

**PUBLIC OPENING POSITION DISCLOSURE/DEALING DISCLOSURE BY  
A PERSON WITH INTERESTS IN RELEVANT SECURITIES REPRESENTING 1% OR MORE  
Rule 8.3 of the Takeover Code (the "Code")**

**1. KEY INFORMATION**

<b>(a) Full name of discloser:</b>	BlackRock, Inc.
<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>	Shawbrook Group Plc
<b>(d) If an exempt fund manager connected with an offeror/offeree, state this and specify identity of offeror/offeree:</b>	
<b>(e) Date position held/dealing undertaken:</b> <i>For an opening position disclosure, state the latest practicable date prior to the disclosure</i>	07 April 2017
<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 PERSON 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 following the dealing (if any)**

Class of relevant security:	1p ordinary			
	Interests		Short positions	
	Number	%	Number	%
<b>(1) Relevant securities owned and/or controlled:</b>	3,765,295	1.50%	0	0.00%
<b>(2) Cash-settled derivatives:</b>	0	0.00%	16,808	0.00%
<b>(3) Stock-settled derivatives (including options) and agreements to purchase/sell:</b>	0	0.00%	0	0.00%
<b>TOTAL:</b>	3,765,295	1.50%	16,808	0.00%

*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).*

**(b) Rights to subscribe for new securities (including directors' and other employee options)**

<b>Class of relevant security in relation to</b>	
--	--

which subscription right exists:	
Details, including nature of the rights concerned and relevant percentages:	

### 3. DEALINGS (IF ANY) BY THE PERSON MAKING THE DISCLOSURE

Where there have been dealings in more than one class of relevant securities of the offeror or offeree named in 1(c), copy table 3(a), (b), (c) or (d) (as appropriate) for each additional class of relevant security dealt in.

The currency of all prices and other monetary amounts should be stated.

#### (a) Purchases and sales

Class of relevant security	Purchase/sale	Number of securities	Price per unit

#### (b) Cash-settled derivative transactions

Class of relevant security	Product description e.g. CFD	Nature of dealing e.g. opening/closing a long/short position, increasing/reducing a long/short position	Number of reference securities	Price per unit
1p ordinary	CFD	Reducing short	664	GBP 3.3713
1p ordinary	CFD	Reducing short	570	GBP 3.3733
1p ordinary	CFD	Reducing short	175	GBP 3.3753
1p ordinary	CFD	Reducing short	231	GBP 3.3763
1p ordinary	CFD	Reducing short	447	GBP 3.3773
1p ordinary	CFD	Reducing short	386	GBP 3.3783
1p ordinary	CFD	Reducing short	226	GBP 3.3793
1p ordinary	CFD	Reducing short	74	GBP 3.3858
1p ordinary	CFD	Reducing short	1,241	GBP 3.3863
1p ordinary	CFD	Reducing short	1,651	GBP 3.3864
1p ordinary	CFD	Reducing short	291	GBP 3.3893
1p ordinary	CFD	Reducing short	34	GBP 3.3903
1p ordinary	CFD	Reducing short	9	GBP 3.3956
1p ordinary	CFD	Reducing short	8	GBP 3.3962
1p ordinary	CFD	Reducing short	5	GBP 3.3970
1p ordinary	CFD	Reducing short	177	GBP 3.3973
1p ordinary	CFD	Reducing short	158	GBP 3.3983
1p ordinary	CFD	Reducing short	15	GBP 3.3986
1p ordinary	CFD	Reducing short	12	GBP 3.3992
1p ordinary	CFD	Reducing short	10	GBP 3.3993
1p ordinary	CFD	Reducing short	442	GBP 3.3993
1p ordinary	CFD	Reducing short	11	GBP 3.3994
1p ordinary	CFD	Reducing short	7	GBP 3.4000
1p ordinary	CFD	Reducing short	8	GBP 3.4003
1p ordinary	CFD	Reducing short	1,570	GBP 3.4003
1p ordinary	CFD	Reducing short	4	GBP 3.4004
1p ordinary	CFD	Reducing short	14	GBP 3.4005
1p ordinary	CFD	Reducing short	7	GBP 3.4006
1p ordinary	CFD	Reducing short	16	GBP 3.4007
1p ordinary	CFD	Reducing short	20	GBP 3.4007
1p ordinary	CFD	Reducing short	20	GBP 3.4007
1p ordinary	CFD	Reducing short	12	GBP 3.4011
1p ordinary	CFD	Reducing short	30	GBP 3.4012
1p ordinary	CFD	Reducing short	390	GBP 3.4013
1p ordinary	CFD	Reducing short	13	GBP 3.4017
1p ordinary	CFD	Reducing short	26	GBP 3.4017
1p ordinary	CFD	Reducing short	13	GBP 3.4020
1p ordinary	CFD	Reducing short	13	GBP 3.4027
1p ordinary	CFD	Reducing short	26	GBP 3.4029
1p ordinary	CFD	Reducing short	6	GBP 3.4032
1p ordinary	CFD	Reducing short	13	GBP 3.4034
1p ordinary	CFD	Reducing short	8	GBP 3.4052

1p ordinary	CFD	Reducing short	219	GBP 3.4063
1p ordinary	CFD	Reducing short	13	GBP 3.4064
1p ordinary	CFD	Reducing short	6	GBP 3.4073
1p ordinary	CFD	Reducing short	27	GBP 3.4083

(c) **Stock-settled derivative transactions (including options)**

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

Class of relevant security	Product description <i>e.g. call option</i>	Writing, purchasing, selling, varying etc.	Number of securities to which option relates	Exercise price per unit	Type <i>e.g. American, European etc.</i>	Expiry date	Option money paid/received per unit

(ii) **Exercise**

Class of relevant security	Product description <i>e.g. call option</i>	Exercising/exercised against	Number of securities	Exercise price per unit

(d) **Other dealings (including subscribing for new securities)**

Class of relevant security	Nature of dealing <i>e.g. subscription, conversion</i>	Details	Price per unit (if applicable)
1p ordinary	Transfer In of Shares	274	
1p ordinary	Transfer In of Shares	37,537	

**4. OTHER INFORMATION**

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

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

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

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

(c) **Attachments**

Is a Supplemental Form 8 (Open Positions) attached?	No
---	----

Date of disclosure:	10 April 2017
---------------------	---------------

<b>Contact name:</b>	Jana Blumenstein
<b>Telephone number:</b>	+44 20 7743 3650

*Public disclosures under Rule 8 of the Code must be made to a Regulatory Information Service and must also be emailed to the Takeover Panel at [monitoring@disclosure.org.uk](mailto:monitoring@disclosure.org.uk).*

*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).*

This information is provided by RNS  
The company news service from the London Stock Exchange

END

RETLBLFFDZFEBBX