

## THG Holdings plc

### PDMR/PCA Shareholdings

THG Holdings plc (the "**Company**") announces that it was notified on 22 September 2020 that the transactions set out in this announcement had been undertaken by persons discharging managerial responsibilities and persons closely associated with them.

The Company makes the below announcement and notification in accordance with the requirements of the EU Market Abuse Regulation:

<b>1.</b>	<b>Details of the person discharging managerial responsibilities / persons closely associated with them</b>	
a)	Name	Matthew Moulding
<b>2.</b>	<b>Reason for the notification</b>	
a)	Position / Status	Executive Chairman and Chief Executive Officer
b)	Initial Notification / Amendment	Initial Notification
<b>3.</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	THG Holdings plc
b)	LEI	21380066N3SV908IDP37
<b>4.</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the financial instrument, type of instrument  Identification Code	Ordinary voting shares of £0.005 each  ISIN: GB00BMTV7393
b)	Nature of the transaction	Acquisition of ordinary voting shares
c)	Price(s) and volume(s)	Price(s): £Nil

		Volume(s): 32,458,346
d)	Aggregated information	N/A - single transaction
e)	Date of transaction	21 September 2020
f)	Place of transaction	Outside of a trading venue

<b>1.</b>	<b>Details of the person discharging managerial responsibilities / persons closely associated with them</b>	
a)	Name	Matthew Moulding
<b>2.</b>	<b>Reason for the notification</b>	
a)	Position / Status	Executive Chairman and Chief Executive Officer
b)	Initial Notification / Amendment	Initial Notification
<b>3.</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	THG Holdings plc
b)	LEI	21380066N3SV908IDP37
<b>4.</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the financial instrument, type of instrument  Identification Code	Ordinary voting shares of £0.005 each  ISIN: GB00BMTV7393
b)	Nature of the transaction	Disposal of ordinary voting shares to FIC Shareco Limited (a PCA of Matthew Moulding)
c)	Price(s) and volume(s)	Price(s): £5.00 (balance left outstanding as a repayable)  Volume(s): 32,458,346
d)	Aggregated information	N/A - single transaction
e)	Date of transaction	21 September 2020
f)	Place of transaction	Outside of a trading venue

<b>1.</b>	<b>Details of the person discharging managerial responsibilities / persons closely associated with them</b>	
a)	Name	Matthew Moulding
<b>2.</b>	<b>Reason for the notification</b>	
a)	Position / Status	Executive Chairman and Chief Executive Officer
b)	Initial Notification / Amendment	Initial Notification
<b>3.</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	THG Holdings plc
b)	LEI	21380066N3SV908IDP37
<b>4.</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the financial instrument, type of instrument  Identification Code	Ordinary voting shares of £0.005 each  ISIN: GB00BMTV7393
b)	Nature of the transaction	Pledge of ordinary voting shares as security against a loan facility pursuant to a facilities agreement between FIC Shareco Limited and Barclays Bank plc (the " <b>FIC Shareco Loan Facility</b> ")
c)	Price(s) and volume(s)	Price(s): N/A  Volume(s): 42,626,886
d)	Aggregated information	N/A - single transaction
e)	Date of transaction	21 September 2020
f)	Place of transaction	Outside of a trading venue

<b>1.</b>	<b>Details of the person discharging managerial responsibilities / persons closely associated with them</b>	
a)	Name	Jodie Moulding
<b>2.</b>	<b>Reason for the notification</b>	

a)	Position / Status	PCA of Matthew Moulding
b)	Initial Notification / Amendment	Initial Notification
<b>3.</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	THG Holdings plc
b)	LEI	21380066N3SV908IDP37
<b>4.</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the financial instrument, type of instrument  Identification Code	Ordinary voting shares of £0.005 each  ISIN: GB00BMTV7393
b)	Nature of the transaction	Pledge of ordinary voting shares as security against the FIC Shareco Loan Facility
c)	Price(s) and volume(s)	Price(s): N/A  Volume(s): 9,834,879
d)	Aggregated information	N/A - single transaction
e)	Date of transaction	21 September 2020
f)	Place of transaction	Outside of a trading venue

<b>1.</b>	<b>Details of the person discharging managerial responsibilities / persons closely associated with them</b>	
a)	Name	FIC Shareco Limited
<b>2.</b>	<b>Reason for the notification</b>	
a)	Position / Status	PCA of Matthew Moulding
b)	Initial Notification / Amendment	Initial Notification
<b>3.</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	THG Holdings plc
b)	LEI	21380066N3SV908IDP37

<b>4.</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the financial instrument, type of instrument  Identification Code	Ordinary voting shares of £0.005 each  ISIN: GB00BMTV7393
b)	Nature of the transaction	Acquisition of ordinary voting shares from Matthew Moulding
c)	Price(s) and volume(s)	Price: £5.00 (balance left outstanding as a repayable)  Volume: 32,458,346
d)	Aggregated information	N/A - single transaction
e)	Date of transaction	21 September 2020
f)	Place of transaction	Outside of a trading venue

<b>1.</b>	<b>Details of the person discharging managerial responsibilities / persons closely associated with them</b>	
a)	Name	FIC Shareco Limited
<b>2.</b>	<b>Reason for the notification</b>	
a)	Position / Status	PCA of Matthew Moulding
b)	Initial Notification / Amendment	Initial Notification
<b>3.</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	THG Holdings plc
b)	LEI	21380066N3SV908IDP37
<b>4.</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the financial instrument, type of instrument  Identification Code	Ordinary voting shares of £0.005 each  ISIN: GB00BMTV7393
b)	Nature of the transaction	Disposal of ordinary voting shares

c)	Price(s) and volume(s)	Price: £5.00 Volume: 10,833,112
d)	Aggregated information	N/A - single transaction
e)	Date of transaction	21 September 2020
f)	Place of transaction	Outside of a trading venue

<b>1.</b>	<b>Details of the person discharging managerial responsibilities / persons closely associated with them</b>	
a)	Name	FIC Shareco Limited
<b>2.</b>	<b>Reason for the notification</b>	
a)	Position / Status	PCA of Matthew Moulding
b)	Initial Notification / Amendment	Initial Notification
<b>3.</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	THG Holdings plc
b)	LEI	21380066N3SV908IDP37
<b>4.</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the financial instrument, type of instrument  Identification Code	Ordinary voting shares of £0.005 each  ISIN: GB00BMTV7393
b)	Nature of the transaction	Pledge of ordinary voting shares as security against the FIC Shareco Loan Facility
c)	Price(s) and volume(s)	Price: N/A Volume: 32,458,346
d)	Aggregated information	N/A - single transaction
e)	Date of transaction	21 September 2020
f)	Place of transaction	Outside of a trading venue

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<b>1.</b>	<b>Details of the person discharging managerial responsibilities / persons closely associated with them</b>	
a)	Name	FIC Shareco Limited
<b>2.</b>	<b>Reason for the notification</b>	
a)	Position / Status	PCA of Matthew Moulding
b)	Initial Notification / Amendment	Initial Notification
<b>3.</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	THG Holdings plc
b)	LEI	21380066N3SV908IDP37
<b>4.</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the financial instrument, type of instrument  Identification Code	Ordinary voting shares of £0.005 each  ISIN: GB00BMTV7393
b)	Nature of the transaction	Acquisition of ordinary voting shares
c)	Price(s) and volume(s)	Price: £5.00  Volume: 3,000,000
d)	Aggregated information	N/A - single transaction
e)	Date of transaction	21 September 2020
f)	Place of transaction	Outside of a trading venue

<b>1.</b>	<b>Details of the person discharging managerial responsibilities / persons closely associated with them</b>	
a)	Name	Iain McDonald
<b>2.</b>	<b>Reason for the notification</b>	
a)	Position / Status	Non-Executive Director
b)	Initial Notification / Amendment	Initial Notification
<b>3.</b>	<b>Details of the issuer, emission allowance market participant,</b>	

	<b>auction platform, auctioneer or auction monitor</b>	
a)	Name	THG Holdings plc
b)	LEI	21380066N3SV908IDP37
<b>4.</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the financial instrument, type of instrument Identification Code	Ordinary voting shares of £0.005 each ISIN: GB00BMTV7393
b)	Nature of the transaction	Disposal of ordinary voting shares
c)	Price(s) and volume(s)	Price: £5.00 Volume: 1,019,700
d)	Aggregated information	N/A - single transaction
e)	Date of transaction	21 September 2020
f)	Place of transaction	Outside of a trading venue

<b>1.</b>	<b>Details of the person discharging managerial responsibilities / persons closely associated with them</b>	
a)	Name	Zillah Byng-Thorne
<b>2.</b>	<b>Reason for the notification</b>	
a)	Position / Status	Senior Independent Director
b)	Initial Notification / Amendment	Initial Notification
<b>3.</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	THG Holdings plc
b)	LEI	21380066N3SV908IDP37
<b>4.</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the financial instrument, type of instrument	Ordinary voting shares of £0.005 each ISIN: GB00BMTV7393



	Identification Code	
b)	Nature of the transaction	Disposal of ordinary voting shares
c)	Price(s) and volume(s)	Price: £5.00 Volume: 86,803
d)	Aggregated information	N/A - single transaction
e)	Date of transaction	21 September 2020
f)	Place of transaction	Outside of a trading venue

<b>1.</b>	<b>Details of the person discharging managerial responsibilities / persons closely associated with them</b>	
a)	Name	John Gallemore
<b>2.</b>	<b>Reason for the notification</b>	
a)	Position / Status	Chief Financial Officer
b)	Initial Notification / Amendment	Initial Notification
<b>3.</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	THG Holdings plc
b)	LEI	21380066N3SV908IDP37
<b>4.</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the financial instrument, type of instrument Identification Code	Ordinary voting shares of £0.005 each ISIN: GB00BMTV7393
b)	Nature of the transaction	Disposal of ordinary voting shares
c)	Price(s) and volume(s)	Price: £5.00 Volume: 1,087,633
d)	Aggregated information	N/A - single transaction
e)	Date of transaction	21 September 2020
f)	Place of transaction	Outside of a trading venue

<b>1.</b>	<b>Details of the person discharging managerial responsibilities / persons closely associated with them</b>	
a)	Name	Dominic Murphy
<b>2.</b>	<b>Reason for the notification</b>	
a)	Position / Status	Independent Non-Executive Director
b)	Initial Notification / Amendment	Initial Notification
<b>3.</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	THG Holdings plc
b)	LEI	21380066N3SV908IDP37
<b>4.</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the financial instrument, type of instrument Identification Code	Ordinary voting shares of £0.005 each ISIN: GB00BMTV7393
b)	Nature of the transaction	Acquisition of ordinary voting shares
c)	Price(s) and volume(s)	Price(s): £5.00 Volume(s): 2,000,000
d)	Aggregated information	N/A - single transaction
e)	Date of transaction	21 September 2020
f)	Place of transaction	Outside of a trading venue

<b>1.</b>	<b>Details of the person discharging managerial responsibilities / persons closely associated with them</b>	
a)	Name	Dominic Murphy
<b>2.</b>	<b>Reason for the notification</b>	
a)	Position / Status	Independent Non-Executive Director
b)	Initial Notification / Amendment	Initial Notification

<b>3.</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	THG Holdings plc
b)	LEI	21380066N3SV908IDP37
<b>4.</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the financial instrument, type of instrument  Identification Code	Ordinary voting shares of £0.005 each  ISIN: GB00BMTV7393
b)	Nature of the transaction	Acquisition of ordinary voting shares
c)	Price(s) and volume(s)	Price(s): £Nil  Volume(s): 3,826,746
d)	Aggregated information	N/A - single transaction
e)	Date of transaction	21 September 2020
f)	Place of transaction	Outside of a trading venue

**Enquiries to:**

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