



RNS Number : 1716R
Hyve Group PLC
27 February 2023

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

(a) Full name of discloser:	Hyve 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>	N/A
(c) Name of offeror/offeree in relation to whose relevant securities this form relates: <i>Use a separate form for each offeror/offeree</i>	Hyve Group plc
(d) Is the discloser the offeror or the offeree?	OFFEREE
(e) Date position held: <i>The latest practicable date prior to the disclosure</i>	22 February 2023
(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>	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

Class of relevant security:	Ordinary shares of 10 pence each			
	Interests		Short positions	
	Number	%	Number	%
(1) Relevant securities owned and/or controlled:	NIL	-	NIL	-
(2) Cash-settled derivatives:	NIL	-	NIL	-
(3) Stock-settled derivatives (including options) and agreements to purchase/sell:	NIL	-	NIL	-
	NIL	-	NIL	-

TOTAL:				
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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:	N/A
Details, including nature of the rights concerned and relevant percentages:	N/A

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 held by the directors of Hyve Group plc, their close relatives and related trusts:

Name	No. of ordinary shares of 10 pence each	% of interest held
Directors		
Richard Last	405,163	0.13%
Mark Shashoua	956,040	0.32%
John Gulliver	198,962	0.06%
Nicholas Backhouse	16,250	0.00%
Close relatives of director(s)		
Colene Dougary	39,771	0.0136369%

(b) Interests held as options or awards under the share plans of Hyve Group plc by the directors of Hyve Group plc and their close relatives and related trusts who are not exempt principal traders for the purposes of Rule 8 of the Code

Share scheme	Date of grant	Vesting date(s)	Expiration date	Exercise price per share (£)	No. of ordinary shares subject to award
Mark Shashoua					
Performance Share Plan	04/12/20	04/12/23	04/12/30	-	461,668
Deferred Share Bonus Plan	13/12/22	13/12/25	13/12/26	-	364,732
Value Creation Plan	26/10/21	26/10/24, 26/10/25 and 26/10/26	25/10/31	-	6,495,638
Total:					7,322,038

Share scheme	Date of grant	Vesting date(s)	Expiration date	Exercise price per share (£)	No. of ordinary shares subject
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				share (£)	to award
John Gulliver					
Performance Share Plan	04/12/20	04/12/23	04/12/30	-	221,450
Deferred Share Bonus Plan	13/12/22	13/12/25	13/12/26	-	174,953
Value Creation Plan	26/10/21	26/10/24, 26/10/25 and 26/10/26	25/10/31	-	3,526,203
Total:					3,922,606

(c) Interests and short positions held by connected advisers of Helium Group plc

None.

(d) Interests, short positions and rights to subscribe held by other presumed concert parties of Hyve Group plc

None.

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

<p>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:</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>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:</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

Are any Supplemental Forms attached?

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

Date of disclosure:	27 February 2023
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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.

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