

Spire Healthcare Group plc (the “Company” or “Spire”)

15 March 2018

Disclosure for Simon Gordon pursuant to Section 430 (2B) of the Companies Act 2006

Further to the announcement made on 2 March 2018 that Simon Gordon stepped down as a Director of the Company on 1 March 2018, the following arrangements will apply in respect of his remuneration.

- (1) Simon Gordon will receive his existing salary and benefits up until his departure from the business on 31 March 2018.
- (2) In line with his contractual entitlements Simon Gordon will receive a cash payment on departure in lieu of notice. This payment will be equivalent to:
 - 12 months’ salary (£373,012.50) and pension allowance (18% of salary) (subject to deductions for tax and national insurance contributions); and
 - benefits for 12 months (£17,000), including car allowance and membership of Spire’s private medical cover (subject to deductions for tax and national insurance contributions).
- (3) He will not be eligible for a bonus in respect of 2018.
- (4) Simon Gordon will retain his awards over shares, made to him on 30 March 2016 and 30 March 2017 respectively, under the Company’s Long Term Incentive Plan. These awards will vest at the normal vesting date, and will be pro-rated for time worked during each performance period and will remain subject to satisfaction, in full or in part, of all performance metrics. No further awards will be made to him under the Long Term Incentive Plan. Further details of actual vesting following the end of the performance period will be disclosed in future Remuneration Reports.
- (5) Simon Gordon will retain his award of shares made under the Deferred Bonus Plan on 1 June 2015 which represents one-third of his annual bonus earned in respect of 2014. This award will be released on 1 April 2018 and he will receive a cash payment equivalent to the total dividend payments accrued on these shares during the three year period.

Philip Davies
Deputy Company Secretary