

3 February 2026

Fintel plc

(the "Company" or "Fintel")

Grant of further awards under Growth Share Plan

Fintel plc (AIM: FNTL) is pleased to announce further grants of B, C and D shares under its Growth Share Plan (the "Plan") and the creation and grant of a new class of E shares under the Plan.

Background and Rationale

The Plan was introduced in August 2023 to deliver a repeatable incentive structure under which awards could be made up to annually. In August 2023 initial awards were made of B, C and D shares and in May 2024 a further award of such shares was made.

As part of a holistic review of remuneration, the Remuneration Committee ("RemCo") has formed the view that a further award of B, C and D shares ought to be made to Matt Timmins, CEO and David Thompson, CFO to reflect further contribution and responsibility taken on as the business continues to grow and following the departure of Joint CEO Neil Stevens. In addition, the RemCo is also of the view that there are a number of existing and new employees who ought to be incentivised via the Plan and has therefore created a new class of E shares to appropriately incentivise or further incentivise those employees.

The terms of operation of the Plan in respect of these new awards is unchanged from the terms set out in the Company's original announcement regarding the Plan in August 2023, however the newly created E shares have a different performance measure for the creation of the value pot which is set out below.

It should be noted that customary commercial protections apply to all of the awards made under the Plan including compulsory transfer provisions and good and bad leaver valuation provisions. The RemCo also retain discretion to make changes to the Plan, if appropriate, such as in response to acquisitions.

E Shares

On 2 February 2026 certain E Shares were allocated under the Plan. The final determination date of those E Shares is consistent with the B, C and D shares and they will vest in August 2028. The value pot in respect of the E shares is comprised of 8% of value of market capitalisation between £400m and £500m. In total there are 400 E shares which share in this value pot, of which 281 have been awarded.

Value will only accrue to holders of E shares to the extent that the market capitalisation during the measurement period is above £400m. The return thresholds exclude dividends paid to shareholders. Should the market capitalisation during the measurement period exceed £500m, the maximum award for each holder of E shares would be accrued, representing a value of £8m for delivering at least £100m of shareholder value, excluding dividends.

2026 Awards

The 2026 awards under the Plan have been made to 27 key employees within the business, including the PLC Board executive directors, members of the Executive Committee and other key senior management. As explained above, the award of B, C and D shares is being made to the PLC Board executive directors only to reflect additional expected contribution and responsibility.

A proportion of B, C, D and E shares remain unallocated and may be granted at a later date at the discretion of the RemCo.

2026 Award of B, C and D shares

Name	B Shares	C Shares	D Shares	Total	Maximum Potential Value
Matt Timmins	0	45	30	75	£1,969,830
David Thompson	10	30	20	60	£1,435,920

It should be noted that Matt Timmins, CEO and David Thompson, CFO will cash fund their crystallised dry tax charge under the 2026 award. This amounts to £104,000 in aggregate respect of the 2026 Awards and represents capital at risk to these executives as the amounts are not refundable should the targets not be met.

Cumulative Holding of B, C and D shares

Name	B Shares	C Shares	D Shares	Total	Maximum
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					Potential Value
Matt Timmins	0	140	125	265	£6,507,148
David Thompson	80	112	103	295	£6,223,199
Other Management	58	161	182	401	£8,652,413
Unissued/Held by Employee Benefit Trust	25	6	8	39	£617,239

2026 Award of E shares

Participant	E Shares	Maximum Potential Value
Senior Management	281	£5,620,000
Unissued	119	£2,380,000

No E Shares have been awarded to Matt Timmins, CEO or David Thompson CFO, in light of their award of B, C and D Shares. Staff awarded E shares are required to pay a dry tax charge which crystallises upon the award, but have each been offered a low cost loan to fully or partly fund their tax liability.

Related Party Transactions

2026 awards under the Growth Share Plan have been made to the following individuals, each of whom is considered a related party within the meaning of the AIM Rules for Companies by virtue of being a PLC Board director or a statutory director or former statutory director of a member of the Group. These awards (as detailed below) (the "**Related Party Awards**") each constitute a related party transaction.

Participant	Maximum potential value of 2026 Award
Matt Timmins (CEO)	£2.0m
David Thompson (CFO)	£1.4m
Alex Whitson (Subsidiary Director)	£1.2m
Laura Chuck (Subsidiary Director)	£0.3m
Paul Dagley-Morris (Subsidiary Director)	£0.2m
James Goad (Subsidiary Director)	£0.2m
Steve Lomax (Subsidiary Director)	£0.2m
Russell Naglis (Former Subsidiary Director)	£0.2m
Ben Rogers (Subsidiary Director)	£0.2m
Paul Simcock (Subsidiary Director)	£0.2m

The Independent Directors, being Phil Smith, Timothy Clarke and Ian Pickford (who each also sit on the RemCo) and Kenneth Davy, consider that the Related Party Awards to the participants in the table above are fair and reasonable insofar as the Company's shareholders are concerned.

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

1	Details of the person discharging managerial responsibilities/person closely associated	
a)	Name	Matthew Lloyd Timmins
2	Reason for the notification	
a)	Position/status	Chief Executive Officer (PDMR)
b)	Initial notification/Amendment	Initial notification
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	

a)	Name	Fintel plc
b)	LEI	213800DXP1VY21GCTH04
4	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	
a)	Description of the financial instrument, type of instrument Identification Code	Shares in Fintel Group Holdings Limited Not applicable
b)	Nature of the transaction	Grant of Shares
c)	Price(s) and volume(s)	Price: Nil Volume(s): 45 C Shares 30 D Shares
d)	Aggregated information	N/A - single transaction
e)	Date of transaction	30 January 2026
f)	Place of transaction	Outside a trading venue

1	Details of the person discharging managerial responsibilities/person closely associated	
a)	Name	David Thompson
2	Reason for the notification	
a)	Position/status	Chief Financial Officer (PDMR)
b)	Initial notification/Amendment	Initial notification
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a)	Name	Fintel plc
b)	LEI	213800DXP1VY21GCTH04
4	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	
a)	Description of the financial instrument, type of instrument Identification Code	Shares in Fintel Group Holdings Limited Not applicable
b)	Nature of the transaction	Grant of Shares
c)	Price(s) and volume(s)	Price: Nil Volume(s): 10 B Shares

		30 C Shares 20 D Shares
d)	Aggregated information	N/A single transaction
e)	Date of transaction	30 January 2026
f)	Place of transaction	Outside a trading venue

1	Details of the person discharging managerial responsibilities/person closely associated	
a)	Name	Russell Naglis
2	Reason for the notification	
a)	Position/status	General Counsel and Company Secretary (PDMR)
b)	Initial notification/Amendment	Initial notification
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a)	Name	Fintel plc
b)	LEI	213800DXP1VY21GCTH04
4	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	
a)	Description of the financial instrument, type of instrument Identification Code	Shares in Fintel Group Holdings Limited Not applicable
b)	Nature of the transaction	Grant of Shares
c)	Price(s) and volume(s)	Price: Nil Volume(s): 8 E Shares
d)	Aggregated information	N/A single transaction
e)	Date of transaction	30 January 2026
f)	Place of transaction	Outside a trading venue

For further information please contact:

Fintel plc

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Notes to Editors

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For more information about Fintel, please visit the website: www.wearefintel.com

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