

## Regulatory Story

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**React Group PLC** - REAT Grant of Options and Warrants  
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React Group PLC  
17 May 2019

### REACT GROUP PLC

#### Grant of Options and Warrants

React Group Plc announces that on 17 May 2019 it granted options ("Options") over a total of 42,371,519 ordinary shares of 0.25 pence in the Company's ("Ordinary Shares") to employees, as set out in the table below. Gillian Leates has surrendered her existing warrants over 2,380,000 Ordinary Shares. The Company has also granted warrants ("Warrants") over a total of 19,939,537 Ordinary Shares to Wydelta Limited, a consulting and advisory firm led by Mark Braund. In aggregate, these share options and warrants represent 14.6 % of the current issued share capital.

The Options have an exercise price of 0.3 pence per Ordinary Share, vest two years from the date of grant and once vested are exercisable at any time up to ten years after the date of grant, subject to performance conditions. The Warrants are subject to the same performance criteria although are exercisable at any time up to five years after the date of grant. After five years the option performance will cease to apply.

The Options and Warrants have an exercise price of 0.3 pence per share and are subject to performance conditions whereby the average mid-market closing share price of the Company's Ordinary Shares in any consecutive 5 day period in the period 17 May 2024 is at or above the defined levels, as follows:

share price at or above	% of total vesting	cumulative % of total vesting
0.40p	10%	10%
0.80p	10%	20%
1.20p	10%	30%
1.60p	10%	40%
2.00p	10%	50%
2.40p	25%	75%
2.80p	25%	100%

The Options and Warrants have been granted to as follows:

Name	Role	Type	Options or Warrants granted	Total Options / Warrants over Ordinary Shares now held

Gillian Leates	Executive Chairman	Enterprise Management Incentive ("EMI")	19,939,537	19,939,537
Shaun Doak	Managing Director	EMI	18,693,318	18,693,318
Andrea Pankhurst	Finance Controller	EMI	2,077,038	2,077,038
Michael Joyce	Non-Executive Director	Non-approved	830,813	830,813
Rob Gilbert	Non-Executive Director	Non-approved	830,813	830,813
Wydelta Limited	Strategic & Operational Advice	Warrants	19,939,537	19,939,537

For further information, please contact:

REACT Group PLC 07799 662642

Gill Leates - Executive Chairman

SPARK Advisory Partners Limited 0113 370 8974

Neil Baldwin

Peterhouse Capital (Broker) 0207 459 0930

Duncan Vasey/Martin Lampshire

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>	
a)	Name	Gillian Leates
<b>2</b>	<b>Reason for the notification</b>	
a)	Position/status	Executive Chairman
b)	Initial notification /Amendment	Initial notification
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	REACT Group plc
b)	LEI	213800H54C4GOFN7MO32
<b>4</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	

a)	Description of the financial instrument, type of instrument  Identification code	Ordinary shares of 0.25p each  GB00BZ2JBG28				
b)	Nature of the transaction	Grant of Options				
c)	Price(s) and volume(s)	<table border="1"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>0.3p</td> <td>19,939,537</td> </tr> </tbody> </table>	Price(s)	Volume(s)	0.3p	19,939,537
Price(s)	Volume(s)					
0.3p	19,939,537					
d)	Aggregated information  - Aggregated volume  - Price	n/a - single transaction				
e)	Date of the transaction	17 May 2019				
f)	Place of the transaction	London Stock Exchange				

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>	
a)	Name	Shaun Doak
<b>2</b>	<b>Reason for the notification</b>	
a)	Position/status	Managing Director
b)	Initial notification /Amendment	Initial notification
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	REACT Group plc
b)	LEI	213800H54C4GOFN7M032
<b>4</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the financial instrument, type of	Ordinary shares of 0.25p each

	instrument Identification code	GB00BZ2JBG28				
b)	Nature of the transaction	Grant of Options				
c)	Price(s) and volume(s)	<table border="1"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>0.3p</td> <td>18,693,318</td> </tr> </tbody> </table>	Price(s)	Volume(s)	0.3p	18,693,318
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0.3p	18,693,318					
d)	Aggregated information - Aggregated volume - Price	n/a - single transaction				
e)	Date of the transaction	17 May 2019				
f)	Place of the transaction	London Stock Exchange				

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>	
a)	Name	Andrea Pankhurst
<b>2</b>	<b>Reason for the notification</b>	
a)	Position/status	Finance Controller
b)	Initial notification /Amendment	Initial notification
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	REACT Group plc
b)	LEI	213800H54C4GOFN7MO32
<b>4</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the financial instrument, type of instrument  Identification code	Ordinary shares of 0.25p each  GB00BZ2JBG28

b)	Nature of the transaction	Grant of Options				
c)	Price(s) and volume(s)	<table border="1"> <tr> <td>Price(s)</td> <td>Volume(s)</td> </tr> <tr> <td>0.3p</td> <td>2,077,038</td> </tr> </table>	Price(s)	Volume(s)	0.3p	2,077,038
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0.3p	2,077,038					
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e)	Date of the transaction	17 May 2019				
f)	Place of the transaction	London Stock Exchange				

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>	
a)	Name	Michael Joyce
<b>2</b>	<b>Reason for the notification</b>	
a)	Position/status	Non-Executive Director
b)	Initial notification /Amendment	Initial notification
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	REACT Group plc
b)	LEI	213800H54C4GOFN7MO32
<b>4</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the financial instrument, type of instrument  Identification code	Ordinary shares of 0.25p each  GB00BZ2JBG28
b)	Nature of the transaction	Grant of Options
c)	Price(s) and volume(s)	

		Price(s)	Volume(s)
		0.3p	830,813
d)	Aggregated information - Aggregated volume - Price	n/a - single transaction	
e)	Date of the transaction	17 May 2019	
f)	Place of the transaction	London Stock Exchange	

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>		
a)	Name	Rob Gilbert	
<b>2</b>	<b>Reason for the notification</b>		
a)	Position/status	Non-Executive Director	
b)	Initial notification /Amendment	Initial notification	
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>		
a)	Name	REACT Group plc	
b)	LEI	213800H54C4GOFN7MO32	
<b>4</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>		
a)	Description of the financial instrument, type of instrument  Identification code	Ordinary shares of 0.25p each  GB00BZ2JBG28	
b)	Nature of the transaction	Grant of Options	
c)	Price(s) and volume(s)	Price(s)	Volume(s)
		0.3p	830,813
d)	Aggregated information	n/a - single transaction	

	- Aggregated volume - Price	
e)	Date of the transaction	17 May 2019
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