

TR-1: Standard form for notification of major holdings

NOTIFICATION OF MAJOR HOLDINGS (to be sent to the relevant issuer and to the FCA in Microsoft Word format if possible)ⁱ

1a. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attachedⁱⁱ:		CYBG plc		
1b. Please indicate if the issuer is a non-UK issuer (please mark with an "X" if appropriate)				
Non-UK issuer				<input type="checkbox"/>
2. Reason for the notification (please mark the appropriate box or boxes with an "X")				
An acquisition or disposal of voting rights				<input type="checkbox"/>
An acquisition or disposal of financial instruments				<input checked="" type="checkbox"/>
An event changing the breakdown of voting rights				<input type="checkbox"/>
Other (please specify) ⁱⁱⁱ :				<input type="checkbox"/>
3. Details of person subject to the notification obligation^{iv}				
Name		JPMorgan Chase & Co.		
City and country of registered office (if applicable)		Wilmington, Delaware, USA		
4. Full name of shareholder(s) (if different from 3.) ^v				
Name		J.P. Morgan Securities plc J.P. Morgan Securities Australia Limited JPMorgan Chase Bank, National Association		
City and country of registered office (if applicable)		London, United Kingdom		
5. Date on which the threshold was crossed or reached^{vi}:		12 September 2018		
6. Date on which issuer notified (DD/MM/YYYY):		14 September 2018		
7. Total positions of person(s) subject to the notification obligation				
	% of voting rights attached to shares (total of 8. A)	% of voting rights through financial instruments (total of 8.B 1 + 8.B 2)	Total of both in % (8.A + 8.B)	Total number of voting rights of issuer ^{vii}
Resulting situation on the date on which threshold was crossed or reached	1.07%	6.19%	7.26%	886,051,176
Position of previous notification (if applicable)	0.72%	5.52%	6.24%	

CYBG PLC is registered in England and Wales (company number: **09595911**) and as a foreign company in Australia (**ARBN 609 948 281**) and has its registered office at 20 Merrion Way, Leeds, West Yorkshire LS2 8NZ

8. Notified details of the resulting situation on the date on which the threshold was crossed or reached ^{viii}				
A: Voting rights attached to shares				
Class/type of shares ISIN code (if possible)	Number of voting rights ^x		% of voting rights	
	Direct (Art 9 of Directive 2004/109/EC) (DTR5.1)	Indirect (Art 10 of Directive 2004/109/EC) (DTR5.2.1)	Direct (Art 9 of Directive 2004/109/EC) (DTR5.1)	Indirect (Art 10 of Directive 2004/109/EC) (DTR5.2.1)
GB00BD6GN030		9,466,757		1.07%
SUBTOTAL 8. A	9,466,757		1.07%	

B 1: Financial Instruments according to Art. 13(1)(a) of Directive 2004/109/EC (DTR5.3.1.1 (a))				
Type of financial instrument	Expiration date ^x	Exercise/ Conversion Period ^{xi}	Number of voting rights that may be acquired if the instrument is exercised/converted.	% of voting rights
Right of Recall	n/a	n/a	216,737	0.02%
CHESS Depositary Interests (CDIs)	n/a	n/a	26,719,141	3.02%
		SUBTOTAL 8. B 1	26,935,878	3.04%

B 2: Financial Instruments with similar economic effect according to Art. 13(1)(b) of Directive 2004/109/EC (DTR5.3.1.1 (b))					
Type of financial instrument	Expiration date ^x	Exercise/ Conversion Period ^{xi}	Physical or cash settlement ^{xiii}	Number of voting rights	% of voting rights
Cash-settled Equity Swap	18/09/2018		Cash	1,967	0.00%
Cash-settled Equity Swap	19/09/2018		Cash	54,057	0.01%
Cash-settled Equity Swap	20/09/2018		Cash	4,753	0.00%
Cash-settled Equity Swap	25/09/2018		Cash	30,115	0.00%
Cash-settled Equity Swap	26/09/2018		Cash	2,057	0.00%
Cash-settled Equity Swap	27/09/2018		Cash	8,593	0.00%

Cash-settled Equity Swap	03/10/2018		Cash	68,343	0.01%
Cash-settled Equity Swap	08/10/2018		Cash	11,968	0.00%
Cash-settled Equity Swap	09/10/2018		Cash	4,958	0.00%
Cash-settled Equity Swap	10/10/2018		Cash	72,285	0.01%
Cash-settled Equity Swap	15/10/2018		Cash	20,266	0.00%
Cash-settled Equity Swap	16/10/2018		Cash	15,625	0.00%
Cash-settled Equity Swap	17/10/2018		Cash	60,889	0.01%
Cash-settled Equity Swap	26/11/2018		Cash	169,257	0.02%
Cash-settled Equity Swap	19/02/2019		Cash	7,458	0.00%
Cash-settled Equity Swap	20/02/2019		Cash	3,127	0.00%
Cash-settled Equity Swap	21/02/2019		Cash	441	0.00%
Cash-settled Equity Swap	26/02/2019		Cash	10,583	0.00%
Cash-settled Equity Swap	27/02/2019		Cash	5,400	0.00%
Cash-settled Equity Swap	28/02/2019		Cash	6,155,794	0.69%
Cash-settled Equity Swap	04/03/2019		Cash	16,951	0.00%
Cash-settled Equity Swap	07/03/2019		Cash	7,949	0.00%
Cash-settled Equity Swap	08/03/2019		Cash	921	0.00%
Cash-settled Equity Swap	13/03/2019		Cash	10,480	0.00%
Cash-settled Equity Swap	14/03/2019		Cash	2,782	0.00%
Cash-settled Equity Swap	15/03/2019		Cash	412	0.00%
Cash-settled Equity Swap	20/03/2019		Cash	1,212	0.00%
Cash-settled Equity Swap	21/03/2019		Cash	4,020	0.00%
Cash-settled Equity Swap	22/03/2019		Cash	1,537	0.00%
Cash-settled Equity Swap	27/03/2019		Cash	1,019	0.00%
Cash-settled Equity Swap	28/03/2019		Cash	3,660	0.00%
Cash-settled Equity Swap	29/03/2019		Cash	1,611	0.00%
Cash-settled Equity Swap	01/04/2019		Cash	2,620	0.00%

Cash-settled Equity Swap	03/04/2019		Cash	2,175	0.00%
Cash-settled Equity Swap	04/04/2019		Cash	2,027	0.00%
Cash-settled Equity Swap	09/04/2019		Cash	897	0.00%
Cash-settled Equity Swap	10/04/2019		Cash	2,182	0.00%
Cash-settled Equity Swap	12/04/2019		Cash	91,291	0.01%
Cash-settled Equity Swap	18/04/2019		Cash	37,881	0.00%
Cash-settled Equity Swap	26/04/2019		Cash	1,618	0.00%
Cash-settled Equity Swap	30/04/2019		Cash	532	0.00%
Cash-settled Equity Swap	01/05/2019		Cash	1,896	0.00%
Cash-settled Equity Swap	07/05/2019		Cash	18,061	0.00%
Cash-settled Equity Swap	13/05/2019		Cash	7,428	0.00%
Cash-settled Equity Swap	14/05/2019		Cash	6,992	0.00%
Cash-settled Equity Swap	15/05/2019		Cash	6,272	0.00%
Cash-settled Equity Swap	20/05/2019		Cash	10,731	0.00%
Cash-settled Equity Swap	21/05/2019		Cash	21,830	0.00%
Cash-settled Equity Swap	22/05/2019		Cash	20,913	0.00%
Cash-settled Equity Swap	27/05/2019		Cash	20,055	0.00%
Cash-settled Equity Swap	05/06/2019		Cash	6,917	0.00%
Cash-settled Equity Swap	06/06/2019		Cash	306,984	0.03%
Cash-settled Equity Swap	07/06/2019		Cash	11,056,071	1.25%
Cash-settled Equity Swap	12/06/2019		Cash	70,434	0.01%
Cash-settled Equity Swap	13/06/2019		Cash	226	0.00%
Cash-settled Equity Swap	17/06/2019		Cash	587,588	0.07%
Cash-settled Equity Swap	26/06/2019		Cash	3,260	0.00%
Cash-settled Equity Swap	27/06/2019		Cash	185	0.00%
Cash-settled Equity Swap	04/07/2019		Cash	299,572	0.03%
Cash-settled Equity Swap	15/07/2019		Cash	897,287	0.10%

Cash-settled Equity Swap	17/07/2019		Cash	352,949	0.04%
Cash-settled Equity Swap	24/07/2019		Cash	529,172	0.06%
Cash-settled Equity Swap	29/07/2019		Cash	1,171,327	0.13%
Cash-settled Equity Swap	30/07/2019		Cash	5,246	0.00%
Cash-settled Equity Swap	31/07/2019		Cash	26,748	0.00%
Cash-settled Equity Swap	05/08/2019		Cash	409,535	0.05%
Cash-settled Equity Swap	06/08/2019		Cash	1,876,188	0.21%
Cash-settled Equity Swap	07/08/2019		Cash	15,981	0.00%
Cash-settled Equity Swap	08/08/2019		Cash	505	0.00%
Cash-settled Equity Swap	14/08/2019		Cash	48,800	0.01%
Cash-settled Equity Swap	21/08/2019		Cash	1,012,732	0.11%
Cash-settled Equity Swap	04/09/2019		Cash	149,733	0.02%
Cash-settled Equity Swap	02/10/2019		Cash	480,242	0.05%
Cash-settled Equity Swap	09/10/2019		Cash	1,761	0.00%
Cash-settled Equity Swap	08/06/2020		Cash	37,366	0.00%
Cash-settled Equity Swap	10/08/2020		Cash	124,300	0.01%
Cash-settled Equity Swap	08/02/2023		Cash	1,396,172	0.16%
Cash-settled Equity Swap	31/03/2023		Cash	112	0.00%
			SUBTOTAL 8.B.2	27,883,284	3.15%

9. Information in relation to the person subject to the notification obligation (please mark the applicable box with an "X")			
Person subject to the notification obligation is not controlled by any natural person or legal entity and does not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer ^{xiii}			
Full chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held starting with the ultimate controlling natural person or legal entity ^{xiv} (please add additional rows as necessary)			X
Name^{xv}	% of voting rights if it equals or is higher than the notifiable threshold	% of voting rights through financial instruments if it equals or is higher than the notifiable threshold	Total of both if it equals or is higher than the notifiable threshold

JPMorgan Chase & Co.			
JPMorgan Chase Bank, National Association			
J.P. Morgan International Finance Limited			
J.P. Morgan Capital Holdings Limited			
J.P. Morgan Securities plc		5.27%	6.34%
JPMorgan Chase & Co.			
JPMorgan Chase Bank, National Association			
J.P. Morgan International Finance Limited			
J.P. Morgan EU Capital Holdings Limited			
J.P. Morgan EU Holdings Limited			
J.P. Morgan Equities South Africa Proprietary Limited			
JPMorgan Chase & Co.			
JPMorgan Chase Bank, National Association			
JPMorgan Chase & Co.			
JPMorgan Chase Bank, National Association			
J.P. Morgan International Finance Limited			
J.P. Morgan Overseas Capital LLC			
J.P. Morgan Australia Group Pty Limited			
J.P. Morgan Operations Australia Limited			
J.P. Morgan Administrative Services Australia Limited			
J.P. Morgan Securities Australia Limited			
10. In case of proxy voting, please identify:			
Name of the proxy holder	N/A		
The number and % of voting rights held	N/A		

The date until which the voting rights will be held	N/A
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11. Additional information^{xvi}
<p>Table 8A) Includes stock borrows of 19,620,405 (2.21%)</p> <p>Table 8B1) Includes stock borrows of 20,684,080 (2.33%)</p> <p>Chain of controlled undertakings:</p> <p>JPMorgan Chase & Co. JPMorgan Chase Bank, National Association (100%) J.P. Morgan International Finance Limited (100%) J.P. Morgan Capital Holdings Limited (100%) J.P. Morgan Securities plc (100%)</p> <p>JPMorgan Chase & Co. JPMorgan Chase Bank, National Association (100%) J.P. Morgan International Finance Limited (100%) J.P. Morgan EU Capital Holdings Limited (100%) J.P. Morgan Overseas Capital LLC (100%) J.P. Morgan Australia Group Pty Limited (100%) J.P. Morgan Operations Australia Limited (100%) J.P. Morgan Administrative Services Australia Limited (100%) J.P. Morgan Securities Australia Limited (100%)</p> <p>JPMorgan Chase & Co. JPMorgan Chase Bank, National Association (100%)</p>

Place of completion	London, United Kingdom
Date of completion	14 September 2018

Notes

ⁱ Please note that national forms may vary due to specific national legislation (Article 3(1a) of Directive 2004/109/EC) as for instance the applicable thresholds or information regarding capital holdings.

ⁱⁱ Full name of the legal entity and further specification of the issuer or underlying issuer, provided it is reliable and accurate (e.g. address, LEI, domestic number identity). Indicate in the relevant section whether the issuer is a non UK issuer.

ⁱⁱⁱ Other reason for the notification could be voluntary notifications, changes of attribution of the nature of the holding (e.g. expiring of financial instruments) or acting in concert.

^{iv} This should be the full name of (a) the shareholder; (b) the natural person or legal entity acquiring, disposing of or exercising voting rights in the cases provided for in DTR5.2.1 (b) to (h)/ Article 10 (b) to (h) of Directive 2004/109/EC; (c) all parties to the agreement referred to in Article 10 (a) of Directive 2004/109/EC (DTR5.2.1 (a)) or (d) the holder of financial instruments referred to in Article 13(1) of Directive 2004/109/EC (DTR5.3.1).

As the disclosure of cases of acting in concert may vary due to the specific circumstances (e.g. same or different total positions of the parties, entering or exiting of acting in concert by a single party) the standard form does not provide for a specific method how to notify cases of acting in concert.

In relation to the transactions referred to in points (b) to (h) of Article 10 of Directive 2004/109/EC (DTR5.2.1 (b) to (h)), the following list is provided as indication of the persons who should be mentioned:

- in the circumstances foreseen in letter (b) of Article 10 of that Directive (DTR5.2.1 (b)), the natural person or legal entity that acquires the voting rights and is entitled to exercise them under the agreement and the natural person or legal entity who is transferring temporarily for consideration the voting rights;

- in the circumstances foreseen in letter (c) of Article 10 of that Directive (DTR5.2.1 (c)), the natural person or legal entity holding the collateral, provided the person or entity controls the voting rights and declares its intention of exercising them, and natural person or legal entity lodging the collateral under these conditions;

- in the circumstances foreseen in letter (d) of Article 10 of that Directive (DTR5.2.1 (d)), the natural person or legal entity who has a life interest in shares if that person or entity is entitled to exercise the voting rights attached to the shares and the natural person or legal entity who is disposing of the voting rights when the life interest is created;

- in the circumstances foreseen in letter (e) of Article 10 of that Directive (DTR5.2.1 (e)), the controlling natural person or legal entity and, provided it has a notification duty at an individual level under Article 9 (DTR 5.1), under letters (a) to (d) of Article 10 of that Directive (DTR5.2.1 (a) to (d)) or under a combination of any of those situations, the controlled undertaking;

- in the circumstances foreseen in letter (f) of Article 10 of that Directive (DTR5.2.1 (f)), the deposit taker of the shares, if he can exercise the voting rights attached to the shares deposited with him at his discretion, and the depositor of the shares allowing the deposit taker to exercise the voting rights at his discretion;

- in the circumstances foreseen in letter (g) of Article 10 of that Directive (DTR5.2.1 (g)), the natural person or legal entity that controls the voting rights;

- in the circumstances foreseen in letter (h) of Article 10 of that Directive (DTR5.2.1 (h)), the proxy holder, if he can exercise the voting rights at his discretion, and the shareholder who has given his proxy to the proxy holder allowing the latter to exercise the voting rights at his discretion (e.g. management companies).

^v Applicable in the cases provided for in Article 10 (b) to (h) of Directive 2004/109/EC (DTR5.2.1 (b) to (h)). This should be the full name of the shareholder who is the counterparty to the natural person or legal entity referred to in Article 10 of that Directive (DTR5.2) unless the percentage of voting rights held by the shareholder is lower than the lowest notifiable threshold for the disclosure of voting rights holdings in accordance with national practices (e.g. identification of funds managed by management companies).

^{vi} The date on which threshold is crossed or reached should be the date on which the acquisition or disposal took place or the other reason triggered the notification obligation. For passive crossings, the date when the corporate event took effect.

^{vii} The total number of voting rights shall be composed of all the shares, including depository receipts representing shares, to which voting rights are attached even if the exercise thereof is suspended.

^{viii} If the holding has fallen below the lowest applicable threshold in accordance with national law, please note that it might not be necessary in accordance with national law to disclose the extent of the holding, only that the new holding is below that threshold.

^{ix} In case of combined holdings of shares with voting rights attached "direct holding" and voting rights "indirect holding", please split the voting rights number and percentage into the direct and indirect columns – if there is no combined holdings, please leave the relevant box blank.

^x Date of maturity/expiration of the financial instrument i.e. the date when right to acquire shares ends.

^{xi} If the financial instrument has such a period – please specify this period – for example once every 3 months starting from [date].

^{xii} In case of cash settled instruments the number and percentages of voting rights is to be presented on a delta-adjusted basis (Article 13(1a) of Directive 2004/109/EC) (DTR 5.3.3.A).

^{xiii} If the person subject to the notification obligation is either controlled and/or does control another undertaking then the second option applies.

^{xiv} The full chain of controlled undertakings starting with the ultimate controlling natural person or legal entity has to be presented also in the cases, in which only on subsidiary level a threshold is crossed or reached and the subsidiary undertaking discloses the notification as only thus the markets get always the full picture of the group holdings. In case of multiple chains through which the voting rights and/or financial instruments are effectively held the chains have to be presented chain by chain leaving a row free between different chains (e.g.: A, B, C, free row, A, B, D, free row, A, E, F etc.).

^{xv} The names of controlled undertakings through which the voting rights and/or financial instruments are effectively held have to be presented irrespectively whether the controlled undertakings cross or reach the lowest applicable threshold themselves.

^{xvi} Example: Correction of a previous notification.