

**Remuneration disclosure under section 430(2B) Companies Act 2006 –
Rebecca Worthington**

As announced on 17 April 2019, Rebecca Worthington has left Countryside Properties PLC (the “**Company**”), having stepped down from her role as Group Chief Operating Officer and as a director of the Company on 17 April 2019 (the “**Termination Date**”). Rebecca Worthington:

- received her basic salary and contractual benefits up to the Termination Date.
- will, subject to her duty of mitigation, receive the sum of £485,900 in lieu of her salary, car allowance and pension contributions for her 12 month notice period, paid in monthly instalments.
- will receive the sum of £2,286 as a statutory redundancy payment.
- will remain eligible for a bonus for the financial year ending 30 September 2019, pro-rated to reflect the period she served as a director (i.e. up to the Termination Date), and subject to the achievement of applicable performance conditions. Any award will be paid to her two-thirds in cash in December 2019 with the balance being deferred under the Deferred Bonus Plan for three years.
- holds the following outstanding employee share plan awards:

Plan	Grant year	Award type	Number of Company shares subject to award	Vesting year
Deferred Bonus Plan	2016	Conditional award	62,016	2019
	2017	Conditional award	45,447	2020
	2018	Conditional award	46,446	2021
Long Term Incentive Plan (“ LTIP ”)	2016	Conditional award	267,880	2019
	2017	Conditional award	185,747	2020
	2018	Nil-cost option	283,416	2021

“Good leaver” treatment is expected to be afforded, meaning these awards (and any Deferred Bonus Plan award to be granted in 2019) will remain capable of vesting in accordance with their terms on their normal vesting dates. For the LTIP awards, vesting will be subject to the achievement of applicable performance conditions and pro-rating. To the extent it vests, the 2018 LTIP award will be subject to a two-year holding period.

Up to £5,000 (plus VAT) will be paid directly to third party providers to cover the cost of outplacement support.

£5,000 (plus VAT) will be paid directly to a third party provider to cover legal fees incurred in obtaining advice in respect of the termination of her employment with the Company.

Full details of all payments made to and receivable by Rebecca Worthington will be disclosed in the Directors’ remuneration report within the Company’s Annual Report and Accounts for the year ending 30 September 2019, and subsequent years, as appropriate. All payment detailed above will be paid less any required tax withholdings.