

Further to the announcement by Future on 22 February 2023, Zillah Byng-Thorne stepped down from the role of Chief Executive Officer of Future plc (the "Company" or "Future") and from her position on the Future board on 31 March 2023. Zillah remained available to support the new Chief Executive Officer over a two-month transition period ending 31 May 2023.

As required by section 430(2B) of the Companies Act 2006, details of the remuneration payments made or to be made to Zillah are set out below. These arrangements were subsequently modified, with effect from 1st September 2023, as set out below and the modifications were set out on the Company's website from 1st September. The original and modified arrangements comply with the Company's Directors' Remuneration Policy, which was approved by shareholders at the 2023 AGM, and reflect the careful consideration of the Remuneration Committee.

Original arrangements

Salary and benefits

Zillah will remain an employee of the Company until 31 December 2023, when her employment will end.

Zillah will receive her salary and contractual benefits during the remainder of her employment.

Annual Bonus

Zillah will be eligible to receive a bonus in respect of FY 2023, pro-rated for the period of the year in active service (to 31 May 2023). Payment will be subject to performance, with any payout determined in the normal manner and at the normal time. 50% of any bonus earned will be deferred for two years in line with normal practice.

Future Value Creation Plan ("VCP")

Zillah will retain 140,000 units under Tranche 1 of the VCP award. These awards will vest subject to the satisfaction of applicable performance conditions on the normal vesting date, being the first dealing day after the announcement of the FY 2023 results. Any shares awarded in respect of tranche 1 will be subject to a mandatory holding period after vesting (to November 2025).

Zillah will retain 109,675 units under Tranche 2 of the VCP reflecting a pro-ration for time in employment (to 31 December 2023). These awards will vest subject to the satisfaction of applicable performance conditions on the normal vesting date, being the first dealing day after the announcement of the FY 2024 results. Any shares awarded in respect of tranche 2 will be subject to a mandatory holding period after vesting (to November 2025).

The remaining 30,325 units under Tranche 2, and all 140,000 of Zillah's units under Tranche 3 of the VCP will lapse on 31 December 2023.

Date of grant	Tranche	Number of units pro-rated for time	Vesting date/end of deferral period	Post-vest hold period
14 April 2021	1	140,000	The first dealing day after the announcement of the FY 2023 results	To the first dealing date after the announcement of the FY 2025 results
14 April 2021	2	109,675	The first dealing day after the announcement of the FY 2024 results	To the first dealing date after the announcement of the FY 2025 results
14 April 2021	3	0	Award lapses in full	N/A

Future Performance Share Plan ("PSP")

Zillah's outstanding PSP awards granted on 23 November 2018 and 25 November 2019 have already vested in full. The awards remain subject to mandatory two-year holding periods after vesting (to November 2023 for the 2018 award and to November 2024 for the 2019 award).

Future Deferred Annual Bonus Plan ("DABS")

Zillah's outstanding DABS awards granted on 9 February 2022 and 6 December 2022 remain subject to deferral periods and will vest on the normal vesting dates.

Date of grant	Plan	Number of shares subject to award	Vesting date/end of deferral period	Post-vest hold period
23 November 2018	PSP	196,687	Vested 1 December 2021	The first dealing day after the announcement of the FY 2023 results
25 November 2019	PSP	67,185	Vested 30 November 2022	The first dealing day after the announcement of the FY 2024 results

9 February 2022	DABS	19,993	The first dealing day after the announcement of the FY 2023 results	N/A
6 December 2022	DABS	35,508	The first dealing day after the announcement of the FY 2024 results	N/A

Other

Zillah received a contribution of £4,150 (plus VAT) towards legal fees incurred in connection with her departure.

Other aspects of the Remuneration Policy will continue to apply as applicable, including the post-employment shareholding guideline.

Modified arrangements with effect from 1 September 2023

In July 2023, Zillah informed Future that, as of 1 September 2023, she would take on the role of Executive Chair at M&C Saatchi PLC pending the appointment of a new CEO of that company. This was announced by M&C Saatchi on 24 July 2023. In light of this, and conscious of the need to protect value for our shareholders, Future reviewed the original leaver arrangements set out above, which were modified as follows, and accepted by Zillah, from 1 September:

- For the purposes of her basic salary and contractual benefits, her termination date was accelerated from 31 December 2023, to 1 September 2023. All contractual notice payments therefore ceased from that date.
- She was no longer treated as a 'Good Leaver', as the original basis for that treatment was her intended retirement from executive duties. Therefore, as of 1 September 2023, her FY23 bonus opportunity and her unvested awards under Tranches 1 and 2 of the VCP, lapsed. In respect of her unvested DABS, the Committee has flexibility to continue to allow these awards to subsist and vest in line with the original deferral period. In the circumstances, as these relate to already-earned bonus, which had been deferred into shares, the Committee decided it would be appropriate to exercise its discretion in favour of allowing that (for the DABS only).
- All other terms of her departure remained in place, including all share holding periods and her post-employment shareholding requirement, as well as her non-compete, non-solicit and non-poaching restrictions, which will still run to 31 December.

Further information

The relevant remuneration details relating to Zillah Byng-Thorne will be included in the Directors' Remuneration Report in the Annual Report and Accounts.

In accordance with section 430(2B) of the Companies Act 2006, the information contained in this document will be made available on the Company's website until its next Directors' Remuneration Report is made available.