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**THIS ANNOUNCEMENT CONTAINS INSIDE INFORMATION.  
FOR IMMEDIATE RELEASE**

25 March 2025

**THG PLC**  
**Results of Placing**

- Successful fundraise of £90 million, oversubscribed with support from new investors and existing shareholders, including a £60 million contribution from Matthew Moulding. The Equity Contribution is comprised of:
  - o £30 million placing of new Ordinary Shares;
  - o £55 million convertible loan entered into by Matthew Moulding; and
  - o £5 million of partly paid shares, paid up by Matthew Moulding.
- Equity Contribution to be used alongside company cash to reduce gross leverage through early repayment of the Term Loan A (£109 million) and downsizing the TLB by €125 million to €475 million.
- Following on from the Ingenuity demerger and FTSE 250 inclusion, the Equity Placing and collective refinancing represents another significant step in THG's simplified debt and equity investment case as a cash generative global retailer and brand owner, well positioned to deliver on its next phase of development in its growing consumer markets.

THG PLC ("**THG**", the "**Company**") is pleased to announce the results of the Equity Placing of new Ordinary Shares announced yesterday (the "**Placing Announcement**").

A total of 91,855,591 new Ordinary Shares, representing 6.95 per cent. of the existing issued Ordinary Shares of the Company prior to the Equity Placing, will be issued in the Equity Placing, pursuant to the ABB, at the Placing Price to raise gross proceeds of approximately £29.7 million.

The Placing Price of 32.3 pence represents a discount of 5 per cent. to the closing price on 24 March 2025, the last trading day prior to the announcement of the Equity Placing.

THG consulted with a number of its major shareholders prior to the Equity Placing and has respected the principles of pre-emption through the allocation process.

Given the strong demand from institutional investors in the ABB, Matthew Moulding's contribution in the Equity Placing will be scaled back so that his £60 million equity contribution will be via the approximately £54.6 million Convertible Loan and the paying up of 17,420,740 partly paid F and G ordinary shares (expected to be 9,686,948 and 7,733,792 shares, respectively) and their conversion into Ordinary Shares (such Ordinary Shares, the "**Conversion Shares**") raising approximately £5.4 million. Matthew Moulding's investment in the Equity Contribution will be made personally or via FIC Shareco Limited.

Applications have been made by the Company to the FCA for admission of the Placing Shares and the Conversion Shares to listing on the equity shares (commercial companies) category of the Official List maintained by the Financial Conduct Authority and to London Stock Exchange plc ("**London Stock Exchange**") for admission of the Placing Shares and the Conversion Shares to trading on the main market for listed securities of the London Stock Exchange. It is expected that Admission will occur at 8:00 am on 27 March 2025 and that dealings in the Placing Shares and the Conversion Shares will commence at that time.

In accordance with the provisions of the Disclosure Guidance and Transparency Rules of the FCA ("**DTRs**"), the Company confirms that, following Admission, its issued share capital will comprise 1,431,443,364 Ordinary Shares of £0.005 each, 56,082,651 D1 ordinary shares of £0.005 each, 17,066 D2 ordinary shares of £1.00 each, 48,571,808 E ordinary shares of £0.005 each, 16,998,458 F ordinary shares of £0.005 each, 9,107,559 G ordinary shares of £0.005 each, 204,404,691 deferred 1 shares of £0.005 each and 21,563,860 deferred 2 shares of £0.005 each. The Company does not hold any shares in treasury.

Therefore, the total voting rights in the Company will be 1,431,443,364. This figure may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, the Company under the DTRs.

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The securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the **"Securities Act"**), or under the securities laws of, or with any securities regulatory authority of, any state or other jurisdiction of the United States, and may not be offered, sold, transferred or delivered, directly or indirectly, in or into the United States, except pursuant to an available exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with any applicable securities laws of any state or other jurisdiction of the United States. The Placing Shares are being offered and sold outside of the United States in accordance with Regulation S under the Securities Act (**"Regulation S"**) and otherwise in accordance with applicable laws.

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Any investment or investment activity to which this Announcement or the ABB relates is available only: (i) in any member state of the EEA, to Qualified Investors; and (ii) in the United Kingdom, to Relevant Persons, and will be engaged in only with such persons. This Announcement must not be acted on or relied on: (i) in any member state of the EEA, by persons who are not Qualified Investors; and (ii) in the United Kingdom, by persons who are not Relevant Persons. Persons distributing this Announcement (or any part thereof) must satisfy themselves that it is lawful to do so.

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The Placing Shares and this Announcement have not been approved and will not be approved or disapproved by the US Securities and Exchange Commission, any State securities commission or any other regulatory authority in the United States, nor have any of the foregoing authorities passed upon or endorsed the merits of the Equity Placing or the accuracy or adequacy of this Announcement. Any representation to the contrary is a criminal offence in the United States.

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Certain statements in this Announcement are forward-looking statements with respect to the Company's expectations, intentions and projections regarding its future performance, strategic initiatives, anticipated events or trends and other matters that are not historical facts and which are, by their nature, inherently predictive, speculative and involve risks and uncertainty because they relate to events and depend on circumstances that may or may not occur in the future. All statements that address expectations or projections about the future, including statements about operating performance, strategic initiatives, objectives, market position, industry trends, general economic conditions, expected expenditures, expected cost savings and financial results, are forward-looking statements. Any statements contained in this Announcement that are not statements of historical fact are, or may be deemed to be, forward-looking statements. These forward-looking statements, which may use words such as "aim", "anticipate", "believe", "could", "intend", "estimate", "expect", "may", "plan", "project" or words or terms of similar meaning or the negative thereof, are not guarantees of future performance and are subject to known and unknown risks and uncertainties. There are a number of factors including, but not limited to, commercial, operational, economic and financial factors, that could cause actual results, financial condition, performance or achievements to differ materially from those expressed or implied by these forward-looking statements. Many of these risks and uncertainties relate to factors that are beyond the Company's ability to control or estimate precisely, such as changes in taxation or fiscal policy, future market conditions, currency fluctuations, the behaviour of other market participants,

the actions of governments or governmental regulators, or other risk factors, such as changes in the political, social and regulatory framework in which the Company operates or in economic or technological trends or conditions, including inflation, recession and consumer confidence, on a global, regional or national basis. Given those risks and uncertainties, readers are cautioned not to place undue reliance on forward-looking statements. Forward-looking statements speak only as of the date of this Announcement. The Bank and the Company expressly disclaim any obligation or undertaking to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise unless required to do so by applicable law or regulation.

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The Placing Shares will not be admitted to trading on any stock exchange other than the main market for listed securities of the London Stock Exchange.

Members of the public are not eligible to take part in the ABB and no public offering of Placing Shares is being or will be made.

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For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of Chapters 9A or 10A respectively of COBS; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the Placing Shares. Each distributor is responsible for undertaking its own target market assessment in respect of the Placing Shares and determining appropriate distribution channels.

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