

# Corporate governance report

## Appendix 1: Executive directors' share plan interests

### 1 April 2018 to 31 March 2019

	Award date	Awards held at 1 April 2018	Granted in year	Vested in year	Lapsed/ forfeited in year	Notional dividends accrued in year <sup>(1)</sup>	Awards held at 31 March 2019
<b>Steve Mogford</b>							
<b>Shares not subject to performance conditions at 31 March 2019</b>							
DBP	16.6.15	41,627	–	41,627	–	–	–
DBP	16.6.16	29,485	–	–	–	1,583	31,068
DBP	16.6.17	42,735	–	–	–	2,296	45,031
DBP <sup>(2)</sup>	18.6.18	–	47,057	–	–	2,527	49,584
LTP	29.7.13	48,700	–	48,700	–	–	–
LTP	30.6.14	63,029	–	–	–	3,386	66,415
LTP	30.6.15	108,300	–	–	50,073	4,994	63,221
ShareBuy matching shares <sup>(3)</sup>	1.4.18 to 31.3.19	39	47	39	–	–	47
<b>Subtotal</b>		<b>333,915</b>	<b>47,104</b>	<b>90,366</b>	<b>50,073</b>	<b>14,786</b>	<b>255,366</b>
<b>Shares subject to performance conditions at 31 March 2019</b>							
LTP	28.6.16	104,863	–	–	–	5,633	110,496
LTP	27.6.17	105,426	–	–	–	5,663	111,089
LTP <sup>(4)</sup>	25.6.18	–	129,030	–	–	2,123	131,153
<b>Subtotal</b>		<b>210,289</b>	<b>129,030</b>	<b>0</b>	<b>0</b>	<b>13,419</b>	<b>352,738</b>
<b>TOTAL</b>		<b>544,204</b>	<b>176,134</b>	<b>90,366</b>	<b>50,073</b>	<b>28,205</b>	<b>608,104</b>
<b>Russ Houlden</b>							
<b>Shares not subject to performance conditions at 31 March 2019</b>							
DBP	16.6.15	26,277	–	26,277	–	–	–
DBP	16.6.16	18,440	–	–	–	990	19,430
DBP	16.6.17	26,816	–	–	–	1,440	28,256
DBP <sup>(2)</sup>	18.6.18	–	29,517	–	–	1,585	31,102
LTP	29.7.13	30,733	–	30,733	–	–	–
LTP	30.6.14	39,784	–	–	–	2,136	41,920
LTP	30.6.15	68,373	–	–	31,613	3,153	39,913
ShareBuy matching shares <sup>(3)</sup>	1.4.18 to 31.3.19	38	48	38	–	–	48
<b>Subtotal</b>		<b>210,461</b>	<b>29,565</b>	<b>57,048</b>	<b>31,613</b>	<b>9,304</b>	<b>160,669</b>
<b>Shares subject to performance conditions at 31 March 2019</b>							
LTP	28.6.16	66,183	–	–	–	3,554	69,737
LTP	27.6.17	66,561	–	–	–	3,575	70,136
LTP <sup>(4)</sup>	25.6.18	–	81,488	–	–	1,340	82,828
<b>Subtotal</b>		<b>132,744</b>	<b>81,488</b>	<b>0</b>	<b>0</b>	<b>8,469</b>	<b>222,701</b>
<b>TOTAL</b>		<b>343,205</b>	<b>111,053</b>	<b>57,048</b>	<b>31,613</b>	<b>17,773</b>	<b>383,370</b>
<b>Steve Fraser</b>							
<b>Shares not subject to performance conditions at 31 March 2019</b>							
DBP	16.6.15	10,197	–	10,197	–	–	–
DBP	16.6.16	8,085	–	–	–	433	8,518
DBP	16.6.17	10,702	–	–	–	574	11,276
DBP <sup>(2)</sup>	18.6.18	–	22,043	–	–	1,184	23,227
LTP	30.6.15	25,651	–	14,731	11,860	940	–
ShareBuy matching shares <sup>(3)</sup>	1.4.18 to 31.3.19	43	48	43	–	–	48
<b>Subtotal</b>		<b>54,678</b>	<b>22,091</b>	<b>24,971</b>	<b>11,860</b>	<b>3,131</b>	<b>43,069</b>
<b>Shares subject to performance conditions at 31 March 2019</b>							
LTP	28.6.16	24,842	–	–	–	1,333	26,175
LTP	27.6.17	24,986	–	–	–	1,342	26,328
LTP <sup>(4)</sup>	25.6.18	–	75,339	–	–	1,239	76,578
<b>Subtotal</b>		<b>49,828</b>	<b>75,339</b>	<b>0</b>	<b>0</b>	<b>3,914</b>	<b>129,081</b>
<b>TOTAL</b>		<b>104,506</b>	<b>97,430</b>	<b>24,971</b>	<b>11,860</b>	<b>7,045</b>	<b>172,150</b>

(1) Note that these are also subject to performance conditions where applicable.

(2) See page 134 for further details.

(3) Under ShareBuy, matching shares vest provided the employee remains employed by the company one year after grant. During the year Steve Mogford purchased 238 partnership shares and was awarded 47 matching shares (at an average share price of 757 pence per share). Russ Houlden purchased 238 partnership shares and was awarded 48 matching shares (at an average share price of 757 pence per share). Steve Fraser purchased 237 partnership shares and was awarded 48 matching shares (at an average share price of 757 pence per share).

(4) See page 136 for further details.