

FORM 8.5 (EPT/NON-RI)

**PUBLIC OPENING POSITION DISCLOSURE/DEALING DISCLOSURE BY AN
 EXEMPT PRINCIPAL TRADER WITHOUT RECOGNISED INTERMEDIARY ("RI") STATUS
 (OR WHERE RI STATUS IS NOT APPLICABLE)**

Rule 8.5 of the Takeover Code (the "Code")

1. KEY INFORMATION

| | |
|---|---------------------------------|
| (a) Name of exempt principal trader: | BARCLAYS CAPITAL SECURITIES LTD |
| (b) Name of offeror/offeree in relation to whose relevant securities this form relates: | THG PLC |
| (c) Name of the party to the offer with which exempt principal trader is connected | THG plc |
| (d) Date position held/dealing undertaken: | 23 May 2022 |
| (e) In addition to the company in 1(b) above, is the exempt principal trader making disclosures in respect of any other party to the offer? | NO |

2. POSITIONS OF THE EXEMPT PRINCIPAL TRADER

(a) Interests and short positions in the relevant securities of the offeror or offeree to which the disclosure relates following the dealing (if any)

| Class of relevant security: | 0.5p ordinary | | | |
|--|-------------------|--------------|-------------------|--------------|
| | Interests | | Short Positions | |
| | Number | (%) | Number | (%) |
| (1) Relevant securities owned and/or controlled: | 14,760,895 | 1.21% | 8,259,649 | 0.68% |
| (2) Cash-settled derivatives: | 19,914,949 | 1.63% | 14,232,592 | 1.17% |
| (3) Stock-settled derivatives (including options) and agreements to purchase/sell: | 0 | 0.00% | 0 | 0.00% |
| TOTAL: | 34,675,844 | 2.84% | 22,492,241 | 1.84% |

(b) Rights to subscribe for new securities (including directors and other executive options)

| | |
|---|--|
| Class of relevant security in relation to which subscription right exists | |
| Details, including nature of the rights concerned and relevant percentages: | |

3. DEALINGS (IF ANY) BY THE EXEMPT PRINCIPAL TRADER

(a) Purchases and sales

| Class of relevant | Purchase/sale | Total number | Highest price per | Lowest price per |
|-------------------|---------------|--------------|-------------------|------------------|
|-------------------|---------------|--------------|-------------------|------------------|

| security | | of securities | unit paid/received | unit paid/received |
|---------------|----------|---------------|--------------------|--------------------|
| 0.5p ordinary | Purchase | 2,340,146 | 1.5373 GBP | 1.3902 GBP |
| 0.5p ordinary | Sale | 1,915,845 | 1.5313 GBP | 1.3905 GBP |

(b) **Cash-settled derivative transactions**

| Class of relevant security | Product description | Nature of dealing | Number of reference securities | Price per unit |
|----------------------------|---------------------|-------------------|--------------------------------|----------------|
| 0.5p ordinary | SWAP | Decreasing Long | 359 | 1.5215 GBP |
| 0.5p ordinary | SWAP | Decreasing Long | 362 | 1.5189 GBP |
| 0.5p ordinary | SWAP | Decreasing Long | 484 | 1.4485 GBP |
| 0.5p ordinary | SWAP | Decreasing Long | 809 | 1.4277 GBP |
| 0.5p ordinary | SWAP | Decreasing Long | 858 | 1.3955 GBP |
| 0.5p ordinary | SWAP | Decreasing Long | 1,155 | 1.4556 GBP |
| 0.5p ordinary | SWAP | Decreasing Long | 2,331 | 1.4500 GBP |
| 0.5p ordinary | SWAP | Decreasing Long | 3,005 | 1.4464 GBP |
| 0.5p ordinary | SWAP | Decreasing Long | 4,012 | 1.4175 GBP |
| 0.5p ordinary | SWAP | Decreasing Long | 12,736 | 1.4083 GBP |
| 0.5p ordinary | SWAP | Decreasing Long | 12,926 | 1.4163 GBP |
| 0.5p ordinary | SWAP | Decreasing Long | 13,148 | 1.4955 GBP |
| 0.5p ordinary | SWAP | Decreasing Long | 21,528 | 1.4176 GBP |
| 0.5p ordinary | SWAP | Decreasing Long | 229,722 | 1.4059 GBP |
| 0.5p ordinary | SWAP | Decreasing Long | 271,568 | 1.4454 GBP |
| 0.5p ordinary | SWAP | Decreasing Long | 409,679 | 1.4021 GBP |
| 0.5p ordinary | SWAP | Decreasing Long | 501,320 | 1.4197 GBP |
| 0.5p ordinary | CFD | Decreasing Short | 25,911 | 1.3904 GBP |
| 0.5p ordinary | CFD | Decreasing Short | 65,577 | 1.4036 GBP |
| 0.5p ordinary | SWAP | Decreasing Short | 217,937 | 1.3947 GBP |
| 0.5p ordinary | SWAP | Increasing Long | 1,186 | 1.4642 GBP |
| 0.5p ordinary | SWAP | Increasing Long | 5,040 | 1.4994 GBP |
| 0.5p ordinary | SWAP | Increasing Long | 9,680 | 1.4225 GBP |
| 0.5p ordinary | SWAP | Increasing Long | 39,583 | 1.4572 GBP |
| 0.5p ordinary | SWAP | Increasing Long | 80,751 | 1.4888 GBP |
| 0.5p ordinary | SWAP | Increasing Short | 8,000 | 1.3978 GBP |
| 0.5p ordinary | SWAP | Increasing Short | 49,000 | 1.4158 GBP |

(c) **Stock-settled derivative transactions (including options)**

(i) **Writing, selling, purchasing or varying**

| Class of relevant security | Product description | Writing, purchasing, selling, varying etc | Number of securities to which option relates | Exercise price per unit | Type | Expiry date | Option money paid/received per unit |
|----------------------------|---------------------|---|--|-------------------------|------|-------------|-------------------------------------|
| | | | | | | | |

(ii) **Exercising**

| Class of relevant security | Product description | Exercising/ exercised against | Number of securities | Exercise price per unit |
|----------------------------|---------------------|-------------------------------|----------------------|-------------------------|
| | | | | |

(d) **Other dealings (including subscribing for new securities)**

| Class of relevant security | Nature of Dealings | Details | Price per unit (if applicable) |
|----------------------------|--------------------|---------|--------------------------------|
| | | | |

4. OTHER INFORMATION

(a) **Indemnity and other dealings arrangements**

Details of any indemnity or option arrangement, or any agreement or understanding, formal or informal, relating to relevant securities which may be an inducement to deal

or refrain from dealing entered into by the exempt principal trader making the disclosure and any party to the offer or any person acting in concert with a party to the offer:

NONE

(b) Agreements, arrangements or understandings relating to options or derivatives

Details of any agreement, arrangement or understanding, formal or informal, between the exempt principal trader making the disclosure and any other person relating to:

- (i) the voting rights of any relevant securities under any option; or
- (ii) the voting rights of future acquisition or disposal of any relevant securities to which any derivative is referenced:

NONE

(c) Attachments

| | |
|---|--------------------------------------|
| Is a Supplemental Form 8 (Open Positions) attached? | NO |
| Date of disclosure: | 24 May 2022 |
| Contact name: | Large Holdings Regulatory Operations |
| Telephone number: | 020 3134 7213 |

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