

19 November 2021

Medica Group PLC

Remuneration Committee statement in respect of the consultation with shareholders following the 2021 AGM

The Committee was disappointed that the Remuneration Report for last year was passed at the 2021 AGM with only 67% of votes in favour. We engaged with shareholders again after the AGM to explore the key reasons for the significant vote against this resolution which we understand was primarily due to the leaving arrangements for the outgoing CFO. Shareholders were grateful for the additional context provided and, as it was a legacy matter, the Committee determined that no follow up action was necessary.

We also take this opportunity to confirm that during the review of the Remuneration Policy, which was passed with 96% of votes in favour at the 2021 AGM, we discussed with our shareholders the merits of relative rather than absolute TSR as a measure for our Performance Share Plans. At this time, our major shareholders expressed a strong preference for absolute TSR and this was the measure that was retained alongside EPS.

We welcome continued engagement with shareholders and will include a statement about the low vote on the Remuneration Report and the results of the consultation exercise in next years' Annual Report.

Jo Easton

Chair of Remuneration Committee