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If you have sold or otherwise transferred all your shares in French Connection Group PLC, subject to the restrictions on distribution described below and in the enclosed announcement, please send this letter and its enclosures as soon as possible to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

**NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, IN, INTO OR FROM ANY JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OF SUCH JURISDICTION.**

# FRENCH CONNECTION

## FRENCH CONNECTION GROUP PLC

*(Incorporated in England & Wales under the Companies Acts 1948 to 1976, registered number 01410568)*

*Registered Office:*

First Floor Centro One  
39 Plender Street  
London NW1 0DT  
United Kingdom

4 October 2021

**To French Connection Group PLC (the "Company" or "French Connection")  
shareholders and persons with information rights**

Dear Shareholder

Following the announcement made by French Connection on 2 March 2021 that it had entered into a formal sale process, the boards of MIP Holdings Ltd ("**MIP**"), a company owned and controlled by Apinder Singh Ghura (a circa 25% shareholder in French Connection) and certain of his business associates, and French Connection announced on 4 October 2021 that they have reached agreement on the terms of a recommended acquisition (the "**Acquisition**") under which MIP will acquire the entire issued and to be issued ordinary share capital of French Connection (the "**Announcement**") not currently owned by Apinder Singh Ghura. The Acquisition will be regulated by the City Code on Takeovers and Mergers (the "**Takeover Code**").

A copy of the Announcement can be accessed via [www.frenchconnection.com](http://www.frenchconnection.com). This letter is being sent in accordance with Rule 2.11 of the Takeover Code.

The formal offer documentation providing further information about the Acquisition will be made available to you in due course, subject to the restrictions on distribution described in the Announcement. Shareholders do not need to take any action at this time.

Please be aware that addresses, electronic addresses and certain other information provided by you for the receipt of communications from the Company may be provided to MIP during the offer period as required by the Takeover Code to allow MIP to contact you directly in connection with the Acquisition.

This letter and the Announcement will be available on the Company's website at [www.frenchconnection.com](http://www.frenchconnection.com) by no later than 12 noon (London time) on the business day following the date of this letter.

A hard copy of the Announcement will not be sent to you unless you have previously notified the Registrars, Link Group, that you wished to receive all documents in hard copy form or unless requested in accordance with the procedure set out below.

If you have any administrative question or would like to request a hard copy of the Announcement please contact the Registrars, Link Group, during business hours on 0371 664 0300 (or if calling from outside the UK +44 (0) 371 664 0300) or by submitting a request in writing to Link Group, 10th Floor, Central Square, 29 Wellington Street, Leeds, LS1 4DL. You may also request that all future documents, announcements and information to be sent to you in relation to the Acquisition should be in hard copy form.

Yours sincerely

Stephen Marks

**Chairman**

*The Directors of the Company (who are listed below) accept responsibility for the information contained in this notification (including any expressions of opinion). To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case), the information contained in this notification is in accordance with the facts and does not omit anything likely to affect the import of such information.*

*The Directors of the Company as at the date of this announcement are as follows:*

*Stephen Marks  
Neil Williams  
Sarah Curran MBE  
Neil Page  
Lee Williams*

### ***Disclosure requirements of the Takeover Code***

Under Rule 8.3(a) of the Takeover Code, any person who is interested in 1% or more of any class of relevant securities of an offeree company or of any securities exchange offeror (being any offeror other than an offeror in respect of which it has been announced that its offer is, or is likely to be, solely in cash) must make an Opening Position Disclosure following the commencement of the offer period and, if later, following the announcement in which any securities exchange offeror is first identified. An Opening Position Disclosure must contain details of the person's interests and short positions in, and rights to subscribe for, any relevant securities of each of (i) the offeree company and (ii) any securities exchange offeror(s). An Opening Position Disclosure by a person to whom Rule 8.3(a) applies must be made by no later than 3.30 pm (London time) on the 10th Business Day following the commencement of the offer period and, if appropriate, by no later than 3.30 pm (London time) on the 10th Business Day following the announcement in which any securities exchange offeror is first identified. Relevant persons who deal in the relevant securities of the offeree company or of a securities exchange offeror prior to the deadline for making an Opening Position Disclosure must instead make a Dealing Disclosure.

Under Rule 8.3(b) of the Takeover Code, any person who is, or becomes, interested in 1% or more of any class of relevant securities of the offeree company or of any securities exchange offeror must make a Dealing Disclosure if the person deals in any relevant securities of the offeree company or of any securities exchange offeror. A Dealing Disclosure must contain details of the dealing concerned and of the person's interests and short positions in, and rights to subscribe for, any relevant securities of each of (i) the offeree company and (ii) any securities exchange offeror(s), save to the extent that these details have previously been disclosed under Rule 8. A Dealing Disclosure by a person to whom Rule 8.3(b) applies must be made by no later than 3.30 pm (London time) on the Business Day following the date of the relevant dealing.

If two or more persons act together pursuant to an agreement or understanding, whether formal or informal, to acquire or control an interest in relevant securities of an offeree company or a securities exchange offeror, they will be deemed to be a single person for the purpose of Rule 8.3.

Opening Position Disclosures must also be made by the offeree company and by any offeror and Dealing Disclosures must also be made by the offeree company, by any offeror and by any persons acting in concert with any of them (see Rules 8.1, 8.2 and 8.4).

Details of the offeree and offeror companies in respect of whose relevant securities Opening Position Disclosures and Dealing Disclosures must be made can be found in the Disclosure Table on the Takeover Panel's website at [www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk), including details of the number of relevant securities in issue, when the offer period commenced and when any offeror was first identified. You should contact the Panel's Market Surveillance Unit on +44 (0)20 7638 0129 if you are in any doubt as to whether you are required to make an Opening Position Disclosure or a Dealing Disclosure.