



**Portmeirion Group PLC - PMP**  
 Exercise of Options and PDMR Shareholdings  
 Released 18:30 22-May-2018

# PORTMEIRION GROUP PLC

RNS Number: 94480  
 Portmeirion Group PLC  
 22 May 2018

## Portmeirion Group PLC (the "Company")

### Exercise of Options and PDMR Shareholdings

#### The Portmeirion 2012 Approved Share Option Plan and The Portmeirion 2012 Unapproved Share Option Plan (the "Option Plans") and The Portmeirion Group 2010 Deferred Incentive Share Option Plan (the "Deferred Plan")

The Company announces that, on 21 and 22 May 2018, the following transactions occurred for the persons discharging managerial responsibilities ("PDMRs") as shown below:

		<u>Option Plans</u> <u>Exercise Price</u> <u>per</u> <u>Ordinary Share</u>	<u>Number of options exercised under Option Plans</u> <u>(A)</u>	<u>Number of Ordinary Shares sold under Option Plans</u> <u>(B)</u>	<u>Option Plans number options granted</u> <u>(C)</u>	<u>Deferred Plan number options granted</u> <u>(D)</u>	<u>Exercise Price over Deferred Plan options</u>	<u>Deferred Plan existing options exercised</u> <u>(E)</u>
<u>Company directors/officers:</u>								
Philip Atherton	Group Sales & Marketing Director	£9.35	33,000	29,517	25,000	2,792	£1.00	1,102
Lawrence Bryan	Chief Executive	£9.35	49,500	99,500	40,000	6,940	£1.00	2,034
Michael Knapper	Operations Director	£9.35	11,000	9,826	25,000	1,750	£1.00	-
Moira MacDonald	Company Secretary	£9.35	4,400	3,860	7,500	-	-	-
Michael Raybould	Group Finance Director	-	-	-	30,000	2,917	£1.00	-
<u>Subsidiary Company directors:</u>								
Samantha Pearce	HR Director	£9.35	4,400	4,300	7,500	-	-	-
Nigel Spencer	Production Director	£6.10	8,121	8,121	7,500	-	-	-
Nigel Spencer	Production Director	£7.40	7,667	7,667	-	-	-	-
<b>Total:</b>			118,088	162,791	142,500	14,399		3,136

Note:

- (A) Exercise of options over Ordinary Shares under Option Plans.
- (B) Sale of Ordinary Shares.
- (C) Grant of options under Option Plans.
- (D) Grant of new options under Deferred Plan.
- (E) Exercise of existing options under the Deferred Plan.

Subsequent to the exercises above, The Portmeirion Employees' Share Trust (the "Trust"), transferred 102,300 Ordinary Shares to the PDMRs named above (excluding Nigel Spencer) and 18,700 Ordinary Shares to other employees. In addition, the Company issued 15,788 Ordinary Shares to Nigel Spencer and 1,591 Ordinary

Shares to another employee. As a result of the exercise of Deferred Plan options detailed above, the Company transferred 3,136 Ordinary Shares from the Ordinary Shares held in treasury by the Company.

In addition, the Company granted 142,500 options over Ordinary Shares to the PDMR's shown above and a further 52,500 options over Ordinary Shares to other senior managers over Ordinary Shares pursuant to the Option Plans, including the amounts shown above.

The Trust has notified the Company that the Trust purchased 99,500 Ordinary Shares from Lawrence Bryan at £11.85 per Ordinary Share on 21 May 2018 and a further 83,582 Ordinary Shares in the market at £11.80 on 22 May 2018. Following the purchases the Trust will hold 214,999 Ordinary Shares representing 1.98% of the Company's enlarged share capital.

In order to facilitate the transactions above, the Company has made an application to the London Stock Exchange for, 20,515 new Ordinary Shares to be admitted to trading on AIM and trading of these Ordinary Shares is expected to commence on or around 29 May 2018 ("Admission").

Following Admission, the total number of Ordinary Shares held by the Company in treasury is 234,607, and the Company will have 11,107,483 Ordinary Shares in issue and 10,872,876 Ordinary Shares with voting rights. The figure of 10,872,876 Ordinary Shares may be used by shareholders of Portmeirion Group PLC as the denominator for the calculations to determine if they are required to notify their interest in, or a change to their interest in, the Company under the FCA's Disclosure and Transparency Rules.

### **PDMR Shareholdings**

The total number of Ordinary Shares over which each PDMR holds options and the total number of Ordinary Shares with voting rights held following this Admission is:

	<u>Total number of options over Ordinary Shares</u>	<u>Total number of Ordinary Shares with voting rights</u>	<u>Ordinary Shares percentage of Company's Ordinary Shares with voting rights</u>
Philip Atherton	54,157	15,134	0.14%
Lawrence Bryan	89,800	95,701	0.88%
Michael Raybould	62,917	-	-
Michael Knapper	46,750	2,511	0.02%
Moira MacDonald	15,000	2,693	0.02%
Samantha Pearce	15,000	100	0.00%
Nigel Spencer	33,667	-	-

This announcement contains inside information for the purposes of Article 7 of Regulation (EU) 596/2014 (MAR).

The notification below, made in accordance with the requirements of the EU Market Abuse Regulation, provides further detail.

### **Notification and public disclosure of transactions by persons discharging managerial responsibilities / person closely associated with them.**

1.	<b>Details of the person discharging managerial responsibilities/person closely associated</b>		
a)	Name	<u>Company directors/officers:</u>	
		Philip Atherton	Group Sales & Marketing Director
		Lawrence Bryan	Chief Executive
		Michael Knapper	Operations Director
		Moira MacDonald	Group Company Secretary
		Michael Raybould	Group Finance Director
		<u>Subsidiary Company directors:</u>	

		Samantha Pearce	HR Director
		Nigel Spencer	Production Director
<b>2.</b>	<b>Reason for the notification</b>		
a)	Position/status	See 1 (a) above for all positions – all classified as PDMRs of the Company	
b)	Initial notification/Amendment	Initial Notification	
<b>3.</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>		
a)	Name	Portmeirion Group PLC	
b)	LEI	2138003QC9J6TLZJHO70	
<b>4.</b>	<b>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</b>		
a)	Description of the financial instrument	Ordinary Shares of 5 pence each	
b)	Identification code	GB0006957293	
c)	Nature of the transactions	<p>(A) Exercise of options over Ordinary Shares under The Portmeirion 2012 Approved Share Option Plan and The Portmeirion 2012 Unapproved Share Option Plan (the "Option Plans").</p> <p>(B) Sale of Ordinary Shares.</p> <p>(C) Performance related, Grant of options under Option Plans. Exercise period 23 May 2021 – 21 May 2028.</p> <p>(D) Grant of new options under The Portmeirion Group 2010 Deferred Incentive Share Option Plan (the "Deferred Plan").</p> <p>(E) Exercise of Existing options under the Deferred Plan.</p>	
d)	Price(s) and volume(s)	<p><b>In respect of (A) Exercise of options over Ordinary Shares under the Option Plans</b></p> <p>Price</p> <p>Exercise price of 610 pence per Ordinary Share for options granted on 2 May 2013, 740 pence per Ordinary Share for options granted on 30 April 2014 and 935 pence per Ordinary Share for options granted on 27 April 2015.</p> <p>Volume(s)</p> <p>Philip Atherton – Options over 33,000 Ordinary Shares at 935 pence per Ordinary Share.</p> <p>Lawrence Bryan – Options over 49,500 Ordinary Shares at 935 pence per Ordinary Share.</p> <p>Michael Knapper – Options over 11,000 Ordinary Shares at 935 pence per Ordinary Share.</p>	

Moira MacDonald – Options over 4,400 Ordinary Shares at 935 pence per Ordinary Share.

Samantha Pearce – Options over 4,400 Ordinary Shares at 935 pence per Ordinary Share.

Nigel Spencer - Options over 8,121 Ordinary Shares at 610 pence per Ordinary Share.

Nigel Spencer - Options over 7,667 Ordinary Shares at 740 pence per Ordinary Share.

**In respect of (B) Sale of Ordinary Shares**

	<u>Price</u>	<u>Volume of Ordinary Shares</u>
Philip Atherton	£11.80	29,517
Lawrence Bryan	£11.85	99,500
Michael Knapper	£11.80	9,826
Moira MacDonald	£11.80	3,860
Samantha Pearce	£11.80	4,300
Nigel Spencer	£11.80	15,788

**In respect of (C) Grant of options under Option Plans**

Price at grant: Nil

Exercise Price: £11.80 pence per Ordinary Share

Volume(s)

	<u>Options over Ordinary Shares</u>
Philip Atherton	25,000
Lawrence Bryan	40,000
Michael Raybould	30,000
Michael Knapper	25,000
Moira MacDonald	7,500
Samantha Pearce	7,500
Nigel Spencer	7,500

**In respect of (D) Grant of options under Deferred Plan**

Price at grant: Nil

Exercise price of £1.00 per all 2,792 Deferred Plan options over Ordinary Shares granted to Philip Atherton.

Exercise price of £1.00 per all 6,940 Deferred Plan options over Ordinary Shares granted to Lawrence Bryan.

Exercise price of £1.00 per all 2,917 Deferred Plan options over Ordinary Shares granted to Michael Raybould.

		<p>Exercise price of £1.00 per all 1,750 Deferred Plan options over Ordinary Shares granted to Michael Knapper.</p> <p><b>In respect of (E) Exercise of options under the Deferred Plan</b></p> <p>Exercise price of £1.00 per all 1,102 Deferred Plan options over Ordinary Shares exercised by Philip Atherton.</p> <p>Exercise price of £1.00 per all 2,034 Deferred Plan options over Ordinary Shares exercised by Lawrence Bryan.</p>																												
e)	<p>Aggregated information</p> <ul style="list-style-type: none"> <li>- Aggregated volume</li> <li>- Price</li> </ul>	<p><b>In respect of (A) Exercise of options over Ordinary Shares under the Option Plans</b></p> <table border="1" data-bbox="703 763 1358 1267"> <thead> <tr> <th></th> <th>Aggregated cost of exercise</th> </tr> </thead> <tbody> <tr> <td>Philip Atherton</td> <td>£308,550</td> </tr> <tr> <td>Lawrence Bryan</td> <td>£462,825</td> </tr> <tr> <td>Michael Knapper</td> <td>£102,850</td> </tr> <tr> <td>Moira MacDonald</td> <td>£41,140</td> </tr> <tr> <td>Samantha Pearce</td> <td>£41,140</td> </tr> <tr> <td>Nigel Spencer</td> <td>£106,274</td> </tr> </tbody> </table> <p><b>In respect of (B) Sale of Ordinary Shares</b></p> <table border="1" data-bbox="703 1368 1358 1872"> <thead> <tr> <th></th> <th>Aggregated sales proceeds</th> </tr> </thead> <tbody> <tr> <td>Philip Atherton</td> <td>£348,301</td> </tr> <tr> <td>Lawrence Bryan</td> <td>£1,179,075</td> </tr> <tr> <td>Michael Knapper</td> <td>£115,947</td> </tr> <tr> <td>Moira MacDonald</td> <td>£45,548</td> </tr> <tr> <td>Samantha Pearce</td> <td>£50,740</td> </tr> <tr> <td>Nigel Spencer</td> <td>£186,298</td> </tr> </tbody> </table> <p><b>In respect of (C) Grant of options under Option Plans</b></p> <p>Nil, grant of options only</p> <p><b>In respect of (D) Grant of options under Deferred Plan</b></p>		Aggregated cost of exercise	Philip Atherton	£308,550	Lawrence Bryan	£462,825	Michael Knapper	£102,850	Moira MacDonald	£41,140	Samantha Pearce	£41,140	Nigel Spencer	£106,274		Aggregated sales proceeds	Philip Atherton	£348,301	Lawrence Bryan	£1,179,075	Michael Knapper	£115,947	Moira MacDonald	£45,548	Samantha Pearce	£50,740	Nigel Spencer	£186,298
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		<p>Nil, grant of options only</p> <p><b>In respect of (E) Exercise of options under the Deferred Plan</b></p> <p>£1.00</p> <p>£1.00</p>
f)	Date of the transactions	<p><b>In respect of (A) Exercise of options over Ordinary Shares under the Option Plans</b> – 21 May 2018 for the Exercise of options by Lawrence Bryan; 22 May 2018 for all other PDMRs and employees.</p> <p><b>In respect of (B) Sale of Ordinary Shares</b> – 21 May 2018 for the sale by Lawrence Bryan; 22 May 2018 for all other PDMRs.</p> <p><b>In respect of (C) Grant of options under Option Plans</b> - 22 May 2018</p> <p><b>In respect of (D) Grant of options under Deferred Plan</b> – 21 May 2018</p> <p><b>In respect of (E) Exercise of options under the Deferred Plan</b> – 21 May 2018</p>
f)	Place of the transactions	<p><b>In respect of (A) Exercise of options over Ordinary Shares under the Option Plans</b> – Off-market</p> <p><b>In respect of (B) Sale of Ordinary Shares</b> – Combination of Off-market and London Stock Exchange, AIM Market (XLON)</p> <p><b>In respect of (C) Grant of options under Option Plans</b> - – Off-market</p> <p><b>In respect of (D) Grant of options under Deferred Plan</b> – Off-market</p> <p><b>In respect of (E) Exercise of options under the Deferred Plan</b> – Off-market</p>

Name of authorised official of issuer responsible for making notification:

Moira MacDonald  
Company Secretary to Portmeirion Group PLC

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