

**FORM 8.5 (EPT/NON-RI) Amendment to Purchase
 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: | 20 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: | 14,999,999 | 1.23% | 8,924,649 | 0.73% |
| (2) Cash-settled derivatives: | 20,612,442 | 1.69% | 14,501,017 | 1.19% |
| (3) Stock-settled derivatives (including options) and agreements to purchase/sell: | 0 | 0.00% | 0 | 0.00% |
| TOTAL: | 35,612,441 | 2.92% | 23,425,666 | 1.92% |

(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 security | Purchase/sale | Total number of securities | Highest price per unit paid/received | Lowest price per unit paid/received |
|----------------------------|---------------|----------------------------|--------------------------------------|-------------------------------------|
| | | | | |

| | | | | |
|---------------|----------|-----------|------------|-----------|
| 0.5p ordinary | Purchase | 2,864,602 | 1.4791 GBP | 1.418 GBP |
| 0.5p ordinary | Sale | 4,496,741 | 1.4969 GBP | 1.418 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 | Opening Long | 414 | 1.4250 GBP |
| 0.5p ordinary | SWAP | Opening Long | 465 | 1.4255 GBP |
| 0.5p ordinary | SWAP | Opening Long | 739 | 1.4505 GBP |
| 0.5p ordinary | SWAP | Opening Long | 763 | 1.4440 GBP |
| 0.5p ordinary | SWAP | Opening Long | 971 | 1.4437 GBP |
| 0.5p ordinary | SWAP | Opening Long | 1,022 | 1.4617 GBP |
| 0.5p ordinary | SWAP | Opening Long | 1,160 | 1.4215 GBP |
| 0.5p ordinary | SWAP | Opening Long | 1,978 | 1.4500 GBP |
| 0.5p ordinary | SWAP | Opening Long | 4,767 | 1.4405 GBP |
| 0.5p ordinary | SWAP | Opening Long | 6,550 | 1.4475 GBP |
| 0.5p ordinary | SWAP | Opening Long | 9,391 | 1.4254 GBP |
| 0.5p ordinary | SWAP | Opening Long | 9,830 | 1.4655 GBP |
| 0.5p ordinary | SWAP | Opening Long | 11,259 | 1.4597 GBP |
| 0.5p ordinary | SWAP | Opening Long | 31,373 | 1.4732 GBP |
| 0.5p ordinary | SWAP | Opening Long | 50,249 | 1.4407 GBP |
| 0.5p ordinary | SWAP | Opening Long | 63,178 | 1.4432 GBP |
| 0.5p ordinary | SWAP | Opening Long | 86,327 | 1.4738 GBP |
| 0.5p ordinary | SWAP | Opening Long | 96,895 | 1.4345 GBP |
| 0.5p ordinary | SWAP | Opening Long | 159,079 | 1.4519 GBP |
| 0.5p ordinary | SWAP | Opening Long | 164,497 | 1.4592 GBP |
| 0.5p ordinary | SWAP | Opening Long | 166,549 | 1.4513 GBP |
| 0.5p ordinary | SWAP | Opening Long | 218,457 | 1.4468 GBP |
| 0.5p ordinary | SWAP | Opening Long | 236,145 | 1.4438 GBP |
| 0.5p ordinary | SWAP | Opening Long | 440,707 | 1.4448 GBP |
| 0.5p ordinary | CFD | Opening Short | 702 | 1.4751 GBP |
| 0.5p ordinary | CFD | Opening Short | 1,504 | 1.4941 GBP |
| 0.5p ordinary | CFD | Opening Short | 1,635 | 1.4651 GBP |
| 0.5p ordinary | CFD | Opening Short | 2,240 | 1.4533 GBP |
| 0.5p ordinary | CFD | Opening Short | 9,763 | 1.4998 GBP |
| 0.5p ordinary | CFD | Opening Short | 12,762 | 1.4337 GBP |
| 0.5p ordinary | SWAP | Opening Short | 44,000 | 1.4174 GBP |
| 0.5p ordinary | SWAP | Opening Short | 124,500 | 1.4601 GBP |
| 0.5p ordinary | CFD | Opening Short | 142,551 | 1.4500 GBP |
| 0.5p ordinary | SWAP | Opening Short | 189,000 | 1.4518 GBP |
| 0.5p ordinary | SWAP | Opening Short | 1,250,000 | 1.4542 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) |
|----------------------------|--------------------|---------|--------------------------------|
| | | | |

(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: | 26 May 2022 |
| Contact name: | Large Holdings Regulatory Operations |
| Telephone number: | 020 3134 7213 |

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