

STHREE PLC - SECTION 430 (2B) COMPANIES ACT STATEMENT – MARK DORMAN

On 13 December 2021 we announced that Mark Dorman would step down from the Board on 31 December 2021. Mark's 12 month notice period commenced on 13 December 2021.

The following arrangements will apply to Mark's remuneration from the date he stepped down from the Board on 31 December 2021, until the end of his employment period.

- He will continue to receive his salary, pension allowance, and other contractual benefits until 12 December 2022, subject to him not taking up alternative employment (excluding a single NED role).
- Mark was eligible to receive an annual bonus payment in respect of the financial year ending 30 November 2021
- Mark will be eligible to participate in the 2022 annual bonus plan, pro-rated to 31 March 2022 on the basis that he will be actively employed until that date, to ensure a smooth handover of the business.
- One third of any bonus payments for 2021 and 2022 will be deferred in shares for two years.
- Outstanding long term incentive plan (LTIP) awards covering the 2019-21, 2020-22 and 2021-23 performance periods will, after application of the performance conditions, be capable of vesting. The FY20-22 and FY21-23 LTIP awards will be reduced pro rata from the date of grant to 31 March 2022 (the point at which he ceased active employment) as a proportion of the original three-year vesting period.
- Clawback and malus provisions will continue to apply post-employment
- Post-employment shareholding guidelines will continue to apply, as per the policy

A contribution has been made towards legal fees and outplacement services in connection with his departure.

The relevant remuneration information relating to Mark Doman will be included in the Directors' Remuneration Report in the Annual Report & Accounts for the years ending 30 November 2021 and 30 November 2022.

In accordance with section 430 (2B) of the Companies Act 2006, the information contained in this document will be made available on the Company's website until the Company's next Directors' Remuneration Report is made available.

For further information please contact cosec@sthree.com