

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

AMENDED RNS REF: 7408H, CHANGES MADE TO SECTION 3(B)

1. KEY INFORMATION

(a) Full name of discloser:	Moss Bros Group plc
(b) Owner or controller of interests and short positions disclosed, if different from 1(a): <i>The naming of nominee or vehicle companies is insufficient. For a trust, the trustee(s), settlor and beneficiaries must be named.</i>	
(c) Name of offeror/offeree in relation to whose relevant securities this form relates: <i>Use a separate form for each offeror/offeree</i>	Moss Bros Group plc
(d) Is the discloser the offeror or the offeree?	OFFEROR/ OFFEREE
(e) Date position held: <i>The latest practicable date prior to the disclosure</i>	25 March 2020
(f) In addition to the company in 1(c) above, is the discloser making disclosures in respect of any other party to the offer? <i>If it is a cash offer or possible cash offer, state "N/A"</i>	YES / NO / N/A <i>If YES, specify which:</i>

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

Class of relevant security:	Ordinary Shares of 5 pence each			
	Interests		Short positions	
	Number	%	Number	%
(1) Relevant securities owned and/or controlled:	NIL	0	NIL	0
(2) Cash-settled derivatives:	NIL	0	NIL	0
(3) Stock-settled derivatives (including options) and agreements to purchase/sell:	NIL	0	NIL	0
TOTAL:	NIL	0	NIL	0

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

Class of relevant security in relation to which subscription right exists:	NIL
Details, including nature of the rights concerned and relevant percentages:	NIL

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

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:

(a) Interests of directors of Moss Bros Group plc in Moss Bros Group plc's ordinary shares of 5 pence each

Name	Number of ordinary shares of 5 pence each	Percentage of total issued share capital (%) (excluding any shares held under option)
Colin Porter	509,673	0.5
Brian Brick	1,697,534	1.7
Maurice Helfgott*	400,727*	0.4

*includes shares held or controlled by his spouse Danielle Helfgott and shares held in each of their personal ISAs

(b) Details of awards granted to the directors of Moss Bros Group plc outstanding

Name	Description of Award	Date of Grant	Number of ordinary shares of 5 pence each subject to the outstanding awards	Exercise price (p)	Exercise period
Brian Brick	Option	8 April 2019	1,088,709	Nil	4 April 2022 – 4 April 2029
	Option	30 April 2018	678,571	Nil	4 April 2021 – 4 April 2028
	Option	20 April 2017	324,578	Nil	4 April 2020 – 4 April 2027
	Option	20 April 2017	119,301	Nil	11 April 2020 - until about the tenth anniversary of the date of grant.

	Option	10 May 2018	46,153	39.00 pence per share	Three years after grant, for a six month period.
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(c) Interests in ordinary shares of Moss Bros Group plc held by other concert parties of Moss Bros Group Plc

Name	Number and position in respect of ordinary shares of 5 pence each	Percentage of total issued share capital (%)

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

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:

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 party to the offer making the disclosure, or any person acting in concert with it, 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

(c) Attachments**Are any Supplemental Forms attached?**

Supplemental Form 8 (Open Positions)	YES/NO
Supplemental Form 8 (SBL)	YES/NO

Date of disclosure:	26 March 2020
Contact name:	Bill Adams Group Finance Director
Telephone number:	+44 (0)20 7447 7200

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.