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PRESS RELEASE

23 September 2026

InPost S.A. announces launch of new Term Loan B and Senior Secured Notes and tender offer and consent solicitation in relation to its Senior Notes

Luxembourg, Luxembourg – 23 September 2026. In connection with (i) the financing of the acquisition offer in relation to InPost S.A. ("**InPost**") launched on 21 May 2026 (the "**Acquisition**") by a consortium comprising Advent, FedEx, A&R and PPF (collectively, the "**Consortium**"); and (ii) the refinancing of InPost's €850 million 4.000% Senior Notes due 2031 (the "**Senior Notes**"):

New Term Loan B and Senior Secured Notes

IS Iris Lux Bidco S.à r.l. ("**Bidco**"), an acquisition vehicle of the Consortium, today announces its intention to offer, subject to market conditions, (a) Term Loan B Facility due 2033 in the minimum aggregate principal amount of €1,500 million (the "**Term Loan B**"); and (b) Senior Secured Notes due 2033 in the minimum aggregate principal amount of €400 million (the "**Senior Secured Notes**").

Alongside a pre-placed €1,135m-equivalent PLN TLB, proceeds of the Term Loan B / Senior Secured Notes will be used to: (i) finance the Acquisition, (ii) fund cash to balance sheet, (iii) finance the Offer (as defined below), and (iv) pay transaction fees and expenses.

Tender Offer and Consent Solicitation for the Senior Notes

In addition, InPost today announces that it has (a) invited eligible holders of its Senior Notes (the "**Holders**") to tender for purchase for cash their outstanding Senior Notes represented by the Regulation S Global Note (the "**Reg S Senior Notes**") up to the Maximum Acceptance Amount (as defined below) (such invitation, the "**Offer**"); and (b) solicited consents from Holders to the Proposed Amendments (as defined below) (the "**Consent Solicitation**"), in each case, upon the terms and subject to the conditions described in the tender offer and consent solicitation memorandum relating to the Senior Notes dated the date hereof (the "**Tender Offer Memorandum**"):

Notes	ISIN / Common Code (Reg S)	Principal Amount Outstanding	Purchase Price(1)	Maximum Acceptance Amount
InPost S.A.'s 4.000% Senior Notes due 2031	XS3176794595 / 317679459	€849,750,000	€1,000 per €1,000 principal amount of Notes	InPost will determine the Maximum Acceptance Amount at its sole and absolute discretion. It will be announced by InPost after the pricing of the Senior Secured Notes by Bidco.

(1) In addition to the Purchase Price (as defined above), InPost will also pay any accrued interest in respect of the Senior Notes accepted for purchase by it pursuant to the Offer on the settlement date.

InPost will not accept any tenders of Senior Notes bearing ISIN XS3176794678 ("**Rule 144A Senior Notes**"). In order to participate in the Offer, Holders of Rule 144A Senior Notes must exchange such Rule 144A Senior Notes into Reg S Senior Notes in compliance with the Indenture dated as of 23 September 2025 governing the Senior Notes (as amended or supplemented from time to time, the "**Senior Notes Indenture**"), the requirements of the relevant clearing system and applicable laws and tender such Reg S Senior Notes by the expiration deadline in the Offer.

The Offer and the Consent Solicitation commence on 23 September 2026 and will expire at 4:00 p.m., London time, on 1 October 2026 (subject to the right of InPost to extend, re-open, amend and/or terminate the Offer and Consent Solicitation, in its sole and absolute discretion). The settlement date for the Offer is currently expected to occur on or around 9 October 2026 (subject to the right of InPost to extend, re-open, amend and/or terminate the Offer and Consent Solicitation, in its sole and absolute discretion).

Priority of Acceptance

Holders that wish to tender their Senior Notes for purchase pursuant to the Offer in addition to subscribing for Senior Secured Notes can receive priority of acceptance ("**Priority of Acceptance**") in the Offer through the use of a unique reference number (the "**Acceptance Code**") obtained from J.P. Morgan SE, in its capacity as the Sole Dealer Manager for the Offer and the Consent Solicitation (the "**Dealer Manager**"), subject to the successful completion (in the sole determination of InPost) of the offering of the Senior Secured Notes and the New Financing and the completion of the Offer.

The receipt of an Acceptance Code in conjunction with the issue of the New SSNs does not constitute acceptance of a tender of Senior Notes for purchase pursuant to the Offer by InPost. In order for a Holder to be eligible to receive Priority of Acceptance in the Offer, an Acceptance Code must be quoted in that Holder's Electronic Instruction (any Electronic Instruction specifying a valid Acceptance Code being a "**Tender and Priority Acceptance Instruction**"). Holders that wish to tender Senior Notes for purchase pursuant to the Offer but do not wish to subscribe for New SSNs can submit an Electronic Instruction to this effect (a "**Tender Only Instruction**").

Priority of Acceptance may be given, at InPost's sole and absolute discretion, for an aggregate principal amount of Senior Notes subject to a Tender and Priority Acceptance Instruction equal to the aggregate principal amount of Senior Secured Notes allocated to the relevant Holder in the distribution of Senior Secured Notes. If a Holder submits Tender and Priority Acceptance Instructions representing an aggregate principal amount of Senior Notes greater than the aggregate principal amount of Senior Secured Notes allocated to the relevant Holder in distribution of Senior Secured Notes, InPost may, in its sole and absolute discretion, treat any such excess amount as a Tender Only Instruction or a Tender and Priority Acceptance Instruction.

It is the current intention of InPost to only accept validly tendered Senior Notes for repurchase that are given Priority of Acceptance pursuant to a valid Tender and Priority Acceptance Instruction and to not accept validly tendered Senior Notes pursuant to a Tender Only Instruction. InPost reserves the right to change this intention and to accept any Tender Only Instructions, in its sole and absolute discretion.

Any Holder that wants to receive a Priority of Acceptance must specify (or procure that the relevant Direct Participant specifies on its behalf) in the free format text field of its Electronic Instruction (i) the Acceptance Code, (ii) the name of the beneficial owner of the relevant Senior Notes and (iii) a contact telephone number for the beneficial owner of the relevant Senior Notes.

InPost may, acting in its sole and absolute discretion, decline to accept an application quoting the Acceptance Code in the event that the Holder specifies a wrong Acceptance Code or in the case there is any other defect related to the Acceptance Code. InPost reserves the right to waive any such defect.

Scaling

In the event that InPost decides to accept any validly tendered Senior Notes for purchase pursuant to the Offer and determines that the aggregate principal amount of the Senior Notes validly tendered pursuant to the Offer is greater than the Maximum Acceptance Amount, any tenders of Senior Notes not given Priority of Acceptance by InPost in its sole and absolute discretion ("**Non-Priority Tendered Senior Notes**") will be scaled by a factor (the "**Non-Priority Scaling Factor**") equal to (i) the difference between the Maximum Acceptance Amount and the aggregate principal amount of the Tender and Priority Acceptance Instructions validly tendered and accepted, divided by (ii) the aggregate principal amount of the Non-Priority Tendered Senior Notes that have been validly tendered pursuant to the Offer (subject to adjustment resulting from the rounding of tenders of Non-Priority Tendered Senior Notes, as described in the Tender Offer Memorandum).

In the event that, after scaling of Non-Priority Tendered Senior Notes to zero pursuant to the preceding paragraph, InPost determines that the aggregate principal amount of the Senior Notes validly tendered pursuant to the Offer and given Priority of Acceptance by InPost in its sole and absolute discretion ("**Priority Tendered Senior Notes**") is greater than the Maximum Acceptance Amount, any tenders of Priority Tendered Senior Notes may be scaled by a factor (the "**Priority Scaling Factor**", and each of Priority Scaling Factor and Non-Priority Scaling Factor, a "**Scaling Factor**") equal to (i) the Maximum Acceptance Amount, divided by (ii) the aggregate principal amount of the Priority Tendered Senior Notes (subject to adjustment resulting from the rounding of tenders of Non-Priority Tendered Senior Notes, as described in the Tender Offer Memorandum).

Consent Solicitation

InPost is soliciting consents from the Holders to certain Proposed Amendments (as defined in the Tender Offer Memorandum) to the Senior Notes Indenture and any conforming or other technical changes that would need to be made to the Senior Notes Indenture as a consequence of implementing the Proposed Amendments, including the modification or deletion of definitions and cross-references.

Adoption of the Proposed Amendments requires the consent of holders of at least a majority in aggregate principal amount of the outstanding Senior Notes, excluding any Senior Notes held by InPost or by persons directly or indirectly controlling or controlled by or under direct or indirect common control with InPost. If adopted, the Proposed Amendments would modify the incurrence and reporting covenants under the Senior Notes Indenture and certain events of default and other provisions (including change of control provisions) applicable to the Senior Notes to align with the Senior Secured Notes (the "**Aligned Covenants**"). In particular, the Aligned Covenants will apply to Bidco and its restricted subsidiaries, which, after the closing date of the Acquisition will include InPost. The Senior Notes are expected to be secured on the same collateral that will secure the Term Loan B and the Senior Secured Notes on a *pari passu* basis.

Holders will be deemed to have delivered their consents to the Proposed Amendments by tendering their Senior Notes at or prior to the Expiration Deadline. Holders may not (i) tender their Senior Notes in the Offer without delivering their consents in respect of their tendered Senior Notes; or (ii) deliver their consents in the Consent Solicitation without tendering their Senior Notes.

There will be no consent fee paid by InPost to the Holders in connection with obtaining their consents to the Proposed Amendments.

Financing Condition

InPost's obligation to accept for purchase, and to pay for, Senior Notes validly tendered pursuant to the Offer, is conditional upon the issuance of the Senior Secured Notes on terms and conditions satisfactory to Bidco, in its sole and absolute discretion, and receipt by InPost of proceeds thereof and/ or any other New Financing (as defined in the Tender Offer Memorandum) on or prior to the settlement date of the Offer in an aggregate amount sufficient, in the sole and absolute discretion of InPost, to pay the Purchase Price and any accrued interest on all Senior Notes validly tendered and not validly withdrawn prior to the Expiration Deadline (the "**Financing Condition**").

The Financing Condition is for the sole benefit of InPost and may be waived by InPost, in whole or in part, at any time and from time to time, in its sole and absolute discretion, subject to applicable law. There can be no assurance that the Financing Condition will be satisfied. Neither the launch nor the completion of the offering of the Senior Secured Notes is conditional upon the completion of the Offer.

Redemption of Senior Notes

If the Reg S Senior Notes validly tendered, and not validly withdrawn, in the Offer represent not less than 90% in aggregate principal amount of all Senior Notes (including, for the avoidance of doubt, any Rule 144A Senior Notes) issued under the Senior Notes Indenture, InPost may redeem all (but not less than all) of the Senior Notes that remain outstanding on the settlement date at the Purchase Price, *plus* any accrued interest.

Any questions or requests for assistance in connection with the Offer or the Consent Solicitation may be directed to the Dealer Manager, by emailing **liability_management_EMEA@jpmorgan.com** or by calling ++44 20 7134 4353.

A copy of the Tender Offer Memorandum may be obtained from Kroll Issuer Services Limited, the tender agent for the Offer and the Consent Solicitation, by emailing **inpost@is.kroll.com** or by calling +44 20 7704 0880. A copy of the Tender Offer Memorandum is also available at the following web address: **https://deals.is.kroll.com/inpost**. Capitalized terms used, but not defined, in this document have the meanings ascribed to such terms in the Tender Offer Memorandum.

About InPost

InPost is Europe's leading e-commerce logistics enabler, providing a Pan-European, tech-enabled logistics platform that specializes in parcel delivery through a network of out-of-home points, including pick-up and drop-off locations and automated parcel machines, as well as to-door services.

Disclaimers

This document constitutes a public disclosure of inside information by InPost S.A. under Regulation (EU) 596/2014 and Commission Implementing Regulation (EU) 2016/1055.

This document does not constitute an offer to sell or the solicitation of an offer to buy any security and shall not constitute an offer, solicitation or sale in the United States or in any jurisdiction in which, or to any persons to whom, such offering, solicitation or sale would be unlawful. There can be no assurance that the offering of the Senior Secured Notes will be completed or, if completed, as to the terms on which it will be completed.

This document is not an offer of securities for sale in the United States or to U.S. Persons. Securities may not be offered or sold in the United States absent registration under, or an exemption from the registration requirements of, the United States Securities Act of 1933, as amended.

The Senior Secured Notes and the related guarantees have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act"**), or applicable state or foreign securities laws and may not be offered or sold in the United States without registration under federal or applicable state securities laws or an applicable exemption from such registration requirements. The Senior Secured Notes will be offered in the United States to "qualified institutional buyers" as defined in Rule 144A under the Securities Act and outside the United States in an offshore transaction in accordance with Regulation S under the Securities Act.

The Senior Secured Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (the "**EEA**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "**MiFID II"**); (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended, the "**Insurance Distribution Directive**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a "qualified investor" within the meaning of Article 2(e) of Regulation (EU) 2017/1129 (as amended, the "**Prospectus Regulation**"). Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "**PRIIPs Regulation**") for offering or selling the Senior Secured Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Senior Secured Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

The Senior Secured Notes are not intended to be offered, sold, distributed or otherwise made available to and should not be offered, sold, distributed or otherwise made available to any retail investor in the UK. For these purposes, "retail investor" means a person who is either one (or both) of the following: (i) not a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("**EUWA**") ("**UK MiFIR**"); or (ii) not a qualified investor as defined in paragraph 15 of Schedule 1 to the Public Offers and Admissions to Trading Regulations 2024 (the "**POATRs**"). Consequently no disclosure document required by the FCA Product Disclosure Sourcebook ("**DISC**") for offering, selling or distributing the Senior Secured Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering, selling or distributing the Senior Secured Notes or otherwise making them available to any retail investor in the UK may be unlawful under the DISC and the Consumer Composite Investments (Designated Activities) Regulations 2024.

This document has been prepared on the basis that any offer of the Senior Secured Notes in the United Kingdom (the "**UK**") will be made pursuant to an exception from the prohibition on offers to the public under the Public Offers and Admissions to Trading Regulations 2024 (the "**POATRs**"). This document is not a prospectus for the purposes of the Prospectus Rules: Admission to Trading on a Regulated Market sourcebook ("**PRM**").

The Offer is not being made and will not be made, directly or indirectly, in or into, or by use of the mails of, or by any means or instrumentality of interstate or foreign commerce of, or of any facilities of a national securities exchange of, the United States or to any U.S. Person (as defined in Regulation S of the Securities Act (each a "U.S. Person")). This includes, but is not limited to, facsimile transmission, electronic mail, telex, telephone, the internet and other forms of electronic communication. Accordingly, this document and any other documents or materials relating to the Offer and the Consent Solicitation are not being, and must not be, directly or indirectly, mailed or otherwise transmitted, distributed or forwarded (including, without limitation, by custodians, nominees or trustees) in or into the United States or to a U.S. Person and the Senior Notes cannot be tendered in the Offer by any such use, means, instrumentality or facility or from or within or by persons located or resident in the United States or by any U.S. Person. Any purported tender of Senior Notes in the Offer resulting directly or indirectly from a violation of these restrictions will be invalid and any purported tender of Senior Notes made by a person located in the United States or to a U.S. Person, by any person acting for the account or benefit of a U.S. Person, or by any agent, fiduciary or other intermediary acting on a non-discretionary basis for a principal giving instructions from within the United States or for a U.S. Person will be invalid and will not be accepted.

Information to Distributors

Manufacturer target market (MIFID II product governance; UK MiFIR product governance) is eligible counterparties and professional clients only (all distribution channels). No PRIIPs or UK PRIIPs key information document (KID) has been prepared as not available to retail investors in EEA or the United Kingdom, respectively.

Forward Looking Statements

This document contains forward-looking statements. Other than reported financial results and historical information, all statements included in this document, including, without limitation, those regarding our financial position, business strategy and management plans and objectives for future operations, are, or may be deemed to be, forward-looking statements that reflect InPost's current views with respect to future events and financial and operational performance. These forward-looking statements may be identified by the use of forward-looking terminology, including the terms "believes", "estimates", "plans", "projects", "anticipates", "expects", "intends", "may", "will" or "should" or, in each case, their negative or other variations or comparable terminology, or by discussions of strategy, plans, objectives, goals, future events or intentions,. These forward-looking statements are based on InPost's beliefs, assumptions and expectations regarding future events and trends that affect InPost's future performance, taking into account all information currently available to InPost, and are not guarantees of future performance. By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on the circumstances that may or may not occur in the future, and InPost cannot guarantee the accuracy and completeness of forward-looking statements. A number of important factors, not all of which are known to InPost or are within InPost's control, could cause actual results or outcomes to differ materially from those expressed in any forward-looking statement as a result of risks and uncertainties facing InPost. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this document and are subject to change without notice. Other than as required by applicable law or the applicable rules of any exchange on which our securities may be traded, we have no intention or obligation to update forward-looking statements.