RNS Number : 0312B
GoldmanSachs International
30 March 2017

FORM 8.5 (EPT/RI)

PUBLIC DEALING DISCLOSURE BY AN EXEMPT PRINCIPAL TRADER WITH RECOGNISED INTERMEDIARY STATUS DEALING IN A CLIENT-SERVING CAPACITY
Rule 8.5 of the Takeover Code (the "Code")

1. KEY INFORMATION

(a) Name of exempt principal trader:	(GS) GOLDMAN SACHS INTERNATIONAL
(b) Name of offeror/offeree in relation to whose relevant securities this form relates: *Use a separate form for each offeror/offeree*	SHAWBROOK GROUP PLC
(c) Name of the party to the offer with which exempt principal trader is connected:	SHAWBROOK GROUP PLC
(d) Date dealing undertaken:	29 March 2017
(e) In addition to the company in 1(b) above, is the exempt principal trader making disclosures in respect of any other party to the offer? *If it is a cash offer or possible cash offer, state "N/A"*	N/A

2. DEALINGS BY THE EXEMPT PRINCIPAL TRADER

Where there have been dealings in more than one class of relevant securities of the offeror or offeree named in 1(b), copy table 2(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	Purchases/ sales	Total number of securities	Highest price per unit paid/received	Lowest price per unit paid/received
1p ordinary	Purchases	20,549	3.1620 GBP	3.1070 GBP
1p ordinary	Sales	349,001	3.1600 GBP	3.0982 GBP

(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 a short position	861	3.1287 GBP
1p ordinary	CFD	Reducing a short position	1,064	3.1287 GBP
1p ordinary	CFD	Reducing a long position	5,600	3.1423 GBP
1p ordinary	SWAP	Reducing a short position	331,899	3.0982 GBP

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

(i) Writing, selling, purchasing or varying

Class of relevant	Product description	Writing, purchasing,	Number of securities	Exercise price per	Type	Expiry date	Option money

security	*e.g. call option*	selling, varying etc.	to which option relates	unit	*e.g. American, European etc.*		paid/ received per unit

(ii) Exercise

Class of relevant security	Product description *e.g. call option*	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 *e.g. subscription, conversion*	Details	Price per unit (if applicable)

3. OTHER INFORMATION

(a) Indemnity and other dealing arrangements

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 exempt principal trader making the disclosure and any party to the offer or any person acting in concert with a party to the offer: *Irrevocable commitments and letters of intent should not be included. If there are no such agreements, arrangements or understandings, state "none"*
NONE

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

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 voting rights or future acquisition or disposal of any relevant securities to which any derivative is referenced:** *If there are no such agreements, arrangements or understandings, state "none"*
NONE

Date of disclosure:	30 March 2017
Contact name:	Joanna Foley and Kashif Rafiq
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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. 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.

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