

30 June 2017

Melrose Industries PLC (“Melrose” or the “Company”)

Notification of Transactions of Persons Discharging Managerial Responsibility in accordance with Article 19(1) of the Market Abuse Regulation (2014/596/EU) (“MAR”)

Melrose announces that on 29 June 2017 Christopher Miller (Executive Chairman), David Roper (Executive Vice Chairman), Simon Peckham (Chief Executive) and Geoffrey Martin (Group Finance Director) exercised Options to subscribe for 2017 Incentive Shares as set out in the circular issued to Shareholders on 7 April 2017 (the “Circular”) and as set out in column (2) of the table below for a subscription price of £1.00 per Option exercised.

(1) Name	(2) Options Exercised	(3) 2017 Incentive Shares
Christopher Miller	2,583	2,583
David Roper	2,583	2,583
Simon Peckham	2,833	2,833
Geoffrey Martin	2,833	2,833

12,831 2017 Incentive Shares were issued by Melrose on 29 June 2017, including those set out in column (3) of the table above, in connection with the exercise of Options by participants in the 2017 Incentive Plan. The 2017 Incentive Shares do not carry voting rights. The Company’s issued share capital now consists of 1,941,200,503 Ordinary Shares of 48/7 pence each, with each Ordinary Share carrying the right to one vote, and 12,831 2017 Incentive Shares.

Each of the individuals referred to above is a “person discharging managerial responsibility”, as such terms are defined in Articles 3(1)(25) and 3(1)(26) of MAR.

Terms used in this announcement shall have the same meanings as set out in the Circular.

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