

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <b>Green Equity Investors VI, L.P.</b>	2. Date of Event Requiring Statement (MM/DD/YYYY) <b>5/14/2019</b>	3. Issuer Name and Ticker or Trading Symbol <b>SIGNET JEWELERS LTD [SIG]</b>
(Last) (First) (Middle) <b>11111 SANTA MONICA BOULEVARD, SUITE 2000</b>	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Street) <b>LOS ANGELES, CA 90025</b>	5. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
(City) (State) (Zip)		

### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<b>Common Shares, par value \$0.18</b>	<b>6062</b>	<b>I</b>	<b>See footnote. (1)</b>

### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<b>Series A Convertible Preference Shares (2)</b>	(3)	(4)	<b>Common Shares</b>	<b>4475608 (5) (6) (7) (8)</b>	<b>\$86.5853 (9)</b>	<b>D</b>	
<b>Series A Convertible Preference Shares (2)</b>	(3)	(4)	<b>Common Shares</b>	<b>2667461 (6) (7) (10) (11)</b>	<b>\$86.5853 (9)</b>	<b>D</b>	
<b>Series A Convertible Preference Shares (2)</b>	(3)	(4)	<b>Common Shares</b>	<b>5428 (6) (7) (12) (13)</b>	<b>\$86.5853 (9)</b>	<b>D</b>	
<b>Series A Convertible Preference Shares (2)</b>	(3)	(4)	<b>Common Shares</b>	<b>69816 (6) (7) (14) (15)</b>	<b>\$86.5853 (9)</b>	<b>D</b>	

#### Explanation of Responses:

- The shares of Common Stock of the Issuer ("Common Shares") reported on this row were awarded to Mr. Jonathan D. Sokoloff as compensation for his service on the Issuer's board of directors and are held by Mr. Sokoloff for the benefit of Leonard Green & Partners, L.P. ("LGP").
- Series A Convertible Preferred Stock, par value \$0.01 per share ("Series A Preference Shares").
- Immediately.
- The Series A Preference Shares do not have an expiration date.
- Represents Series A Preference Shares, as converted, owned by Green Equity Investors VI, L.P. ("GEI VI"). GEI VI is the direct owner of 387,522 Series A Preference Shares which are convertible into 4,475,608 Common Shares.
- GEI Capital VI, LLC ("Capital") is the general partner of GEI VI and Green Equity Investors Side VI, L.P. ("GEI Side VI"). Green VI Holdings, LLC ("Holdings") is a limited partner of GEI VI. LGP is the management company of GEI VI and GEI Side VI, and an affiliate of Capital and Holdings. Peridot

Coinvest Manager LLC ("Peridot") is the management company of LGP Associates VI-A LLC ("Associates VI-A") and LGP Associates VI-B LLC ("Associates VI-B"), and an affiliate of Capital and Holdings. LGP Management, Inc. ("LGPM") is the general partner of LGP.

- (7) Each of GEI VI, GEI Side VI, Associates VI-A, Associates VI-B, Peridot, LGP, LGPM, Capital, and Holdings, directly (whether through ownership or position), or indirectly through one or more intermediaries, may be deemed for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, to be the indirect beneficial owner of some or all of the Series A Preference Shares and underlying Common Shares held by GEI VI, GEI Side VI, Associates VI-A, or Associates VI-B (collectively, the "Equity Interests") and, therefore, a "ten percent holder" hereunder.
- (8) Each of GEI Side VI, Associates VI-A, Associates VI-B, Peridot, LGP, LGPM, Capital, and Holdings disclaims beneficial ownership of the Equity Interests reported on this row, except to the extent of its pecuniary interest therein, and, with respect to GEI VI, except to the extent of its direct ownership reported herein, and this report shall not otherwise be deemed an admission that the Reporting Persons are the beneficial owners of such securities for purposes of Section 16 or for any other purposes.
- (9) The Series A Preference Shares were acquired for \$1,000.00 per share and are convertible into Common Shares of the issuer at a current conversion price of \$86.5853 per share at a conversion rate of 11.5493 Common Shares per Series A Preference Share. The conversion rate is subject to certain anti-dilution and other adjustments and is subject to change. Since the acquisition of the Series A Preference Shares, the conversion rate has been adjusted as a result of these anti-dilution adjustments.
- (10) Represents Series A Preference Shares, as converted, owned by GEI Side VI. GEI Side VI is the direct owner of 230,963 Series A Preference Shares which are convertible into 2,667,461 Common Shares.
- (11) Each of GEI VI, Associates VI-A, Associates VI-B, Peridot, LGP, LGPM, Capital, and Holdings disclaims beneficial ownership of the Equity Interests reported on this row, except to the extent of its pecuniary interest therein, and, with respect to GEI Side VI, except to the extent of its direct ownership reported herein, and this report shall not otherwise be deemed an admission that the Reporting Persons are the beneficial owners of such securities for purposes of Section 16 or for any other purposes.
- (12) Represents Series A Preference Shares, as converted, owned by Associates VI-A. Associates VI-A is the direct owner of 470 Series A Preference Shares which are convertible into 5,428 Common Shares.
- (13) Each of GEI VI, GEI Side VI, Associates VI-B, Peridot, LGP, LGPM, Capital, and Holdings disclaims beneficial ownership of the Equity Interests reported on this row, except to the extent of its pecuniary interest therein, and, with respect to Associates VI-A, except to the extent of its direct ownership reported herein, and this report shall not otherwise be deemed an admission that the Reporting Persons are the beneficial owners of such securities for purposes of Section 16 or for any other purposes.
- (14) Represents Series A Preference Shares, as converted, owned by Associates VI-B. Associates VI-B is the direct owner of 6,045 Series A Preference Shares which are convertible into 69,816 Common Shares.
- (15) Each of GEI VI, GEI Side VI, Associates VI-A, Peridot, LGP, LGPM, Capital, and Holdings disclaims beneficial ownership of the Equity Interests reported on this row, except to the extent of its pecuniary interest therein, and, with respect to Associates VI-B, except to the extent of its direct ownership reported herein, and this report shall not otherwise be deemed an admission that the Reporting Persons are the beneficial owners of such securities for purposes of Section 16 or for any other purposes.

**Remarks:**

Mr. Jonathan D. Sokoloff is a member of the board of directors of the Issuer, and a partner of LGP, which is an affiliate of LGPM, Peridot, Capital, Holdings, GEI VI, GEI Side VI, Associates VI-A, and Associates VI-B (the "LGP Entities"). Accordingly, Mr. Sokoloff may be determined to represent the interests of the LGP Entities on the board of directors of the Issuer, and accordingly, the LGP Entities may be deemed to be directors for purposes of Section 16 of the Securities Exchange Act of 1934, as amended.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Green Equity Investors VI, L.P.</b> 11111 SANTA MONICA BOULEVARD SUITE 2000 LOS ANGELES, CA 90025	X	X		
<b>GEI Capital VI, LLC</b> 11111 SANTA MONICA BOULEVARD SUITE 2000 LOS ANGELES, CA 90025	X	X		
<b>Green Equity Investors Side VI, L.P.</b> 11111 SANTA MONICA BOULEVARD SUITE 2000 LOS ANGELES, CA 90025	X	X		
<b>Green VI Holdings, LLC</b> 11111 SANTA MONICA BOULEVARD SUITE 2000 LOS ANGELES, CA 90025	X	X		
<b>Leonard Green &amp; Partners, L.P.</b> 11111 SANTA MONICA BLVD STE 2000 LOS ANGELES, CA 90025	X	X		
<b>LGP Associates VI-A LLC</b> 11111 SANTA MONICA BLVD. SUITE 2000	X	X		

<b>LOS ANGELES, CA 90025</b>				
<b>LGP Associates VI-B LLC</b> <b>11111 SANTA MONICA BLVD.</b> <b>SUITE 2000</b> <b>LOS ANGELES, CA 90025</b>	<b>X</b>	<b>X</b>		
<b>LGP MANAGEMENT INC</b> <b>11111 SANTA MONICA BOULEVARD</b> <b>SUITE 2000</b> <b>LOS ANGELES, CA 90025</b>	<b>X</b>	<b>X</b>		
<b>PERIDOT COINVEST MANAGER LLC</b> <b>11111 SANTA MONICA BOULEVARD</b> <b>LOS ANGELES,, CA 90025</b>	<b>X</b>	<b>X</b>		

**Signatures**

/s/ Andrew C. Goldberg, attorney-in-fact

6/18/2019

\*\*Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Power of Attorney

Know all by these presents, that the undersigned hereby constitutes and appoints each of Cody L. Franklin, Andrew C. Goldberg, and Lance J.T. Schumacher signing singly and not jointly, his true and lawful attorney in fact to:

- (1) execute for and on behalf of the undersigned, in his capacity as an officer, director or ten percent stockholder of Signet Jewelers Limited (the "Issuer"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended, and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5 and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney in fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney in fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney in fact may approve in such attorney in fact's discretion.

The undersigned hereby grants to each such attorney in fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney in fact, or such attorney in fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys in fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Issuer assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to his holdings of and transactions in securities issued by the Issuer, unless earlier revoked by him in a signed writing delivered to the foregoing attorneys in fact.

IN WITNESS WHEREOF, the undersigned has executed this Power of Attorney this 18th day of June, 2019.

Green Equity Investors VI, L.P.  
By: GEI Capital VI, LLC, its General Partner

/s/ Andrew C. Goldberg  
Andrew C. Goldberg  
Vice President, General Counsel and Secretary

Green Equity Investors Side VI, L.P.  
By: GEI Capital VI, LLC, its General Partner

/s/ Andrew C. Goldberg  
Andrew C. Goldberg  
Vice President, General Counsel and Secretary

LGP Associates VI-A LLC  
By: Peridot Coinvest Manager LLC, its Manager

/s/ Andrew C. Goldberg  
Andrew C. Goldberg  
Vice President, General Counsel and Secretary

LGP Associates VI-B LLC  
By: Peridot Coinvest Manager LLC, its Manager

/s/ Andrew C. Goldberg  
Andrew C. Goldberg  
Vice President, General Counsel and Secretary

GEI Capital VI, LLC

/s/ Andrew C. Goldberg  
Andrew C. Goldberg

Vice President, General Counsel and Secretary

Green VI Holdings, LLC

By: LGP Management, Inc., its Manager

/s/ Andrew C. Goldberg

Andrew C. Goldberg

Vice President, General Counsel and Secretary

Leonard Green & Partners, L.P.

By: LGP Management, Inc., its General Partner

/s/ Andrew C. Goldberg

Andrew C. Goldberg

Vice President, General Counsel and Secretary

LGP Management, Inc.

/s/ Andrew C. Goldberg

Andrew C. Goldberg

Vice President, General Counsel and Secretary

Peridot Coinvest Manager LLC

/s/ Andrew C. Goldberg

Andrew C. Goldberg

Vice President, General Counsel and Secretary