

30 April 2020

**MS INTERNATIONAL plc  
(the “Company”)**

**Grant of options under the Company’s LTIP and CSOP**

**Director/PDMR Shareholding**

The Company announces that it has today granted options over a total of 1,575,000 ordinary shares of 10 pence each in the capital of the Company (“Ordinary Shares”) to certain directors and employees pursuant to the Company’s Long Term Incentive Plan (“LTIP”) and Company Share Option Plan (“CSOP”).

**Grants under the LTIP**

Options over 500,000 Ordinary Shares have been granted under the LTIP, exercisable at nil cost. The options granted under the LTIP will vest in equal instalments on the second and third anniversaries of the award date, subject to the share price reaching or exceeding 300 pence for a consecutive 90 day period following the date of grant. Vested options will expire if they haven’t been exercised after ten years from the date of grant.

**Grants under the CSOP**

Options over 1,075,000 Ordinary Shares have been granted under the CSOP, exercisable at a price of 141 pence, being the share price at the time of grant. Options over 400,000 Ordinary Shares granted under the CSOP will vest as to one third on each of the third, fourth and fifth anniversaries of the award date. The remaining options granted under the CSOP will vest as to one third on each of the third, fourth and fifth anniversaries of the award date, subject to the share price reaching or exceeding 200 pence for a consecutive 90 day period following the date of grant. Vested options will expire if they haven’t been exercised after ten years from the date of grant.

Details of the grants of options over Ordinary Shares to persons discharging managerial responsibilities are set out in the table below.

<b>Name and position</b>	<b>Number of LTIP options granted</b>	<b>Number of CSOP options granted</b>	<b>Total resulting number of options over Ordinary Shares</b>
Michael Bell, Executive Chairman	300,000	100,000	400,000
Michael O’Connell, Finance Director	200,000	75,000	275,000
Nicholas Bell, Executive Director	nil	75,000	75,000
David Hansell, Non- executive Director	nil	75,000	75,000

As noted in the Company's 2019 annual report, in addition to his role as a Non-executive Director, David Hansell provides commercial and leadership services to the Company's Defence division. Accordingly, CSOP options have been granted to him to reflect his contribution to the future development of this division.

Following the grant, options over 1,575,000 Ordinary Shares will be in issue, representing approximately 9.4% of the Company's issued share capital (excluding Ordinary Shares held in treasury). However, the Company's employee benefit trust (EBT) currently holds 245,048 Ordinary Shares which it is intended will be used to satisfy some of the options. Ignoring those options to be satisfied from the EBT, options over 1,329,952 Ordinary Shares will be in issue, representing approximately 7.94% of the Company's issued share capital (excluding Ordinary Shares held in treasury).

The notifications below, made in accordance with the requirements of the EU Market Abuse Regulation, provide further details.

**Template for notification and public disclosure of transactions by persons discharging managerial responsibilities and persons closely associated with them**

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>	
a)	Name	Mr Michael Bell
<b>2</b>	<b>Reason for the notification</b>	
a)	Position/status	Executive Chairman
b)	Initial notification /Amendment	Initial notification
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	MS INTERNATIONAL plc
b)	LEI	213800Q34ZAXQ582YL41
<b>4</b>	<b>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</b>	
a)	Description of the financial instrument, type of instrument	Options over ordinary shares of 10 pence each
	Identification code	Ordinary Share ISIN: GB0005957005

b)	Nature of the transaction	1. Grant of LTIP options 2. Grant of CSOP options	
c)	Price(s) and volume(s)	Price(s)	Volume(s)
		1. Nil	300,000
		2. Nil	100,000
d)	Aggregated information  - Aggregated volume  - Price	N/A	
e)	Date of the transaction	30 April 2020	
f)	Place of the transaction	Outside a trading venue	

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>		
a)	Name	Mr Michael O'Connell	
<b>2</b>	<b>Reason for the notification</b>		
a)	Position/status	Finance Director	
b)	Initial notification /Amendment	Initial notification	
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>		
a)	Name	MS INTERNATIONAL plc	
b)	LEI	213800Q34ZAXQ582YL41	
<b>4</b>	<b>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</b>		

a)	Description of the financial instrument, type of instrument  Identification code	Options over ordinary shares of 10 pence each  Ordinary Share ISIN: GB0005957005	
b)	Nature of the transaction	1. Grant of LTIP options 2. Grant of CSOP options	
c)	Price(s) and volume(s)	Price(s)	Volume(s)
		1. Nil	200,000
		2. Nil	75,000
d)	Aggregated information  - Aggregated volume  - Price	N/A	
e)	Date of the transaction	30 April 2020	
f)	Place of the transaction	Outside a trading venue	

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>	
a)	Name	Mr Nicholas Bell
<b>2</b>	<b>Reason for the notification</b>	
a)	Position/status	Executive Director
b)	Initial notification /Amendment	Initial notification
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	MS INTERNATIONAL plc
b)	LEI	213800Q34ZAXQ582YL41

<b>4</b>	<b>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</b>					
a)	Description of the financial instrument, type of instrument  Identification code	Options over ordinary shares of 10 pence each  Ordinary Share ISIN: GB0005957005				
b)	Nature of the transaction	1. Grant of CSOP options				
c)	Price(s) and volume(s)	<table border="1"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>1. Nil</td> <td>75,000</td> </tr> </tbody> </table>	Price(s)	Volume(s)	1. Nil	75,000
Price(s)	Volume(s)					
1. Nil	75,000					
d)	Aggregated information  - Aggregated volume  - Price	N/A				
e)	Date of the transaction	30 April 2020				
f)	Place of the transaction	Outside a trading venue				

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>	
a)	Name	Mr David Hansell
<b>2</b>	<b>Reason for the notification</b>	
a)	Position/status	Non-executive Director
b)	Initial notification /Amendment	Initial notification
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	MS INTERNATIONAL plc

b)	LEI	213800Q34ZAXQ582YL41					
<b>4</b>	<b>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</b>						
a)	Description of the financial instrument, type of instrument	Options over ordinary shares of 10 pence each					
	Identification code	Ordinary Share ISIN: GB0005957005					
b)	Nature of the transaction	1. Grant of CSOP options					
c)	Price(s) and volume(s)	<table border="1"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>1. Nil</td> <td>75,000</td> </tr> </tbody> </table>	Price(s)	Volume(s)	1. Nil	75,000	
Price(s)	Volume(s)						
1. Nil	75,000						
d)	Aggregated information - Aggregated volume - Price	N/A					
e)	Date of the transaction	30 April 2020					
f)	Place of the transaction	Outside a trading venue					

**For further information please contact:**

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