

Capricorn Energy PLC (the “Company” or “Capricorn”)

s.430(2B) statement

Further to the announcement by the Company on 24 January 2023, Simon Thomson stepped down from the role of Chief Executive Officer and from his position as an executive director on the Company’s board on 24 January 2023.

As required by section 430(2B) of the Companies Act 2006, details of the remuneration payments made or to be made to Simon are set out below. These arrangements comply with the Company’s Directors’ Remuneration Policy, which was approved by shareholders at the 2020 AGM.

Salary and benefits

On 1 February 2023, Simon was served with 12 months’ notice to terminate his employment with Capricorn and, with effect from 3 February 2023, was placed on garden leave. This garden leave continued until 21 April 2023 at which point the Company exercised its right to end his employment and make a payment in lieu of notice (“PILON”).

In accordance with his service agreement, the following salary and benefits payments have been, and will be, made to Simon:

- he was paid his normal salary, pension contributions and benefits during the period of garden leave; and
- his PILON (equivalent to salary, pension and benefits for the remainder of his contractual notice period) will be paid in monthly instalments, with such amounts being subject to reduction to take account of any sums earned during the payment period in any new roles that Simon undertakes.

Annual bonus

Simon was eligible to receive a bonus in respect of the Company’s 2022 financial year. When determining the bonus amount the Capricorn Remuneration Committee (the “Committee”) considered a range of factors, including:

- the extent to which the applicable performance conditions had been satisfied;
- the Committee’s overarching discretion to ensure that any bonus is both fair and reasonable and an appropriate reflection of overall performance during 2022; and
- the fact that Simon had been in post throughout the whole of the relevant year.

Following the exercise of downward discretion to the formulaic outcome, a bonus of 22.5% of maximum was earned in respect of 2022. Further details regarding the performance targets and the basis for the outcome will be disclosed in the 2022 Directors’ Remuneration Report.

Share plans

All outstanding long-term incentive awards that were unvested on 21 April 2023 (being the date Simon's employment ended) lapsed immediately in full.

Simon has retained his vested long-term incentive awards and, to the extent those awards are subject to a post-vesting holding period, the awards will be released on the normal timetable.

No long-term incentive award have been, or will be granted, in respect of 2023.

Simon's "free" or "matching" shares under the Company's all-employee Share Incentive Plan awarded to him less than three years prior to his leaving date were forfeited for no consideration with effect from the date his employment ended and has retained all other shares acquired under the Share Incentive Plan.

Further information

Other than the amounts disclosed above, Simon will not be eligible for any remuneration payments or payments for loss of office.

In accordance with section 430(2B) of the Companies Act 2006, the information contained in this document will be made available on the Company's website until its next Directors' Remuneration Report is made available.

The relevant remuneration details relating to Simon will be included in the Directors' Remuneration Report in the Annual Report and Accounts.