



### **Board Changes – Remuneration**

#### **Stuart Kilpatrick**

As announced on 29 March 2021, Stuart Kilpatrick will step down as a director of James Fisher and Sons plc (the “Company”) and from his role as Group Finance Director with effect from 29 April 2021. Details of Mr Kilpatrick’s remuneration arrangements in respect of his departure are detailed below.

- Mr Kilpatrick will receive his contractual entitlement to salary and benefits during a period of garden leave until an anticipated cessation of employment on 31 March 2022, subject to mitigation should he find alternative employment.
- Mr Kilpatrick will remain eligible to receive a pro rata annual bonus in respect of the 2021 financial year, with amounts payable at the normal payment dates to the extent that the relevant performance conditions have been achieved.
- In respect of Mr Kilpatrick’s outstanding share awards: his 2019 deferred bonus awards will vest at the normal vesting date, and unvested long-term incentive awards will vest at the normal vesting dates, subject to time pro rating and performance conditions. To the extent the awards vest, dividend equivalents may be credited.
- The Company will pay up to £2,750 plus VAT in respect of legal fees and up to £50,000 in respect of outplacement support.

Full details of all payments and vesting of awards made to and receivable by Mr Kilpatrick will be disclosed in the Directors’ Remuneration Report within the Company’s Annual Report and Accounts for the year ending 31 December 2021, and subsequent years as appropriate.

This information is provided pursuant to section 430(2B) of the Companies Act 2006.