

2 May 2017

FIH Group plc
(“FIH” or “the Company”)

Share transaction, director dealing and changes to the Board

The Board of the Company (the “Board”) has been informed that following a transaction in the ordinary shares of 10p each in the Company (“Ordinary Shares”), Blackfish Capital Alpha Fund SPC (“Blackfish”) and Staunton Holdings Limited (“Staunton”) hold no interest in the Company and that The Article 6 Marital Trust created under the First Amended and Restated Jerry Zucker Revocable Trust dated 4-2-07 (“The Article 6 Marital Trust”), now has a beneficial holding of 3,596,553 Ordinary Shares, representing 28.92% of the Company’s issued share capital.

The Article 6 Marital Trust, a long-term shareholder in FIH, has provided certain assurances to the Board as to its intentions. In particular, it has stated its support for the long term growth of the business and its subsidiaries, as a London quoted company.

Following the exit of Blackfish and Staunton as shareholders Edmund Rowland, who is connected to both Blackfish and Staunton, has stepped down as the chairman of FIH with immediate effect. Jeremy Brade, a current independent non-executive director of FIH, has agreed to act as interim chairman whilst a new independent, non-executive chairman is sought. Edmund Rowland has agreed to remain on the Board as a non-executive director until a further board appointment has been made. The Board has commenced the process of identifying and appointing one or more new non-executive directors, including the aforementioned new independent, non-executive chairman. Further announcements relating to this exercise will be made in due course.

The independent directors would like to thank Edmund Rowland for fulfilling the role of chairman of the Company for the past two years. Furthermore, the independent directors welcome The Article 6 Marital Trust’s commitment to the Company.

ENDS

Further enquiries:

FIH Group plc

John Foster

Tel: +44 (0) 1279 461 630

WH Ireland Limited

Nominated Adviser and Broker to FIH

Adrian Hadden

Nick Prowting

Tel: +44 (0) 20 7220 1666

FTI Consulting

Communications adviser to FIH

Edward Westropp

Eleanor Purdon

Tel: +44 (0) 20 3727 1000

**NOTIFICATION AND PUBLIC DISCLOSURE OF TRANSACTIONS BY PERSONS DISCHARGING
MANAGERIAL RESPONSIBILITIES AND PERSONS CLOSELY ASSOCIATED WITH THEM**

1	Details of the person discharging managerial responsibilities/person closely associated		
a)	Name	Edmund Rowland	
2	Reason for the notification		
a)	Position/status	Chairman, FIH group plc	
b)	Initial notification/ Amendment	Initial Notification	
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor		
a)	Name	FIH group plc	
b)	LEI	N/A	
4	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		
a)	Description of the financial instrument, type of instrument	Ordinary Shares of 10p each	
	Identification code	GB00BD0CWJ91	
b)	Nature of the transaction	Purchase of shares	
c)	Price(s) and volume(s)	Price(s)	Volume(s)
		300p	3,106,553
d)	Aggregated information - Aggregated volume - Price	<ul style="list-style-type: none"> • Purchase of 291,373 Ordinary Shares at 300p on 21 February 2017 through Staunton • Sale of 3,106,553 Ordinary Shares at 300p on 28 April 2017 	
e)	Date of the transaction	28 April 2017	
f)	Place of the transaction	London Stock Exchange, AIM	