



ST. JAMES'S PLACE PLC

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Section 430(2B) Companies Act 2006 Statement

As we announced on 28 February 2017, David Bellamy has decided to step down from the Board and from the position of Chief Executive Officer, effective 31 December 2017. The information below is required under section 430(2B) of the Companies Act 2006.

Mr Bellamy will continue as an employee of the company immediately after he steps down from the Board. He will undertake a number of management advisory responsibilities including: advising and working on the development of the company's international distribution business - including overseeing the development of our new international business and chairing the International Advisory Board - whilst also providing advice and mentoring to members of the company's executive team. In addition, he will chair the St. James's Place Charitable Foundation on a pro bono basis.

This will enable the company to continue to benefit from Mr Bellamy's 44 years' experience in financial services including 26 years as an executive with St. James's Place.

In this new role, Mr Bellamy will receive a total remuneration package of £230,000 per annum (which includes basic salary and the monetary value of any company fringe benefits). He will cease to be eligible for annual bonus, long-term incentive (Performance Share Plan (PSP)) awards or pension allowance.

Mr Bellamy remains eligible for annual bonus in respect of the 2017 financial year, subject to the usual performance conditions under the bonus plan; half of the bonus will be deferred into shares, in accordance with the policy. He will not receive a PSP grant in 2018.

In accordance with the relevant plan rules, he will retain the deferred bonuses he holds which are 37,252 shares (in respect of the 2015 Deferred Bonus Scheme Award), 37,721 shares (in respect of the 2016 Deferred Bonus Scheme Award), 33,682 shares (in respect of the 2017 Deferred Bonus Scheme Award) and a number of shares to be determined (in respect of the 2018 Deferred Bonus Scheme Award). He will also retain (in accordance with the plan rules) the PSP awards he holds which are 100,280 shares (in respect of the 2015 PSP Award), 107,589 shares (in respect of the 2016 PSP Award) and 98,765 shares (in respect of the 2017 PSP Award). These awards remain subject to existing vesting dates, performance conditions (PSP) and post-vesting holding requirements (PSP).

2 January 2018