

THIS LETTER IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other independent financial adviser duly authorised under the Financial Services and Markets Act 2000 if you are resident in the United Kingdom, or from another appropriately authorised independent financial adviser if you are resident in a territory outside the United Kingdom.

**RPS GROUP PLC SHARE INCENTIVE PLAN (2004)
RPS GROUP PLC SHARE INCENTIVE PLAN 2014**

IMPORTANT: PLEASE READ

This Letter supersedes the letter dated 1 September 2022 from RPS Group plc and WSP Group Holdings Limited. This Letter relates to the recommended acquisition of RPS Group plc by Tetra Tech UK Holdings Limited, which was announced on 23 September 2022. Tetra Tech's offer is £2.22 in cash per RPS Share, which is greater than the £2.06 in cash per RPS Share offered under the WSP Offer.

Although you do not need to take any action in relation to this letter, you should read it in its entirety.

RPS Group plc
20 Western Avenue
Milton Park
Abingdon
Oxfordshire
OX14 4SH

Tetra Tech UK Holdings Limited
1 Northfield Road
Reading
Berkshire
RG1 8AH

To: Participants ("**Participants**") in the RPS Group plc Share Incentive Plan (2004) and/or the RPS Group plc Share Incentive Plan 2014 (each, a "**SIP**")

11 October 2022

Dear Participant

Recommended cash acquisition of RPS Group plc ("RPS") by Tetra Tech UK Holdings Limited ("Tetra Tech") a wholly-owned subsidiary of Tetra Tech, Inc.

As you know, RPS, Tetra Tech and Tetra Tech, Inc. announced on 23 September 2022 that they had agreed the terms of a recommended acquisition of RPS by Tetra Tech. In this letter, this is referred to as the "**Acquisition**".

This Letter tells you about the impact of the Acquisition on your SIP Shares.

The Acquisition supersedes the WSP Offer. You received a letter dated 1 September 2022 from RPS and WSP Group Holdings Limited regarding the WSP Offer ("WSP Letter"). Although this Letter and the WSP Letter look similar they are different. You do not need to take any action in relation to this Letter but please read it in its entirety.

Tetra Tech's offer is £2.22 in cash per RPS Share, which is greater than the £2.06 in cash per RPS Share offered under the WSP Offer. Apart from the identity of the company that would acquire the RPS Shares and the price for which they are acquired, the terms of the Acquisition and the impact of the Acquisition on your participation in a SIP are substantively similar to the terms of the WSP Offer.

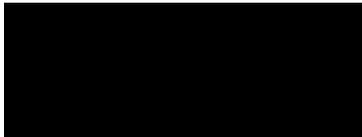
At the back of this Letter you will find a definitions section which explains the key defined terms used in this Letter. A copy of this Letter can also be found on RPS's website at <https://www.rpsgroup.com/tetra-tech-offer/> and on Tetra Tech's website at <https://www.tetratech.com/investor-offer>. This Letter should be read together with the Scheme Document.

You do not need to take any action in relation to this Letter

Questions

If you have any questions on the contents of this Letter, please contact the EQ helpline (0371-384-2040 / +44-121-415-7161) but please be aware that no legal, tax, financial or investment advice on the Acquisition and/or the SIP can be provided by RPS, Tetra Tech, Tetra Tech, Inc. or the SIP Trustee.

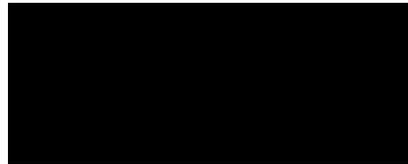
Yours faithfully




Chairman

For and on behalf of

RPS Group plc



 Company Secretary

For and on behalf of

Tetra Tech UK Holdings Limited

SECTION 1. IMPACT ON YOUR OPTIONS

1. How does the Acquisition affect my SIP Shares?

Assuming the Acquisition proceeds, your SIP Shares will participate in the Acquisition. They will automatically be sold to Tetra Tech for £2.22 for each SIP Share held at the Scheme Record Time.

This is the same amount receivable by other RPS Shareholders. This treatment applies to all of your SIP Shares.

2. What do I need to do?

You do not need to take any action now.

If RPS Shareholders vote in favour of the Acquisition, and certain other conditions are met, the Acquisition will take place. Your SIP Shares will automatically be sold to Tetra Tech under the Acquisition and you will receive a cash amount of £2.22 per SIP Share.

3. What will happen to the SIPs before the Acquisition completes?

The SIPs will continue as normal until the Acquisition completes.

4. What will happen to the SIPs after the Acquisition completes?

Assuming the Acquisition proceeds, the SIPs will not continue. You will be sent a closing statement when the Acquisition has been finalised.

5. If the Acquisition proceeds, when will I receive my cash payments?

The cash proceeds due to you will be despatched to you directly by the SIP Trustee as soon as practicable after the Acquisition completes and Tetra Tech has despatched the cash consideration to the RPS Shareholders.

Please check that the bank account details that the SIP Trustee holds for you in your SIP account are correct, and, if necessary, contact payroll to update them prior to payment, so as not to delay payment of the cash proceeds to you.

6. Will I have to pay tax and NICs?

No, you should not have to pay any income tax, NICs or capital gains tax when you sell your SIP Shares to Tetra Tech.

If the SIP Trustee is holding any residual cash for you which was deducted from your salary but was insufficient to buy an RPS Share, the cash will be paid to you through payroll after income tax and NICs have been deducted.

This assumes that you are resident and domiciled in the United Kingdom at all relevant times. If you are, or have been, an international assignee and worked in more than one country, your tax position may be different to that described above. The above does not constitute tax advice

and the tax treatment will depend on your particular individual circumstances. If you have any questions about your tax position, you are strongly advised to take independent financial and/or tax advice.

7. What happens under the other RPS Share Plans?

If you also participate in any other RPS Share Plans, you will receive a separate communication about these plans.

8. What happens if I leave the RPS Group?

If you leave the RPS Group before the Acquisition completes, you cannot continue to participate in a SIP. What happens to your SIP Shares will depend on several factors, including (a) why you leave; (b) what type of SIP Shares you hold; and (c) how long you have held those SIP Shares.

You will be provided with more details at the time you leave the RPS Group.

9. Can I vote on the Acquisition?

If you would like to vote on the Acquisition in respect of your SIP Shares, you should contact the EQ helpline (0371-384-2040 / +44-121-415-7161) before 5.00 p.m. (UK time) on 31 October 2022.

You are not obliged to vote on the Acquisition. If the Acquisition completes, your SIP Shares will automatically be sold to Tetra Tech regardless of whether you voted.

SECTION 2. ACQUISITION SUMMARY

1. How does the Acquisition work?

The Acquisition is expected to be carried out through a process called a "scheme of arrangement". The Scheme has to be approved by RPS Shareholders and the Court. If you want to read more about this, please go to <https://www.rpsgroup.com/tetra-tech-offer/> on the RPS website, or <https://www.tetrattech.com/investor-offer> on the Tetra Tech website, where you will find the Scheme Document about the Acquisition that was sent to RPS Shareholders on 11 October 2022. A copy of this Letter is also available on the same RPS website and Tetra Tech website.

2. What can RPS Shareholders receive under the Acquisition?

For each RPS Share sold to Tetra Tech through the Scheme, an RPS Shareholder will receive £2.22.

3. When will the Acquisition take place?

The date for Court Sanction has not yet been set but is anticipated to occur by the end of 2022. The timing of Court Sanction and the Acquisition completing (known as the Effective Date) will be announced when known.

4. What will happen if the Acquisition does not complete?

If Court Sanction is not obtained, or if the Acquisition does not complete for some other reason, the SIPs will continue unaffected as before.

SECTION 3. DEFINITIONS

Acquisition	the recommended cash acquisition being made by Tetra Tech to acquire the entire issued and to be issued share capital of RPS (or by way of Takeover Offer (as defined in the Scheme Document) under certain circumstances described in the Scheme Document) to be effected by means of the Scheme and, where the context admits, any subsequent revision, variation, extension or renewal thereof
Business Day	a day (other than Saturdays, Sundays and public holidays) on which banks are open for business in London
Court	the High Court of Justice in England and Wales
Court Sanction	the sanctioning of the Scheme by the Court, expected to occur by the end of 2022. RPS will confirm the exact date once it is known
Effective Date	the date on which the Scheme becomes effective in accordance with its terms
Letter	the letter dated 11 October 2022 from RPS and Tetra Tech explaining the impact of the Acquisition on SIP Shares
NICs	National Insurance contributions
RPS Group	RPS and its subsidiary undertakings and, where the context permits, each of them
RPS Shareholders	the registered holders of RPS Shares from time to time
RPS Share Plans	the RPS Group plc Executive Long Term Incentive Plan (the " ELTIP "), the RPS Group plc 2014 International Share Purchase Plan and the US Share Purchase Plan (together the " ISPP "), the RPS Group plc Short Term Annual Bonus Plan (the " STABP "), the RPS Group plc Share Incentive Plan (2004) and the RPS Group plc Share Incentive Plan 2014 (together the " SIPs ") and the RPS Group plc 2014 Performance Share Plan (the " PSP ")
RPS Shares	the ordinary shares of three pence each in the capital of RPS
Scheme	the proposed scheme of arrangement under Part 26 of the Companies Act 2006 between RPS and the RPS Shareholders in connection with the Acquisition, with or subject to any modification, addition or condition approved or imposed by the Court and agreed by RPS
Scheme Document	the document dated 11 October 2022 sent to RPS Shareholders to explain the Scheme
Scheme Record Time	6.00 p.m. on the Business Day immediately after the date on which the Court makes its order sanctioning the Scheme (or such other date and/or time as Tetra Tech and RPS may agree)
SIP Share	an RPS Share held under a SIP by the SIP Trustee
SIP Trustee	Equiniti Share Plan Trustees Limited

WSP Offer

the offer by WSP Group Holdings Limited to acquire the entire issued and to be issued ordinary share capital of RPS for 206 pence per RPS Share

SECTION 4. LEGAL NOTES

The release, publication or distribution of this Letter and accompanying documents, in whole or in part, directly or indirectly, in, into or from jurisdictions other than the United Kingdom may be restricted by the laws of those jurisdictions and therefore persons into whose possession these documents come should inform themselves about, and observe, any such restrictions. Any failure to comply with the restrictions may constitute a violation of the securities laws of any such jurisdiction. To the fullest extent permitted by law, RPS, Tetra Tech and Tetra Tech, Inc. disclaim any responsibility or liability for the violation of such restrictions by such persons. This Letter is not a prospectus or a prospectus exempted document.

Your SIP Shares are governed by the rules of the relevant SIP and in the event of a conflict between this Letter and the rules of the relevant SIP or any relevant legislation, the rules of the relevant SIP or the legislation will prevail. Unless the context otherwise requires, words and expressions defined in the Scheme Document and the rules of the relevant SIP have the same meaning in this Letter.

The RPS Directors, whose names are set out in Part 5 (*Additional Information*) of the Scheme Document, each accept responsibility for the information contained in this Letter (including any expressions of opinion) other than the information (and expressions of opinion) contained in this Letter in respect of Tetra Tech, Tetra Tech, Inc. or the Tetra Tech Group, for which responsibility is taken by the Tetra Tech Directors and the Tetra Tech, Inc. Directors pursuant to the following paragraph. To the best of the knowledge and belief of the RPS Directors (who have taken all reasonable care to ensure that such is the case), the information (including any expressions of opinion) contained in this Letter for which they accept responsibility is in accordance with the facts and does not omit anything likely to affect the import of such information.

The Tetra Tech Directors and the Tetra Tech, Inc. Directors, whose names are set out in Part 5 (*Additional Information*) of the Scheme Document, each accept responsibility for the information contained in this Letter (including any expressions of opinion) relating to Tetra Tech, Tetra Tech, Inc., the Tetra Tech Group, the Tetra Tech Directors, the Tetra Tech, Inc. Directors and members of their immediate families, related trusts and persons connected with them. To the best of the knowledge and belief of the Tetra Tech Directors and the Tetra Tech, Inc. Directors (who have taken all reasonable care to ensure that such is the case), the information (including any expressions of opinion) contained in this Letter for which they accept responsibility is in accordance with the facts and does not omit anything likely to affect the import of such information.

All documents sent by or to a Participant will be sent at the individual's own risk. If a Participant has received this Letter in electronic form, he/she may request that copies of this Letter be sent to him/her in hard copy form and that all future documents sent to him/her be in hard copy form. Requests should be submitted to Tracy Cook via email at tracy.cook@rpsgroup.com.

The statements contained in this Letter are not to be construed as legal, investment, financial or tax advice. If you are in any doubt about the contents of this Letter, you should consult your own independent legal adviser, investment adviser, financial adviser or tax adviser for legal, investment, financial or tax advice.