

THIS ANNOUNCEMENT CONTAINS INSIDE INFORMATION

2 February 2018

7⁷/₈ per cent Senior Secured Notes due 2018

(ISIN (Regulation S): XS0921331921 / ISIN (Rule 144A): XS0921331681) (the “**Existing Notes**”) issued by BrightHouse Group plc

The Existing Notes are admitted to the Official List of the Luxembourg Stock Exchange and to trading on the Euro MTF market.

**BrightHouse Group plc (the “Company”):
Completion of the Exchange Offer and FCA authorisation of Caversham Finance Limited trading as BrightHouse (“BrightHouse”)**

The Company hereby announces that the Exchange Offer in relation to the Existing Notes has been settled today in accordance with the exchange offer memorandum and consent solicitation statement issued by the Company on 19 December 2017, as supplemented by supplements dated 22 December 2017 and 23 January 2018 (the “**Exchange Offer Memorandum**”) and the Company’s announcement of 31 January 2018 in respect thereof. Capitalised terms used but not defined herein have the meanings assigned to them in the Exchange Offer Memorandum.

In addition, the Financial Conduct Authority (“**FCA**”) has today granted full authorisation of BrightHouse’s business. The authorisation follows a period of two years in which BrightHouse has worked closely with the FCA as they have undertaken a rigorous and meticulous examination of the business.

Hamish Paton, Chief Executive Officer, commented: *“This has been a good week for BrightHouse. With authorisation from the FCA and a new financial structure in place, we can now focus fully on serving those people with low incomes or impaired credit histories who need access to everyday household goods.”*

In connection with the completion of the Exchange Offer, on the date hereof:

- a) all Existing Notes tendered in the Exchange Offer and redeemed pursuant to the Hold-Out Redemption have been cancelled;
- b) BrightHouse FinCo Limited, a newly established finance subsidiary of the Company, issued £115,091,000 9.000% senior secured notes due 2023 (the “**New Notes**”) to the holders of the Existing Notes; and
- c) BrightHouse TopCo Limited, a newly established indirect parent of the Company, issued shares representing 97.0% of its share capital to the holders of Existing Notes who elected the Equity Option.

Following today's announcement, Magnus Mattsson of Alteri Investors is appointed to BrightHouse's board and the director previously appointed by Vision Capital has stepped down. As previously announced, BrightHouse's Executive Directors will remain in their roles, and the Chairman and Non-Executive Directors have agreed to continue to serve on the board during a period of transition.

ENDS

Notes

For further information, please contact BrightHouse Group plc:
investor.relations@brighthouse.co.uk.

About BrightHouse:

BrightHouse is the UK's leading rent-to-own retail chain, providing quality branded domestic appliances, technology products and household furniture to customers on affordable weekly payments. A major employer in local communities, BrightHouse has some 280 stores nationwide and 2,800 colleagues.

More information about the business can be found on the Company's website:
www.brighthousegroup.co.uk.

For media enquiries please contact CNC:

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Disclaimers:

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This announcement does not constitute an offer to sell or a solicitation of an offer to buy any securities of the Company or any other person in the United States or any other jurisdiction. This announcement is not directed at, or intended for distribution, publication, availability to or use by, any person or entity that is a citizen or resident or located in any locality, state, country or other jurisdiction, where such distribution, publication, availability or use would be contrary to law or regulation, or which would require any registration or licensing within such jurisdiction.

This announcement includes statements, estimates, opinions and projections with respect to anticipated future performance of BrightHouse ("forward-looking statements") which reflect various assumptions concerning anticipated results taken from BrightHouse's current business plan or from public sources, which may or may not prove to be correct. Such forward-looking statements reflect the Company's expectations as of the date of this announcement, based on BrightHouse's then current business plan and various other assumptions and involve significant risks and uncertainties and should not be read as guarantees of future performance or results and will not necessarily be accurate indications of whether or not such results will be achieved.

Although the Company believes that the expectations reflected in the forward-looking statements were reasonable at the time they were made, the Company can give no assurances that they will materialise or prove to be correct. Because these statements are based on assumptions or estimates and are subject to risks and uncertainties, the actual results or outcome could differ materially from those set out in the forward-looking statements. It is up to the recipient of this announcement to make its own assessment of the validity of such forward-looking statements and assumptions and no liability is accepted by the Company, or any director, officer, employee, agent, partner, affiliate, manager or adviser of the Company or any other person in respect of the achievement of such forward-looking statements and assumptions. In particular, the Company and any director, officer, employee, agent, partner, affiliate, manager or adviser of the Company do not accept any liability whatsoever to any person, regardless of the form of action, including for any lost profits or lost opportunity, or for any indirect, special, consequential, incidental or punitive damages arising from any use of announcement, its contents or preparation or otherwise in connection with it, even if the Company or any director, officer, employee, agent, partner, affiliate, manager or adviser of the Company has been advised of the possibility of such damages.

This announcement has been issued through the Financial News Service of the Luxembourg Stock Exchange.