

FORM 8 (OPD)

**PUBLIC OPENING POSITION DISCLOSURE BY A PARTY TO AN OFFER**  
**Rules 8.1 and 8.2 of the Takeover Code (the "Code")**

**1. KEY INFORMATION**

<b>(a) Full name of discloser:</b>	TRIBAL GROUP PLC
<b>(b) Owner or controller of interests and short positions disclosed, if different from 1(a):</b> <i>The naming of nominee or vehicle companies is insufficient. For a trust, the trustee(s), settlor and beneficiaries must be named.</i>	n/a
<b>(c) Name of offeror/offeree in relation to whose relevant securities this form relates:</b> <i>Use a separate form for each offeror/offeree</i>	TRIBAL GROUP PLC
<b>(d) Is the discloser the offeror or the offeree?</b>	OFFEREE
<b>(e) Date position held:</b> <i>The latest practicable date prior to the disclosure</i>	19/10/2023
<b>(f) In addition to the company in 1(c) above, is the discloser making disclosures in respect of any other party to the offer?</b> <i>If it is a cash offer or possible cash offer, state "N/A"</i>	N/A

**2. POSITIONS OF THE PARTY TO THE OFFER MAKING THE DISCLOSURE**

*If there are positions or rights to subscribe to disclose in more than one class of relevant securities of the offeror or offeree named in 1(c), copy table 2(a) or (b) (as appropriate) for each additional class of relevant security.*

**(a) Interests and short positions in the relevant securities of the offeror or offeree to which the disclosure relates**

<b>Class of relevant security:</b>	<b>Ordinary Shares 5p</b>			
	<b>Interests</b>		<b>Short positions</b>	
	<b>Number</b>	<b>%</b>	<b>Number</b>	<b>%</b>
<b>(1) Relevant securities owned and/or controlled:</b>	Nil		Nil	
<b>(2) Cash-settled derivatives:</b>	Nil		Nil	
<b>(3) Stock-settled derivatives (including options) and agreements to purchase/sell:</b>	Nil		Nil	
<b>TOTAL:</b>	Nil		Nil	

*All interests and all short positions should be disclosed.*

*Details of any open stock-settled derivative positions (including traded options), or agreements to purchase or sell relevant securities, should be given on a Supplemental Form 8 (Open Positions).*

*Details of any securities borrowing and lending positions or financial collateral arrangements should be disclosed on a Supplemental Form 8 (SBL).*

**(b) Rights to subscribe for new securities**

<b>Class of relevant security in relation to</b>	None n/a
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which subscription right exists:	
Details, including nature of the rights concerned and relevant percentages:	None n/a

### 3. POSITIONS OF PERSONS ACTING IN CONCERT WITH THE PARTY TO THE OFFER MAKING THE DISCLOSURE

<b>Details of any interests, short positions and rights to subscribe (including directors' and other employee options) of any person acting in concert with the party to the offer making the disclosure:</b>				
<b>Directors and connected parties share ownership (Ord shares 5p) and percentage of issued shares</b>				
Roger McDowell: 3,975,726 (1.87%) Richard Last: 3,095,726 (1.46%) Mark Pickett*: 1,264,727 (0.60%) Nigel Halkes: 14,285 (0.01%)				
* Mark Pickett's shares include 1000 shares held, or beneficially owned, by Ingrid Pickett, the spouse of Mark Pickett				
<b>Directors LTIP Share Schemes</b>				
	Number of Shares under Options	Exercise Price	Date from which exercisable	Expiry Date
<b>Mark Pickett</b>				
LTIP - 7 July 2020	321,429	Nil	July 2023	July 2030
LTIP - 28 June 2021	183,673	Nil	June 2024	June 2031
LTIP - 11 April 2022	211,765	Nil	April 2025	April 2032
LTIP - 16 October 2023	240,308	Nil	October 2026	October 2033
<b>Diane McIntyre</b>				
LTIP - 28 <sup>th</sup> June 2021	136,054	Nil	June 2024	June 2031
LTIP - 11 April 2022	156,863	Nil	April 2025	April 2032
LTIP - 16 October 2023	178,006	Nil	October 2026	October 2033
<b>Other connected parties (Advisers to Tribal Group plc):</b>				
William Blair International, Limited: Nil holdings Investec Bank plc: Nil non-exempt holdings Singer Capital Markets: Nil non-exempt holdings				

*Details of any open stock-settled derivative positions (including traded options), or agreements to purchase or sell relevant securities, should be given on a Supplemental Form 8 (Open Positions).*

*Details of any securities borrowing and lending positions or financial collateral arrangements should be disclosed on a Supplemental Form 8 (SBL).*

### 4. OTHER INFORMATION

#### (a) Indemnity and other dealing arrangements

<b>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 party to the offer making the disclosure or any person acting in concert with it:</b> <i>Irrevocable commitments and letters of intent should not be included. If there are no such agreements, arrangements or understandings, state "none"</i>
None

#### (b) Agreements, arrangements or understandings relating to options or derivatives

<b>Details of any agreement, arrangement or understanding, formal or informal, between the party to the offer making the disclosure, or any person acting in concert with it, and any other person relating to:</b> <b>(i) the voting rights of any relevant securities under any option; or</b>
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(ii) the voting rights or future acquisition or disposal of any relevant securities to which any derivative is referenced: <i>If there are no such agreements, arrangements or understandings, state "none"</i>
None

**(c) Attachments**

**Are any Supplemental Forms attached?**

<b>Supplemental Form 8 (Open Positions)</b>	NO
<b>Supplemental Form 8 (SBL)</b>	NO

<b>Date of disclosure:</b>	<b>19/10/2023</b>
<b>Contact name:</b>	<b>Diane McIntyre</b>
<b>Telephone number:</b>	<b><a href="tel:03300164000">0330 016 4000</a></b>

*Public disclosures under Rule 8 of the Code must be made to a Regulatory Information Service.*

*The Panel's Market Surveillance Unit is available for consultation in relation to the Code's disclosure requirements on +44 (0)20 7638 0129.*

*The Code can be viewed on the Panel's website at [www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk).*

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