

Remuneration Update

Performance Share Plan – awards for 2019

As indicated in the 2019 Directors Remuneration Report, in recent weeks the Remuneration Committee has consulted with major shareholders regarding proposals for Performance Share Plan awards to be granted to executive directors in 2019.

Following the conclusion of this consultation process, the Remuneration Committee has now finalised the terms of 2019 awards. The approach incorporates feedback from our major shareholders and the Remuneration Committee has sought to balance the various viewpoints presented during engagement.

Performance targets

The 2019 awards will remain subject to relative TSR and EPS performance. The targets for 2019 awards are detailed in the table below. The Remuneration Committee has increased the stretch of both the threshold and maximum hurdles under the EPS element in direct response to shareholder feedback.

	Relative TSR (50%) v. FTSE Small Cap (excl. financial services)	Cumulative EPS (50%) FY20, FY21 and FY22
Nil vesting	Below median	Less than 204p
25% of element	Equal to the median	204p
100% of element	Greater than upper quartile	220p

There will be straight line vesting for performance between the threshold and maximum performance levels shown.

Award levels

Under the Remuneration Policy approved by shareholders, participants can be granted PSP awards of up to 150% of salary. For 2019, it is proposed that the maximum PSP award will be 100% of salary for the CEO (Mr Glenn) and 150% of salary for the CFO (Mr Hayes).

Mr Hayes has made a significant contribution to the business since appointment, in terms of his leadership of the finance function as well as the development of the Group's strategic ambitions. The proposed award therefore reflects his increased experience and marketability in the external talent market. The 2019 PSP award is intended to lock-in Mr Hayes for an extended period as well as enable him to build-up a material interest in Consort shares in order to maximise alignment with our shareholders. Shareholders will note that on appointment in 2017, Mr Hayes was not awarded any buy-out awards for incentives forfeited from his previous employer.

Holding period

Consistent with awards granted last year, any awards which become eligible for vesting following the end of the performance period will be subject to a two-year holding period.

20 August 2019