



1pm plc
(the “Group” or the “Company”)

Conditional awards under the Group’s Long Term Incentive Plan (“LTIP”)

Further to the announcement on 18 May 2017 and the circular sent to shareholders on that date, which set out details of the 1pm plc LTIP, and the announcement on 7 June 2017 confirming the passing of the resolution by shareholders to approve the LTIP, 1pm announces the award of 7,900,000 conditional share options. The vesting of these share options is conditional upon achievement of certain market-based and service-based performance conditions. If all such share options are ultimately vested and exercised, then the awards would represent approximately 7.75% of the fully diluted share capital of the Company. These awards, together with existing share options, if all exercised, would represent 8.17% of the fully diluted share capital of the Company.

Under the terms of the LTIP, the share options vest proportionately based on the quoted price of the Company’s shares in the range from 60 pence to 110 pence per share. Irrespective of this market-based performance condition, no vested share options may be exercised unless the recipient completes three years’ service as an employee from the date of the award.

Following exercise, orderly market restrictions apply for a further twelve months. However, subject to such orderly market and closed period restrictions, the sale of shares issued pursuant to exercise will be permitted to meet individual income tax and National Insurance liabilities arising. In addition all recipients will be required to meet the cost of the Company’s National Insurance liability arising. Under the terms of the LTIP, the conditional share options are nil-cost to the recipient. The total aggregate value that may ultimately accrue to the recipients of the awards may not, however, exceed 15% of the total aggregate increase in value attributable to all shareholders, measured from a starting price of 55 pence per share.

The awards are as follows:

	<i>Number of existing vested options held</i>	<i>Number of new LTIP awards</i>	<i>Resultant total number of options</i>
<i><u>Director</u></i>			
Ian Smith	64,167	2,833,333	2,897,500
Mike Nolan	76,153	1,666,667	1,742,820
James Roberts	-	833,333	833,333
Edward Rimmer	-	1,666,667	1,666,667
<i><u>PDMR</u></i>			
Jason Davies	-	150,000	150,000
Michaela Dodd	1,766	150,000	151,766
Peter Nolan	-	150,000	150,000

**Junior
management**

Managers	1,766	450,000	451,766
Total	143,852	7,900,000	8,043,852

5 July 2017

For further information, please contact:

1pm plc

Ian Smith, Chief Executive Officer

01225 474230

James Roberts, Chief Financial Officer

01225 474230

Cenkos (NOMAD)

Max Hartley, Harry Pardoe (NOMAD), Julian
Morse (Sales)

0207 397 8900

Walbrook PR

Paul Vann

0117 985 8989

07768 807631

paul.vann@walbrookpr.com

1	Details of the person discharging managerial responsibilities / person closely associated	
a)	Name	Ian Smith
2	Reason for the notification	
a)	Position/status	Chief Executive Officer
b)	Initial notification /Amendment	Initial notification
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a)	Name	1pm plc
b)	LEI	N/a
4	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted	

a)	Description of the financial instrument, type of instrument Identification code	Ordinary Shares of 10p each					
b)	Nature of the transaction	Grant of conditional share options					
c)	Price(s) and volume(s)	<table border="1"> <thead> <tr> <th>Price(s)</th> <th>Volume(s)</th> </tr> </thead> <tbody> <tr> <td>Nil pence</td> <td>2,833,333</td> </tr> </tbody> </table>		Price(s)	Volume(s)	Nil pence	2,833,333
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d)	Aggregated information - Aggregated volume - Price	2,833,333 Ordinary Shares Nil pence per Ordinary Share					
e)	Date of the transaction	28 June 2017					
f)	Place of the transaction	N/a					

1	Details of the person discharging managerial responsibilities / person closely associated	
a)	Name	Mike Nolan
2	Reason for the notification	
a)	Position/status	Chief Risk Officer
b)	Initial notification /Amendment	Initial notification
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	

a)	Name	1pm plc					
b)	LEI	N/a					
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f)	Place of the transaction	N/a					

1	Details of the person discharging managerial responsibilities / person closely associated	
a)	Name	James Roberts
2	Reason for the notification	

a)	Position/status	Chief Financial Officer				
b)	Initial notification /Amendment	Initial notification				
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor					
a)	Name	1pm plc				
b)	LEI	N/a				
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f)	Place of the transaction	N/a				

1	Details of the person discharging managerial responsibilities / person closely associated					
a)	Name	Edward Rimmer				
2	Reason for the notification					
a)	Position/status	Managing Director, Commercial Finance Division				
b)	Initial notification /Amendment	Initial notification				
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor					
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1	Details of the person discharging managerial responsibilities / person closely associated	
a)	Name	Jason Davies
2	Reason for the notification	
a)	Position/status	General Manager
b)	Initial notification /Amendment	Initial notification
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a)	Name	1pm plc
b)	LEI	N/a
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f)	Place of the transaction	N/a				

1	Details of the person discharging managerial responsibilities / person closely associated	
a)	Name	Michaela Dodd
2	Reason for the notification	
a)	Position/status	General Manager
b)	Initial notification /Amendment	Initial notification
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a)	Name	1pm plc
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1	Details of the person discharging managerial responsibilities / person closely associated	
a)	Name	Peter Nolan
2	Reason for the notification	
a)	Position/status	General Manager
b)	Initial notification /Amendment	Initial notification
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	

a)	Name	1pm plc				
b)	LEI	N/a				
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