RNS Number : 8712Z Barclays PLC 18 May 2023

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                          | THG PLC                         |
|     | relevant securities this form relates:                                |                                 |
| (c) | Name of the party to the offer with which exempt                      | THG PLC                         |
|     | principal trader is connected   | THG PLC                         |
| (d) | Date position held/dealing undertaken:                                | 09 May 2023                     |
| (e) | In addition to the company in 1(b) above, is the exempt principal     | NO                              |
|     | trader making disclosures in respect of any other party to the offer? |                                 |

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: |   | THG PLC    |       |                 | ·     |
|-----------------------------|---|------------|-------|-----------------|-------|
|                             |   | Inter      | ests  | Short Positions |       |
|                             |   | Number     | (%)   | Number          | (%)   |
| (1)                         | Relevant securities owned and/or controlled:  | 4,200,826  | 0.32% | 16,616,561      | 1.28% |
| (2)                         | Cash-settled derivatives:   | 16,491,915 | 1.27% | 3,253,378       | 0.25% |
| (3)                         | Stock-settled derivatives<br>(including options)<br>and agreements to<br>purchase/sell: | 0          | 0.00% | 0               | 0.00% |
|                             | TOTAL:  | 20,692,741 | 1.59% | 19,869,939      | 1.53% |

(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<br>number of<br>securities | Highest price<br>per unit<br>paid/received | Lowest price<br>per unit<br>paid/received |
|----------------------------|---------------|----------------------------------|--|---|
| 0.5p ordinary              | Purchase      | 2,287,744                        | 0.9485 GBP                                 | 0.8289 GBP                                |
| 0.5p ordinary              | Sale          | 1,356,749                        | 0.9869 GBP                                 | 0.8297 GBP                                |

### (b) Cash-settled derivative transactions

| Class of relevant security | Product<br>description | Nature of dealing | Number of reference securities | Price per<br>unit |
|----------------------------|------------------------|-------------------|--------------------------------|-------------------|
| 0.5p ordinary              | SWAP                   | Decreasing Long   | 305                            | 0.9334 GBP        |
|                            |                        |                   |                                |                   |

| 0.5p ordinary | SWAP | Decreasing Long 603 |         | 0.9758 GBP |
|---------------|------|---------------------|---------|------------|
| 0.5p ordinary | SWAP | Decreasing Long     | 900     | 0.8607 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 904     | 0.8926 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 1,579   | 0.8457 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 1,810   | 0.8654 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 2,410   | 0.8682 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 2,602   | 0.8548 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 2,625   | 0.8468 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 2,743   | 0.8379 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 2,948   | 0.8398 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 6,863   | 0.8354 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 8,946   | 0.8425 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 9,180   | 0.8495 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 10,372  | 0.8500 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 14,158  | 0.8532 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 15,000  | 0.8450 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 16,087  | 0.8410 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 45,018  | 0.8464 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 64,670  | 0.8497 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 68,256  | 0.8486 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 146,690 | 0.9215 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 299,845 | 0.8885 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 348,043 | 0.8525 GBP |
| 0.5p ordinary | SWAP | Decreasing Long     | 551,572 | 0.8559 GBP |
| 0.5p ordinary | CFD  | Increasing Long     | 3       | 0.9200 GBP |
| 0.5p ordinary | CFD  | Increasing Long     | 159     | 0.8340 GBP |
| 0.5p ordinary | SWAP | Increasing Long     | 900     | 0.8607 GBP |
| 0.5p ordinary | CFD  | Increasing Long     | 1,149   | 0.8340 GBP |
| 0.5p ordinary | SWAP | Increasing Long     | 2,285   | 0.8856 GBP |
| 0.5p ordinary | SWAP | Increasing Long     | 6,960   | 0.8639 GBP |
| 0.5p ordinary | CFD  | Increasing Long     | 8,112   | 0.9998 GBP |
| 0.5p ordinary | CFD  | Increasing Long     | 12,969  | 0.8918 GBP |
| 0.5p ordinary | CFD  | Increasing Long     | 13,295  | 0.8357 GBP |
| 0.5p ordinary | SWAP | Increasing Long     | 25,116  | 0.8952 GBP |
| 0.5p ordinary | CFD  | Increasing Long     | 28,000  | 0.8984 GBP |
| 0.5p ordinary | CFD  | Increasing Long     | 37,209  | 0.8339 GBP |
| 0.5p ordinary | CFD  | Increasing Long     | 73,673  | 0.8842 GBP |
| 0.5p ordinary | CFD  | Increasing Long     | 89,124  | 0.8477 GBP |
| 0.5p ordinary | CFD  | Increasing Long     | 427,394 | 0.9285 GBP |
| 0.5p ordinary | CFD  | Increasing Long     | 855,545 | 0.8874 GBP |
| 0.5p ordinary | SWAP | Opening Short       | 2,348   | 0.8289 GBP |
| 0.5p ordinary | SWAP | Opening Long        | 82,835  | 0.8879 GBP |

## Stock-settled derivative transactions (including options)

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

| (1)      | (i) Writing, Sening, parchasing or varying |             |            |          |      |        |          |
|----------|--|-------------|------------|----------|------|--------|----------|
| Class    | Product                                    | Writing,    | Number     | Exercise | Туре | Expiry | Option   |
| of       | description                                | purchasing, | of         | price    |      | date   | money    |
| relevant |  | selling,    | securities | per unit |      |        | paid/    |
| security |  | varying etc | to which   |          |      |        | received |
|          |  |             |            |          |      |        |          |

|   |                      |                    | option<br>relates |                               |                 |                      | per unit                      |
|---|----------------------|--------------------|-------------------|-------------------------------|-----------------|----------------------|-------------------------------|
|   |                      |                    |                   |                               |                 |                      |                               |
| (ii)  | Exercising           |                    |                   |                               |                 |                      |                               |
| Class of relevant security  |                      | Product descript   | tion              | Exercising/ exercised against |                 | Number of securities | Exercise price<br>per<br>unit |
|   |                      |                    |                   |                               |                 |                      |                               |
| (d)   | Other dealing        | s (including subsc | ribing for nev    |                               |                 |                      |                               |
| Class of  |                      | Nature of          |                   | De                            | tails           | Price per unit       |                               |
| relevant  |                      | Dealings           |                   |                               |                 | (if                  |                               |
| security  |                      |                    |                   |                               |                 | applicable)          |                               |
| 4.  | 4. OTHER INFORMATION |                    |                   |                               |                 |                      |                               |
| (a)   | Indemnity and        | d other dealings a | rrangements       |                               |                 |                      |                               |
| Details of  | any indemnity        | or option arranger | ment, or any a    | greement or u                 | ınderstanding   | -                    |                               |
|   |                      | ng to relevant sec |                   | -                             | -               |                      |                               |
| or refrain  | from dealing e       | ntered into by the | exempt princi     | pal trader ma                 | king the disclo | sure and any part    | ty                            |
| to the off  | er or any perso      | n acting in concer | t with a party t  | to the offer:                 | •               | - •                  |                               |
|   |                      |                    | -                 | NONE                          |                 |                      |                               |
| (b)   | Agreements,          | arrangements or    | understanding     | gs relating to o              | ptions or deri  | vatives              |                               |
| 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 v  | oting rights of f    | uture acquisition  | or disposal of    | any relevant s                | ecurities to w  | hich                 |                               |
| any deriv   | ative is referen     | ced:               |                   |                               |                 |                      |                               |
|   |                      |                    |                   | NONE                          |                 |                      |                               |

\_\_\_\_\_

| (c) Attachments                                     |                                      |  |  |  |
|---|--------------------------------------|--|--|--|
| Is a Supplemental Form 8 (Open Positions) attached? | NO                                   |  |  |  |
| Date of disclosure:                                 | 17 May<br>2023                       |  |  |  |
| Contact name:                                       | Large Holdings Regulatory Operations |  |  |  |
| Telephone number:                                   | 020 3134 7213                        |  |  |  |

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