

BELFAST, January 28, 2015. Viridian Group FundCo II Limited (“Viridian”) announced that it will make an offering (the “Offering”) today of €600 million in aggregate principal amount of senior secured notes due 2020 (the “Senior Secured Notes”). A copy of Viridian’s release announcing the commencement of the Offering today is attached hereto (Exhibit A).

In connection with the Offering, Viridian disclosed certain information to prospective holders of the Senior Secured Notes. A copy of such information is attached hereto (Exhibit B).

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*This document is not an offer of securities for sale in the United States. The Senior Secured Notes may not be sold in the United States unless they are registered under the Securities Act or are exempt from registration. The offering of Senior Secured Notes described in this announcement and any related guarantees has not been and will not be registered under the Securities Act, and accordingly any offer or sale of Senior Secured Notes and such guarantees may be made only in a transaction exempt from the registration requirements of the Securities Act.*

*It may be unlawful to distribute this document in certain jurisdictions. This document is not for distribution in Canada, Japan or Australia. The information in this document does not constitute an offer of securities for sale in Canada, Japan or Australia.*

*Promotion of the Senior Secured Notes in the United Kingdom is restricted by the Financial Services and Markets Act 2000 (the “FSMA”), and accordingly, the Senior Secured Notes are not being promoted to the general public in the United Kingdom. This announcement is for distribution only to, and is only directed at, persons who (i) 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 “Financial Promotion Order”), (ii) are persons falling within Article 49(2)(a) to (d) (high net worth companies, unincorporated associations, etc.) of the Financial Promotion Order, or (iii) are persons to whom an invitation or inducement to engage in investment activity within the meaning of section 21 of the FSMA in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as “relevant persons”). This announcement is directed only at relevant persons and must not be acted on or relied on by anyone who is not a relevant person.*

*In addition, if and to the extent that this announcement is communicated in, or the offer of securities to which it relates is made in, any European Economic Area (“EEA”) member state that has implemented the Prospectus Directive, this announcement and the offering of any securities described herein are only addressed to and directed at persons in that member state who are “qualified investors” within the meaning of the Prospectus Directive or in any other circumstances falling within Article 3(2) of the Prospectus Directive (or who are other persons to whom the offer may lawfully be addressed) and must not be acted on or relied on by other persons in that member state. The offer and sale of the Senior Secured Notes will be made pursuant to an exception under the Prospectus Directive, as implemented in the EEA member states, from the requirement to produce a prospectus for offers of securities. This announcement does not constitute a prospectus within the meaning of the Prospectus Directive or an offer to the public.*

*Neither the content of Viridian’s website nor any website accessible by hyperlinks on Viridian’s website is incorporated in, or forms part of, this announcement. The distribution of this announcement into jurisdictions other than the United Kingdom may be restricted by law. Persons into whose possession this announcement comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.*

*No money, securities or other consideration is being solicited, and, if sent in response to the information contained herein, will not be accepted.*

*This press release may include projections and other “forward-looking” statements within the meaning of applicable securities laws. Any such projections or statements reflect the current views of Viridian about further events and financial performance. No assurances can be given that such events or performance will occur as projected and actual results may differ materially from these projections.*

**EXHIBIT A**

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, TO ANY PERSON LOCATED OR RESIDENT IN OR INTO THE UNITED STATES OF AMERICA, CANADA, JAPAN OR AUSTRALIA OR IN ANY OTHER JURISDICTION WHERE IT IS UNLAWFUL TO DISTRIBUTE THIS ANNOUNCEMENT

BELFAST, January 28, 2015. Viridian Group FundCo II Limited (“Viridian”) announced that it will make an offering today of €600 million in aggregate principal amount of senior secured notes due 2020 (the “Senior Secured Notes”). The net proceeds of the offering will be used (i) to purchase or redeem in full outstanding amounts under Viridian’s €13,000,000 11<sup>1/8</sup>% Senior Secured Notes due 2017 and \$250,000,000 11<sup>1/8</sup>% Senior Secured Notes due 2017 (including prepayment premiums and accrued but unpaid interest), (ii) to repay expected drawings under the existing revolving credit facility, (iii) to repay a portion of the amount outstanding under a subordinated shareholder loan, the proceeds of which will be used by Viridian Group Holdings Limited to repay a portion of the amounts outstanding under its junior credit facility (including accrued but unpaid interest, fees and break costs related thereto), (iv) to pay costs, expenses and fees (legal, accounting or otherwise) in connection with the refinancing transactions and (v) to make payments in relation to the settlement of certain cross currency swaps. The Senior Secured Notes are being offered only to qualified institutional buyers in accordance with Rule 144A under the U.S. Securities Act of 1933, as amended (the “Securities Act”), and to non-U.S. persons outside the United States in accordance with Regulation S under the Securities Act and, if an investor is a resident of a member state of the European Economic Area (the “EEA”), only to such an investor that is a qualified investor (within the meaning of Article 2(1)(e) of Directive 2003/71/EC, together with any amendments thereto, including Directive 2010/73/EU, to the extent implemented in the relevant member state (the “Prospectus Directive”).

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**EXHIBIT B**

## **Recent Developments**

### ***Current Trading***

Revenue for the three months ended December 31, 2014 is expected to range between £405.0 million and £415.0 million, compared to £430.0 million for the three months ended December 31, 2013. Adjusted EBITDA for the three months ended December 31, 2014 is expected to range between £23.5 million and £24.5 million, compared to £24.9 million for the three months ended December 31, 2013. As at December 31, 2014, Viridian Group Investments Limited and its consolidated subsidiaries' (collectively, the "Group") total cash and cash equivalent is expected to range between £50.1 million and £51.1 million (excluding cash and cash equivalents relating to project financing).

On October 28, 2014, the Group redeemed 10% of the original principal amount of the Existing Notes at a prepayment premium of 3% plus accrued interest. As at December 31, 2014 the Group had drawn £7.8 million under the Existing Revolving Credit Facility.

The above information is based on preliminary results and estimates and is not intended to be a comprehensive statement of our financial or operational results for the three months ended December 31, 2014. Such information has been prepared by management and has not been audited, reviewed or verified by our independent reporting accountant. The preliminary results mentioned above are derived from our management accounts which have not been audited. However, we believe these management accounts are substantially consistent with our combined financial statements which have been prepared in accordance with IFRS. Our preliminary estimates are based on a number of assumptions that are subject to inherent uncertainties and subject to change. As such, you should not place undue reliance on them.