

18 July 2022

Hill & Smith Holdings PLC ('Hill & Smith' or 'the Group')
Section 430(2B) Companies Act 2006 Statement

As announced on 18 July 2022, Paul Simmons stepped down as Chief Executive Officer of Hill & Smith and from the Board with effect from that date.

The following information is provided in accordance with section 430(2B) of the Companies Act 2006.

1. Garden leave: Mr Simmons' contractual 12 month notice period started running on Monday 18 July 2022. He will remain on garden leave until 31 December 2022 and will continue to receive salary, pension allowance and certain benefits in this period. Details of payments will be included in Hill & Smith's 2022 Directors' Remuneration Report.
2. PILON: Mr Simmons' employment with the Company will end on 31 December 2022 and he will be paid salary in lieu of the balance of the notice period, totalling £304,904.27 gross. The payments will be paid monthly for the period from 1 January to 17 July 2023 and reduced by any other income earned in that period.
3. Bonus: Mr Simmons remains eligible for a discretionary bonus for the financial year ending 31 December 2022, pro-rated for his service from 1 January up to 18 July 2022 and subject to achievement of performance measures. Any discretionary bonus will be paid to Mr Simmons at the same time as other Executive Directors of the Company and may be subject to deferral at the discretion of the Remuneration Committee. Details of any bonus earned will be included in Hill & Smith's 2022 Directors' Remuneration Report.
4. In flight awards: the Remuneration Committee has exercised discretion to preserve some of Mr Simmons' in-flight awards. In exercising its discretion the Remuneration Committee has taken into account the contribution which Mr Simmons has made during his tenure and the circumstances of his departure.
 - Existing Buy-Out Award: Mr Simmons holds an award over 12,364 Hill & Smith shares. The award was granted on commencement of employment to compensate him for the forfeiture of a long-term incentive award granted by his previous employer. Mr Simmons will retain this award and it will vest on its normal release date of 29 July 2022. The number of shares which vest will be reduced broadly in line with the level of actual vesting achieved for the underlying former employer award that was bought-out.
 - Existing Deferred Bonus Awards: Mr Simmons holds awards under the Deferred Bonus Plan granted in 2021 and 2022 in respect of bonuses earned in 2020 and 2021. These awards will be retained and will be released from deferral at their ordinary time.
 - All other awards will lapse on termination of employment in accordance with their terms.
5. Mr Simmons received a contribution of £5,000 plus VAT towards legal fees in connection with his departure arrangements.

6. No further payments are to be made to Paul Simmons in connection with his loss of office or the cessation of his employment.

All payments are in line with the Company's stated Remuneration Policy for 2020, 2021 and 2022 (published in the Annual Report in 2019 and approved by shareholders at the 2020 AGM).