

**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:  | 26 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:                                   | 14,915,069        | 1.22%        | 8,394,801         | 0.69%        |
| (2) Cash-settled derivatives:  | 19,951,211        | 1.63%        | 14,287,409        | 1.17%        |
| (3) Stock-settled derivatives (including options) and agreements to purchase/sell: | 0                 | 0.00%        | 0                 | 0.00%        |
| <b>TOTAL:</b>  | <b>34,866,280</b> | <b>2.86%</b> | <b>22,682,210</b> | <b>1.86%</b> |

(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 | Purchase/sale | Total number | Highest price per | Lowest price per |
|----------|---------------|--------------|-------------------|------------------|
|----------|---------------|--------------|-------------------|------------------|

| relevant security |          | of securities | unit paid/received | unit paid/received |
|-------------------|----------|---------------|--------------------|--------------------|
| 0.5p ordinary     | Purchase | 453,432       | 1.5894 GBP         | 1.499 GBP          |
| 0.5p ordinary     | Sale     | 996,138       | 1.5860 GBP         | 1.5105 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   | 2,584                          | 1.5825 GBP     |
| 0.5p ordinary              | SWAP                | Decreasing Long   | 3,893                          | 1.5821 GBP     |
| 0.5p ordinary              | SWAP                | Decreasing Long   | 16,608                         | 1.5172 GBP     |
| 0.5p ordinary              | SWAP                | Decreasing Long   | 32,776                         | 1.5143 GBP     |
| 0.5p ordinary              | SWAP                | Increasing Long   | 940                            | 1.4999 GBP     |
| 0.5p ordinary              | SWAP                | Increasing Long   | 1,137                          | 1.5832 GBP     |
| 0.5p ordinary              | SWAP                | Increasing Long   | 3,118                          | 1.4950 GBP     |
| 0.5p ordinary              | SWAP                | Increasing Long   | 3,167                          | 1.5036 GBP     |
| 0.5p ordinary              | CFD                 | Increasing Long   | 3,390                          | 1.4999 GBP     |
| 0.5p ordinary              | CFD                 | Increasing Long   | 4,998                          | 1.4975 GBP     |
| 0.5p ordinary              | CFD                 | Increasing Long   | 13,638                         | 1.5708 GBP     |
| 0.5p ordinary              | SWAP                | Increasing Long   | 14,013                         | 1.5134 GBP     |
| 0.5p ordinary              | SWAP                | Increasing Long   | 15,199                         | 1.5239 GBP     |
| 0.5p ordinary              | SWAP                | Increasing Long   | 30,098                         | 1.5701 GBP     |
| 0.5p ordinary              | SWAP                | Increasing Long   | 39,480                         | 1.5639 GBP     |
| 0.5p ordinary              | CFD                 | Increasing Long   | 50,000                         | 1.5890 GBP     |
| 0.5p ordinary              | SWAP                | Increasing Long   | 149,759                        | 1.5895 GBP     |
| 0.5p ordinary              | CFD                 | Increasing Long   | 164,650                        | 1.5227 GBP     |
| 0.5p ordinary              | SWAP                | Increasing Long   | 239,253                        | 1.5242 GBP     |
| 0.5p ordinary              | SWAP                | Opening Long      | 1,000                          | 1.5105 GBP     |
| 0.5p ordinary              | SWAP                | Opening Long      | 20,659                         | 1.5112 GBP     |
| 0.5p ordinary              | SWAP                | Opening Short     | 10,000                         | 1.5001 GBP     |
| 0.5p ordinary              | SWAP                | Opening Long      | 10,000                         | 1.5698 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:  | 27 May 2022                          |
| Contact name:  | Large Holdings Regulatory Operations |
| Telephone number:  | 020 3134 7213                        |

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