Remuneration Policy

This policy sets out the Company's Directors' Remuneration Policy which has been prepared in accordance with the Large and Medium-sized Companies and Groups (Accounts and Reports) (Amendment) Regulations 2013 (the "**Remuneration Policy**").

The overall remuneration policy of the PHP Group (the "**Company**") has been developed in compliance with the principles of the 2018 UK Corporate Governance Code, UK institutional investor guidance and the Listing Rules.

This Remuneration Policy will be subject to a binding shareholder vote at the 2021 General Meeting. The Remuneration Policy will be subject to a binding shareholder vote at least every three years. In the event that amendments are required to be made to this Remuneration Policy, the amended version will be subject to a binding shareholder vote.

The PHP Group's Remuneration Committee (the "**Committee**") acts as the Company's remuneration committee and is independent from the Company's Board it is responsible for setting the Company's Remuneration Policy and approves the level of non-executive Chairman fees and all aspects of Executive Director remuneration.

Summary of Changes

Previously there was no provision for remunerating Executive Directors at PHP Group, as the Executive Directors were not employees of the PHP Group, therefore we have expanded the Remuneration Policy to include payments to Executive Directors. There is a period of transition for the two Executive Directors as arrangements that have operated in recent years with their current employer are replaced by more standard market practice. This transition includes the payment of amounts earned in relation to 2020 which will not be paid to the Executive Directors until after this Remuneration Policy takes effect.

Summary of changes

Base salary	The new policy provides Executive Directors with a base salary which is to be no higher than the Committee's view of market practice. Any increases will then be in line with the Committee's view of market levels.
Benefits	The new policy provides for benefits to be made available.
Pension	The new policy aligns the rate of pension to the wider workforce. The recruitment policy also specifies that any new Executive Director would be appointed with a pension rate in line with the wider workforce.

	The current CEO will not be in receipt of a pension.
Annual Bonus Plan	The provision for an annual bonus plan has been introduced (the "**Annual Bonus Plan**"). Performance against targets will be measured and a proportion of the bonus awarded in shares and deferred for 3 years. In addition, until no later than 31 December 2023 the current Performance Incentive Fee ("**PIF**") mechanism may operate instead of, or alongside, the Annual Bonus Plan.
LTIP	Nil cost options or a conditional share award may be made under an LTIP to Executive Directors (excluding the current CEO until 2023). These awards will have a 3 year performance period followed by a 2 year holding period following their vesting.
Malus & Clawback	The Annual Bonus Plan, PIF and LTIP will include provisions to cover malus and clawback in a range of circumstances including corporate failure and reputational damage.
Shareholding Guidelines	Shareholding guidelines have been introduced for the Executive Directors at a multiple of their rate of salary. These guidelines will extend for a period of time post cessation of employment.

Key principles of the Remuneration Policy

The Company is committed to ensuring that its remuneration practices enable the Company to appropriately compensate employees for the services they provide to the Company, attract and retain employees with skills required to effectively manage the operations and growth of the business and motivate employees to perform in the best interest of the Company.

The Company's remuneration principles ensure that:

- The Company offers a suitable package to attract, retain and motivate people with the skills and attributes needed to deliver the Company's business goals, while recognising the unique nature of the organisation and the requirements of its shareholders;
- The Company's policy and practices aim to drive behaviours that support the Company strategy and business objectives; and
- The Company's incentive plans are linked to company and individual performance to encourage high performance from staff both at an individual and team level.

These policy objectives will be achieved by ensuring remuneration is reflective of applicable market conditions, statutory obligations and the level of accountability (responsibility, objectives, goals) assigned to the provision of incentives to deliver outstanding performance, whilst providing organisational flexibility and operational efficiency.

In addition, the Remuneration Policy is tested against six factors listed in the Corporate Governance Code:

- <u>Clarity</u> – the Remuneration Policy is well understood by the management team and is clearly articulated to shareholders;

- Simplicity – the Committee is very mindful of the need to avoid overly complex remuneration structures which can be misunderstood and deliver unintended outcomes. Therefore, one of the Committee's objectives is to ensure that the executive remuneration policies and practices are as simple to communicate and operate as possible, while also supporting strategy;
- Risk – the Remuneration Policy is designed to ensure that inappropriate risk-taking is not encouraged and will not be rewarded via (i) the balanced use of both short- and long-term incentive plans which employ a blend of financial, non-financial and shareholder return targets, (ii) the significant role played by equity in the incentive plans (together with shareholding guidelines) and (iii) malus/clawback provisions;
- Predictability – the incentive plans are subject to individual caps, with the share plans also subject to market standard dilution limits;
- Proportionality – there is a clear link between individual awards, delivery of strategy and long-term performance. In addition, the significant role played by incentive/'at-risk' pay, together with the structure of the Executive Directors' service contracts, ensures that poor performance is not rewarded;
- Alignment to culture – the executive pay policies are fully aligned to the Company's culture.

Key elements of the Remuneration Policy

Pay Element *and Purpose*	Operation	Opportunity	Performance metrics, weighting and assessment
Base Salary			
Provide a base level of remuneration to support recruitment and retention of Executive Directors with the necessary experience and expertise to deliver the Company's strategy	Salaries are reviewed annually and any changes are normally effective from the beginning of the financial year, although there is no obligation to increase salary. When determining an appropriate level of salary, the Committee considers: • remuneration practices within the Company; • the performance of the individual Executive Director; • the individual Executive Director's experience and responsibilities; • the general performance of the Company; • salaries within the ranges paid by comparable companies used for remuneration benchmarking; and • the economic environment.	Base salaries will be set at an appropriate level within a comparator group(s) of comparable companies and will normally increase in line with increases made to the wider employee workforce (save where a higher increase is appropriate to reflect a change in role/responsibilities). Individuals who are recruited or promoted to the Board may, on occasion, have their salaries set below the targeted policy level until they become established in their role. In such cases subsequent increases in salary may be higher than the average until the target positioning is achieved. *Executive salaries effective from the date of the General Meeting will be:* • *CEO – £250,000* • *CFO - £320,000*	None

Benefits			
Provide a market competitive level of benefits to support recruitment and retention of Executive Directors with the necessary experience and expertise to deliver the Company's strategy.	The Executive Directors may receive benefits which include, but are not limited to, family private health cover, critical illness cover, life assurance cover, income protection and accident/sickness/business travel insurance (including tax payable if any). The Committee recognises the need to maintain suitable flexibility in the determination of benefits that ensure it is able to support the objective of attracting and retaining key personnel. Accordingly, the Committee would expect to be able to adopt other benefits including (but not limited to) relocation expenses, tax equalisation and support in meeting specific costs incurred by Directors. Any reasonable business-related expenses can be reimbursed in accordance with the Company's expenses policy, including the tax thereon if determined to be a taxable benefit. The Executive Directors may also participate in any all-employee share plans operated by the Company.	The maximum will be set at the cost of providing the benefits described. The current CEO will not receive any additional benefits, other than life assurance cover of 4x base salary.	None
Pensions			
Provide appropriate levels of pension benefits to support recruitment and retention of Executive Directors with	The Committee has the ability to provide pension funding in the form of a salary supplement or as an employer contribution to a defined contribution pension plan. Any pension payments would not be considered 'salary' when determining the extent of participation in the Company's incentive arrangements.	For existing and any future Executive Directors, the maximum pension contribution as a percentage of basic salary will be in line with the contribution level provided to the majority of the workforce (currently 3% - 6% of salary). The current CEO will not receive a pension.	None

the necessary experience and expertise to deliver the Company's strategy.			
Annual Bonus Plan			
The Annual Bonus Plan provides an incentive to the Executive Directors linked to achievement in delivering goals in a sustainable manner that are closely aligned with the Company's strategy and the creation of value for shareholders.	The Committee will determine the bonus payable after the year end based on performance against targets. Annual bonuses are paid in cash after the end of the financial year to which they relate. However, Executive Directors who participate in the Annual Bonus Plan will be required to defer 30% of the bonus for the 2021 and subsequent financial years, net of tax into shares which should be held for at least three years. The Committee may award dividend equivalents on deferred shares to the extent they vest. Malus and clawback provisions will apply to the award, up to the date of the bonus determination and for three years thereafter. Bonus payments are not pensionable. Until 31 December 2022 at the latest, the current CEO will not participate in the annual bonus plan but will be remunerated through the performance fee mechanism previously operated through the PIF in favour of Nexus, his former employer. The CFO will participate in the Annual Bonus Plan and, until 31 December 2021 also in the PIF.	After the operation of the PIF has ceased, the maximum bonus opportunity of the current CEO as a % of base salary will be the higher of 150% of salary and £750,000. Including any awards under the PIF, the maximum bonus opportunity of the CFO is 150% of salary.	Discretionary bonus payouts will be determined on the satisfaction of a range of key financial and personal/strategic objectives set annually by the Committee. No more than 30% of the overall bonus opportunity can be based on performance against personal/strategic targets. The performance targets applied will be disclosed in the relevant annual report, following the end of the performance period. Discretion will apply, enabling the Committee to adjust the bonus outcome upwards or downwards, where the formulaic outcome is, in the view of the Committee, not a fair and accurate reflection of business performance. No more than 25% of the relevant portion of the bonus is payable to delivering a threshold level of performance,

	The current PIF will operate until no later than in relation to the 2022 financial year.		and no more than 50% is payable for delivering a target level of performance (where the nature of the performance metric allows such an approach).
Performance Incentive Fee (PIF)			
	The PIF is an existing arrangement for the remuneration of the senior management team including the Executive Directors. The PIF's last year of operation will be 2021 for the CFO and 2022 for the CEO. Awards made to the CEO will be in cash whilst at least half of the awards made to the CFO will be deferred in shares that should be held for 3 years with the remainder paid in cash. The Committee may award dividend equivalents on deferred shares to the extent they vest. Malus and clawback provisions will apply to the PIF, up to the date of any determination and for three years thereafter. The Company will honour its pre-existing commitment in respect of the awards under the PIF for the 2020 financial year.	Awards are capped at £1.08m for the CEO in any year (being 60% of the £1.8m cap). The maximum for 2021 in relation to the CFO when aggregated with the Annual Bonus Plan will be 150% of salary.	The PIF will be calculated as it has in the recent past, as follows: The PIF pool is equal to 11.25% of any performance in excess of an 8% per annum increase in the Group's EPRA Net Asset Value, plus dividends (less equity raised, net of non-cash and other necessary adjustments) paid subject to an overall cap of £1.8m. Half of any PIF payment is deferred to the following year, with performance against the hurdle rate (both positive and negative) carried forward in a notional cumulative account with any future payment subject to the account being in a surplus position. Appropriate documentation will be put in place to ensure an adequate transition structure is in place

			for the period of transition from the PIF to the Annual Bonus Plan and the LTIP.
Long Term Incentive Plan (LTIP)			
Awards are designed to incentivise the Executive Directors to maximise returns to shareholders by successfully delivering the Company's objectives over the long term in a sustainable manner.	Awards can be granted annually to Executive Directors under the LTIP in the form of nil cost options or conditional awards of shares. These would vest at the end of a three-year period, normally subject to: • the Executive Director's continued employment at the date of vesting; and • satisfaction of the performance conditions. The Committee may award dividend equivalents on awards to the extent that they vest. The net of tax number of shares that vest after the end of the three-year performance period will be subject to an additional two-year holding period, during which the shares cannot be sold (irrespective of whether the individual remains employed). Malus and clawback provisions will apply to the award, up to the date of the bonus determination and for three years thereafter.	Awards may be made up to 200% of base salary in normal circumstances. No more than 25% of the award will vest for threshold performance. 100% of the award will vest for maximum performance.	Awards vest subject to the achievement of challenging performance conditions set by the Committee prior to each grant. Discretion will apply, enabling the Committee to adjust the outcome upwards or downwards, where the formulaic outcome is, in the view of the Committee, not a fair and accurate reflection of business performance. There is no intention to award an LTIP in 2021 or 2022 to the current CEO, whilst the PIF operates. However, the CFO is expected to be granted awards from 2021.
All-employee share plan			
To encourage share ownership	The Company does not currently operate an all-employee share plan. To the extent the Company operates an all-employee share plan, the Executive Directors will be able to participate on the same term as other employees.	Actual participation in these plans will be disclosed in the relevant Annual Report following the implementation and participation in these plans.	None
Shareholding Requirement			

To support long term commitment to the Company and the alignment of Executive Director interests with those of shareholders.	The Committee has adopted formal shareholding guidelines that will encourage the Executive Directors to build up and then subsequently hold a shareholding equivalent to a multiple of their base salary. Requirements will continue for two years after an Executive Director ceases to be employed.	200% of salary.	None
Non-Executive Directors			
To provide a competitive fee for the performance of NED duties, sufficient to attract high calibre individuals to the role	Fees are set in conjunction with the duties undertaken. Normally, only increased when an individual takes on additional duties or where benchmarking indicated fees require realignment to remain competitive.	Overall fees will not exceed the maximum in the Company's Articles of Association.	None, the NEDs are not entitled to receive any remuneration which is performance related. As a result, there are no performance conditions.

Choice of Performance Measures

Each year, the Committee will choose the appropriate performance measures and targets to apply to the Annual Bonus Plan and LTIP. The measures will be closely aligned with the Company's strategy and business priorities at the time and will be consistent with a Board-approved level of business risk.

Malus and clawback

Malus and clawback provisions within the Annual Bonus Plan, PIF and the LTIP apply in the following circumstances:

- Material misstatement of results;
- Gross misconduct;
- Error in calculating the number of shares subject to an award or the amount of cash paid;
- Corporate failure; or
- Serious reputational damage.

Discretion

The Committee will operate the Annual Bonus Plan, PIF and LTIP according to their respective rules and in accordance with the Listing Rules where relevant. Consistent with market practice, the Committee retains certain discretions in respect of the operation and administration of these arrangements which include, but are not limited to, the following:

- the participants;
- the timing of the grant of an award or payment;
- the size of an award;
- the determination of the extent to which performance measures have been met and the corresponding vesting or payment levels;
- discretion required when dealing with a change of control or restructuring of the Group;
- determination of the treatment of leavers based on the rules of the respective arrangement and the appropriate treatment chosen, including the pro rating of awards;
- adjustments required in certain circumstances (e.g. rights issues, corporate restructuring events and special dividends);
- the annual review of performance measures, weighting and targets from year to year; and
- the manner in which share awards can be satisfied (i.e. through the use of new issue, market purchased or treasury shares or by way of a cash payment).

In addition, the Committee retains the ability to adjust the targets and/or set different measures if events or circumstances occur (e.g. a material acquisition and/or divestment of a Group business) which cause it to determine that the conditions are no longer appropriate and the amendment is required so that the conditions achieve their original purpose. Any use of the above discretions would be explained in the annual report on remuneration for the relevant year and may, as appropriate, be the subject of consultation with the Company's major shareholders. Furthermore, the Committee has the discretion to amend the Remuneration Policy with regard to minor or administrative matters where it would be, in the opinion of the Committee, in the best interests of the Company, and disproportionate to seek or await shareholder approval.

Dilution limits

Market standard dilution limits will apply to the operation of the Company's share plans (e.g. no more than 10% of share capital can be issued in relation to any share plan operated by the Company in any 10 year period, and no more than 5% can be issued in relation to any discretionary share plan (such as the LTIP) in the same 10 year period).

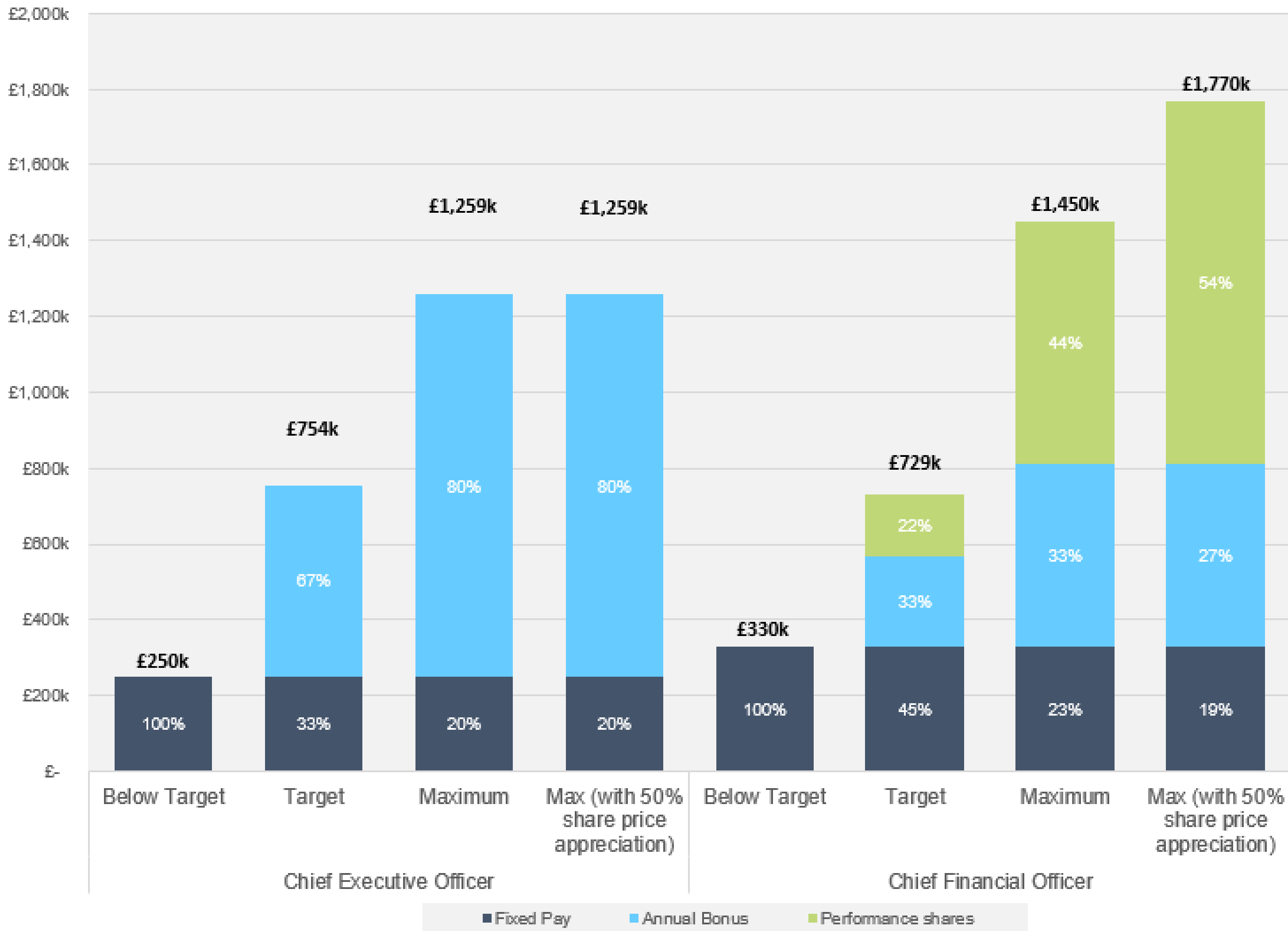
Differences in Remuneration Policy from the Wider Employee Population

The Group aims to provide a remuneration package for all employees that is market competitive and operates the same reward and performance philosophy throughout the business. The Group operates variable pay plans primarily focussed on mid to senior management level. In some cases, incentive structures and performance conditions apply which are different to those used for Executive Directors in order to ensure the performance targets set can be influenced and controlled by the participant. In addition, the Committee takes into account workforce remuneration and related policies and the alignment of incentives and rewards with culture when setting the policy for Executive Directors' remuneration.

Scenario Charts

The chart below illustrates the remuneration opportunity provided to the CEO and CFO under the Remuneration Policy at different levels of performance for the financial year.

In line with the Companies (Miscellaneous Reporting) Regulations 2018, the maximum scenario illustrates the potential remuneration payable if the share price increased by 50% (i.e. the value of the LTIP award increased by 50% between grant and vesting).



1.	**Minimum performance:**	comprising the minimum remuneration receivable (i.e. fixed pay only, being base salary, pension allowances and without an estimate for benefits for the 2021 financial year.
2.	**On-target performance:**	comprising fixed pay, a PIF award or annual bonus of 50% of the maximum opportunity (£1.08m for the CEO and 150% of salary for the CFO) and LTIP awards vesting at the threshold level of 25 % of maximum opportunity (200 % of salary for the CFO). The illustration is made using the maximum remuneration that can be achieved. The normal PIF/bonus opportunity & LTIP grant level for the CFO will be disclosed in the 2020 annual report.
3.	**Maximum performance:** (excluding and including share price growth)	comprising fixed pay, a PIF award and annual bonus of 100% of the maximum and 100% vesting of LTIP awards. The maximum performance scenario also illustrates potential payout under the LTIP with a 50% share price growth.

The illustrations do not take into account the value of dividends payable on vested PIF or deferred bonus of LTIP awards.

Recruitment Policy

The Company's strategy is to attract and retain a talented and diverse workforce.

The Company's approach is that the remuneration of any newly recruited Executive Directors will be assessed in line with the same principles as apply to the existing Executive Directors.

The Committee is mindful that it wishes to avoid paying more than it considers necessary to secure the preferred candidate and will have regard to guidelines and shareholder sentiment regarding enhanced short term or long term incentive payments made on recruitment and the appropriateness of any performance measures associated with an award. Subject to the paragraph below, the incentive awards that can be received in any one year will not exceed the maximum individual limits as set out in the Remuneration Policy.

The Committee's policy is not to provide sign-on compensation. In addition, the Committee's policy is not to provide buyouts as a matter of course. However, should the Committee determine that the individual circumstances of recruitment justified the provision of a buyout, the equivalent value of any incentives that will be forfeited on cessation of a director's previous employment will be estimated. This will take into account, among other things, the performance conditions attached to the vesting of these incentives, the timing of vesting, the likelihood of vesting and the nature of the awards (cash or equity). The Committee may then grant a buyout of a value that takes account of the value of the lapsed award, where possible, under the Company's incentive plans. To the extent that it is not possible or practical to provide the buyout within the terms of the Company's existing incentive plans the Committee may, in exceptional circumstances consider it appropriate to grant an award under a different structure to facilitate a buyout of outstanding awards held by an individual on recruitment.

Where an existing employee is promoted to the Board, or was previously remunerated by a company that subsequently becomes a group company, the policy set out above would apply from the date of promotion or that company becoming part of the group but there would be no retrospective application of the policy in relation to subsisting incentive awards or remuneration arrangements. Accordingly, prevailing elements of the remuneration package would be honored (e.g. the operation of the PIF in relation to the year ending 31 December 2020, which results in payments being made after the Remuneration Policy takes effect) and form part of the ongoing remuneration of the person concerned. These would be disclosed to shareholders in the Annual Report on Remuneration for the relevant financial year.

The Company's approach is that the remuneration of any newly recruited Non-executive Director will be assessed in line with the same principles as apply to the existing Non-executive Directors.

The Company will not pay any introductory fee or incentive to any person to encourage them to become a Director but may pay fees to search and selection consultants in connection with the appointment of any Non-executive Director.

Service Agreements and Letters of Appointment

Executive Directors

Harry Hyman's service contract does not permit notice to be given by either party until 4 January 2022, thereafter, his service contract has a 12-month mutual notice period. Richard Howell's contract has a 6-month mutual notice period. The Company's policy is for Executive Directors to have service agreements with no fixed term, but which may be terminated by the Company for breach by the executive or with no more than 12 months' notice from the Company to the executive and 12 months' notice from the executive to the Company.

If notice is served by either party, the Executive Director can continue to receive base salary, contractual benefits and pension for the duration of their notice period during which time the Company may require the individual to continue to fulfil their current duties or may assign a period of garden leave. Service contracts do not contain liquidated damages clauses.

The Company may elect to make a payment in lieu of notice equivalent in value to a maximum of 12 months' base salary and contractual benefits including pension contribution but excluding bonus and PIF, payable in equal monthly instalments. Alternatively, the Committee retains the discretion to make payments in lieu of notice as a lump sum.

In the event of termination for cause (e.g. gross misconduct) neither notice nor payment in lieu of notice will be given and the Executive Director will cease to perform their services immediately.

In addition, and consistent with market practice, the Company may pay a contribution towards the Executive Director's legal fees for entering into a statutory agreement, may pay a contribution towards fees for outplacement services as part of a negotiated settlement, or may make a payment to compromise claims the Executive Director may have. There is no provision for additional compensation on termination following a change of control. Payment may also be made in respect of accrued benefits, including untaken holiday.

Incentive awards – treatment on cessation

Remuneration element	Treatment on exit
Salary, benefits and pension	Salary, benefits and pension will be paid over the notice period. The Company has discretion to make a lump sum payment on termination equal to the salary, value of contractual benefits and value of company pension contributions payable during the notice period. In all cases the Company will seek to mitigate any payments due.
Annual Bonus Plan	*Good leaver reason* (reasons outlined below)– normally pro-rated to time and performance for year of cessation, and payable at the year end. Deferred shares delivered in full at normal vesting date. *Other reason* – no bonus payable for year of cessation and deferred shares normally lapse.
PIF	**The CEO** The PIF will be payable to the CEO in the event of cessation unless he voluntarily resigns from his employment (either with or without notice) at any time before 31 December 2022, or his employment is terminated by the Company by reason of a Termination Act (as defined in his service agreement) e.g. gross misconduct. **The CFO** No payment will be made for any reason in the event of cessation of employment.
LTIP	*Good leaver reason* – normally pro-rated to time and performance in respect of each subsisting LTIP award, with award vesting at the original date. The Company will have the discretion to allow awards to vest early in exceptional circumstances. *Other reason* – Lapse of any unvested LTIP awards. Vested LTIP awards will be retained by Executive Directors. The Committee has the following elements of discretion: • to treat a leaver as a ‘good leaver’. It is the Committee’s intention to only use this discretion in circumstances where there is an appropriate business case to do so; • whether to measure performance over the original performance period or at the date of cessation; • the Committee’s policy is generally to pro-rate awards from the date of grant to the date of cessation. The Committee has the discretion to adopt a different approach to pro-rating and the timing of vesting where it is felt appropriate and there is an appropriate business case to do so.

A good leaver reason may include cessation in the following circumstances:

- Death;
- Ill-health;
- Injury or disability; or
- At the discretion of the Committee.

Incentive awards – treatment on a change in control

The Committee's normal policy on the vesting of incentives on a change of control is summarised below:

Name of Incentive Plan	Change of Control	Discretion
Annual Bonus Plan	Pro-rated to time and performance to the date of the change of control and paid at that time. Deferred shares released at the change of control.	The Committee has discretion to continue the operation of the Plan to the end of the bonus year (subject to the agreement of the acquiring company).
PIF	The PIF will still be payable and operation of the PIF will end on 21 December 2022. Deferred shares will be released at the change of control and vest in the individual (or as they may direct).	The PIF will continue to operate until 31 December 2022.
LTIP	The number of shares subject to subsisting LTIP awards vesting on a change of control will be pro-rated to time and performance.	The Committee retains absolute discretion regarding the proportion vesting, taking into account time and performance. There is a presumption that the Committee will pro-rate for time, although it may adopt a different approach if it considers appropriate.

Non-Executive Directors

The Non-executive Directors each have specific letters of appointment, rather than service contracts. Non-executive Directors are appointed for an initial term of three years and, under normal circumstances would be expected to serve for additional three-year terms, up to a maximum of nine years, subject to satisfactory performance, which is reviewed annually by the Nomination Committee. The Board shall have discretion to extend a term beyond nine years in order to retain specialist skills and experience which are hard to replace and provided always that the individual is considered to remain independent. The Company requires that all Directors are re-elected at each Annual General Meeting.

In the event of loss of office, Non-executive Directors do not have any entitlement of payment upon a loss of office over and above payment for any notice period and any fees or expenses due to them but unpaid at the time of termination.

There is no provision for the recovery of sums paid to a Non-executive Director or the withholding of the payment of any sum due to a Non-executive Director.

External appointments

The Board recognises the benefit which the Company can obtain if Executive Directors serve as non-executive directors of other companies. Subject to review in each case, the Board's general policy is that an Executive Director can accept one non-executive directorship of another listed company (but not the chairmanship) and can retain the fees in respect of such appointment.

Such appointments require Board approval and the time commitment the appointment will require is taken into consideration.

Statement of employment conditions elsewhere in the Company

The Committee considers pay and employment conditions across the Company when reviewing the remuneration of the Executive Directors and other senior employees. In particular, the Committee considers the range of base pay increases across the Group as well as wider workforce remuneration and related policies. The Remuneration Policy for the Executive Directors is designed with regard to the policy for the workforce as a whole. The Committee is kept updated through the year on general employment conditions and it approves the budget for annual salary increases. The Company did not consult with employees in formulating the Remuneration Policy.

Consideration of Shareholders' Views

The Company is committed to engagement with shareholders and will seek major shareholders' views in advance of making significant changes to its Remuneration Policy and how it is implemented. The Chair of the Committee will attend the Annual General Meeting to hear the views of shareholders on the Remuneration Policy and to answer any questions in relation to remuneration.

Legacy arrangements

For the avoidance of doubt, in approving the Remuneration Policy, authority is given to the Directors to honour any commitments previously entered into with current or former Directors that have been disclosed previously to shareholders.