# Notes to the consolidated financial statements

## continued

### 29. Share-based payments continued

	Gro	Group		Company	
	2019 £m	2018 £m	2019 £m	2018 £m	
Share Incentive Plan ('SIP')	-	0.8	-		
Sharesave scheme ('SAYE')	0.3	0.3	_	-	
Performance Share Plan ('PSP')	2.1	1.8	1.3	0.7	
Deferred Annual Bonus and Single Incentive Plan	2.3	0.4	0.4	0.2	
Total share-based payment charge	4.7	3.3	1.7	0.9	
NI and apprenticeship levy on applicable schemes	1.2	0.4	0.6	0.1	
Total charge	5.9	3.7	2.3	1.0	

#### **Share Incentive Plan**

In 2015, the Group established a Share Incentive Plan ('SIP'). All eligible employees were awarded free shares (or nil-cost options in the case of employees in Ireland) valued at £3,600 each based on the share price at the time of the Company's admission to the Stock Exchange in March 2015, subject to a three-year service period ('Vesting Period'). The SIP shareholders are entitled to dividends over the Vesting Period. There are no performance conditions applicable to the vesting of SIP shares. The fair value of the SIP awards at the grant date was measured to be  $\pounds 2.72$ using the Black-Scholes model. The resulting share-based payments charge is being spread evenly over the Vesting Period.

#### **UK SIP**

	2019 Number	2018 Number
Outstanding at 1 April	690,791	776,045
Dividend shares awarded	4,518	9,778
Forfeited	(9,275)	(75,986)
Released	(365,162)	(19,046)
Outstanding at 31 March	320,872	690,791
Vested and outstanding at 31 March	320,872	-

The weighted average market value per ordinary share for SIP awards released in 2019 was 386.1p (2018: 372.0p). The SIP shares outstanding at 31 March 2018 have fully vested (2018: had a weighted average remaining vesting period of 0.1 years). Shares released prior to the vesting date relate to those attributable to good leavers as defined by the scheme rules.

## Irish SIP

	2019 Number	2018 Number
Outstanding at 1 April	35,922	44,431
Dividend shares awarded	-	788
Forfeited	-	(7,950)
Exercised	(30,506)	(1,347)
Outstanding at 31 March	5,416	35,922
Vested and outstanding at 31 March	5,416	-

The weighted average market value per ordinary share for Irish SIP options exercised in 2019 was 350.0p (2018: 387.5p). The SIP shares outstanding at 31 March 2018 have fully vested (2018: had a weighted average remaining vesting period of 0.1 years). Options exercised prior to the vesting date relate to those attributable to good leavers as defined by the scheme rules.

## Performance Share Plan

The Group operates a Performance Share Plan ('PSP') for Executive Directors, the Operating Leadership Team and certain key employees. The extent to which awards vest will depend upon the Group's performance over the three-year period following the award date. Both market based and non-market based performance conditions may be attached to the options, for which an appropriate adjustment is made when calculating the fair value of an option. If the options remain unexercised after a period of 10 years from the date of grant, the options expire. Furthermore, options are forfeited if the employee leaves the Group before the options vest, unless under exceptional circumstances.

On 17 August 2018, the Group awarded 452,695 nil cost options under the PSP scheme. For the 2018 awards, the Group's performance is measured by reference to the growth in Operating profit (75% of the award) and growth in Revenue (25% of the award) over the three-year period April 2018 - March 2021. For previous awards, the Group's performance had been measured by reference to the cumulative profit measure (Underlying operating profit for 2015 and 2016 awards, and Operating profit for 2017 awards) and total shareholder return relative to the FTSE 250 share index.