

## **Vistry Group PLC ("the Company")**

### **Statement regarding the outgoing Chief Operating Officer Graham Prothero**

#### **Section 430(2B) Companies Act 2006 Statement**

Vistry Group PLC ("Vistry" or the "Company") announced on 27 April 2022 that Graham Prothero would step down as Chief Operating Officer and as a Director of the Company with effect from 31 December 2022, to take up the position of CEO at MJ Gleeson PLC ("Gleeson"). The resignation of Graham Prothero as a Director of a Company was brought forward to take effect on 11 November 2022, with Graham Prothero remaining as an employee of the Company until 31 December 2022. As required by section 430(2B) of the Companies Act 2006, details of the remuneration arrangements relating to Graham Prothero ceasing to be a director are set out below.

There are no remuneration payments made or to be made to Graham Prothero as part of his departure from the Company. During his notice period to 31 December 2022, Graham will receive his salary and contractual benefits in accordance with his service agreement.

He will be allowed to receive an annual bonus for 2022 up to a maximum of 150% of annual salary subject to the level of achievement of the performance metrics, which shall be paid at the normal time in March 2023 as to two thirds in cash and one third as a share award under the Deferred Bonus Plan.

His share award under the Long-Term Incentive Plan made in 2020 will be allowed to vest subject to the level of achievement of performance metrics and also subject to a further two-year holding period. He shall also retain his deferred bonus shares with respect to his annual bonus for 2020 which shall be released to him in 2023, and his share award under the Deferred Bonus Plan with respect to his annual bonus for 2021 which shall vest in 2024. He will forfeit the outstanding share awards under the Long-Term Incentive Plan granted in 2021 and 2022. He will no longer be eligible for any further awards under the Vistry Deferred Bonus Plan or Long-Term Incentive Plan.

#### **Further Information:**

The relevant details will be included in the Directors' Remuneration Report in the Company's 2022 Annual Report and Accounts.