarded to the personal representative(s).

**4. If one of the joint holders has died:**

This Tender Form is valid if signed by the surviving holder(s) (each in the presence of an independent witness) and, if the Ordinary Shares are held in certificated form, lodged with Share Registrars Limited at the address given on the cover page of this Tender Form with the share certificate(s) and/or other document(s) of title and, in all cases, death certificate(s), and an office copy grant of probate or letters of administration of the deceased holder. These documents will be returned as directed.

**5. If your Ordinary Shares are in certificated form and the certificate(s) are held by your stockbroker, bank or other agent:**

- (a) If your share certificate(s) and/or other document(s) of title is/are with your stockbroker, bank or other agent, you should complete this Tender Form and, if the certificate(s) is/are readily available, arrange for this Tender Form to be lodged by such agent with Share Registrars Limited at the address given on the cover page of this Tender Form, accompanied by the share certificate(s) and/or other document(s) of title.
- (b) If the certificate(s) is/are not readily available, lodge this Tender Form with Share Registrars Limited at the address given on the cover page of this Tender Form, duly completed together with a note saying e.g. "certificate(s) to follow", and arrange for the certificate(s) to be forwarded as soon as possible thereafter so as to arrive by 1.00 p.m. (London time) on 20 March 2026. (It will be helpful for your agent, unless he is in a Restricted Jurisdiction, to be informed of the full terms of the Tender Offer).

**6. If your Ordinary Shares are in certificated form and you have lost any of your share certificate(s) and/or other document(s) of title:**

Complete and execute this Tender Form and lodge it, together with a letter of explanation and any share certificate(s) and/or other document(s) of title which are available, with Share Registrars Limited at the address given on the cover page of this Tender Form. At the same time you should write to, Share Registrars Limited at the address given on the cover page of this Tender Form, requesting a letter of indemnity for the lost share certificate(s) and/or other document(s) of title. When completed in accordance with the instructions given, you should return the letter of indemnity to Share Registrars Limited at the address given on the cover page of this Tender Form.

**7. If your Ordinary Shares are in CREST:**

You should take the action set out in paragraph 3.3 of Part 4 of the Circular to transfer your Ordinary Shares which you are tendering to an escrow balance.

**8. If the Tender Form is signed under a power of attorney:**

The completed Tender Form, together with any share certificate(s) and/or other document(s) of title, should be lodged with Share Registrars Limited at the address set out on the cover page of this Tender Form, accompanied by the original power of attorney (or a copy thereof duly certified in accordance with the Powers of Attorney Act 1971 by, for example, a solicitor). The power of attorney will be duly noted by Share Registrars Limited and returned as directed.

**9. If your full name or other particulars differ from those appearing on your share certificate:**

- (a) Incorrect name e.g.:  
Name on the certificate(s)..... John Smith  
Correct name..... Jon Smyth

Complete this Tender Form with the correct name and lodge it, accompanied by a letter from your bank, stockbroker or solicitor confirming that the person described on the certificate and the person who has signed this Tender Form are one and the same.

- (b) Incorrect address: insert the correct address in Box 5B of this Tender Form.

- (c) Change of name: lodge your marriage certificate or the deed poll with this Tender Form for noting. These documents will be returned as directed.

**10. If you are outside the United Kingdom:**

The attention of Overseas Shareholders is drawn to paragraph 6 of Part 4 of the Circular. Without prejudice to paragraph 2.8 of Part 4 of the Circular, the Company and/or its agents reserve the right to treat as valid any Tender Form which is not entirely in order or which is not accompanied by the relevant transfer to escrow or (as appropriate) the relevant share certificate(s) and/or other document(s) of title.

**11. Payment of Consideration:**

The consideration payable under the Tender Offer cannot be sent to you until all relevant documents have been properly completed and sent by post or by hand (during normal business hours) to Share Registrars Limited at the address set out on the cover page of this Tender Form or settled as otherwise provided in the Circular.