**For filings with the FCA include the annex**
**For filings with issuer exclude the annex**

## TR-1: NOTIFICATION OF MAJOR INTEREST IN SHARES[i]

| | |
|---|---|
| **1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached:** [ii] | Gooch & Housego plc |

**2 Reason for the notification** (please tick the appropriate box or boxes):

| | |
|---|---|
| An acquisition or disposal of voting rights | ✓ |
| An acquisition or disposal of qualifying financial instruments which may result in the acquisition of shares already issued to which voting rights are attached | |
| An acquisition or disposal of instruments with similar economic effect to qualifying financial instruments | |
| An event changing the breakdown of voting rights | |
| Other (please specify): | |

| | |
|---|---|
| **3. Full name of person(s) subject to the notification obligation:** [iii] | Schroders plc |
| **4. Full name of shareholder(s)** (if different from 3.):[iv] | |
| **5. Date of the transaction and date on which the threshold is crossed or reached:** [v] | 12.05.15 |
| **6. Date on which issuer notified:** | 13.05.15 |
| **7. Threshold(s) that is/are crossed or reached:** [vi, vii] | From 12% - 11% |

## 8. Notified details:

### A: Voting rights attached to shares [viii, ix]

| Class/type of shares<br>if possible using the ISIN CODE | Situation previous to the triggering transaction | | Resulting situation after the triggering transaction | | | | |
|---|---|---|---|---|---|---|---|
| | Number of Shares | Number of Voting Rights | Number of shares | Number of voting rights | | % of voting rights [x] | |
| | | | Direct | Direct [xi] | Indirect [xii] | Direct | Indirect |
| Ordinary<br>GB0002259116 | 3,127,641 | 2,712,691 | 2,832,145 | N/A | 2,453,159 | N/A | 10.195% |

### B: Qualifying Financial Instruments

**Resulting situation after the triggering transaction**

| Type of financial instrument | Expiration date [xiii] | Exercise/ Conversion Period [xiv] | Number of voting rights that may be acquired if the instrument is exercised/ converted. | % of voting rights |
|---|---|---|---|---|
| | | | | |

### C: Financial Instruments with similar economic effect to Qualifying Financial Instruments [xv, xvi]

**Resulting situation after the triggering transaction**

| Type of financial instrument | Exercise price | Expiration date [xvii] | Exercise/ Conversion period [xviii] | Number of voting rights instrument refers to | % of voting rights [xix, xx] | |
|---|---|---|---|---|---|---|
| | | | | | Nominal | Delta |
| CFD | N/A | N/A | N/A | 378,986 | 1.575% | 1 |

### Total (A+B+C)

| Number of voting rights | Percentage of voting rights |
|---|---|
| 2,832,145 | 11.770% |

| **9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable:** [xxi] | | |
|---|---|---|
| Schroder & Co. Limited | 2,376 | 0.010% |
| Schroder Investment Management Limited | 2,829,769 | 11.760% |

| **Proxy Voting:** | |
|---|---|
| **10. Name of the proxy holder:** | |
| **11. Number of voting rights proxy holder will cease to hold:** | |
| **12. Date on which proxy holder will cease to hold voting rights:** | |

| | |
|---|---|
| **13. Additional information:** | The shares referred to in section 9 are held in portfolios managed by those firms on a discretionary basis for clients under investment management agreements. This disclosure has been calculated based on issue share capital amount 24,062,036. |
| **14. Contact name:** | Chloe Talbot |
| **15. Contact telephone number:** | 020 7658 6000 |