

Deferred Bonus Plan

Serco Group plc ('Serco' or 'the Company') advises that, on 3 May 2016, the individuals named below, each a person discharging managerial responsibility, were awarded a Matching Share Award, under the terms of the Company's Deferred Bonus Plan, as follows:

	Investment Shares Purchased	Matching Share Award (Maximum)
Rupert Soames	303,825	1,154,540
Angus Cockburn	154,891	588,589
Liz Benison	70,272	267,041
Kevin Craven	25,417	96,592
David Eveleigh	10,392	39,494
Geoff Lloyd	10,392	39,494

The Investment Shares were purchased at 95.5471 pence per share each on the London Stock Exchange. The number of Matching Shares that will vest under the Deferred Bonus Plan is conditional upon the satisfaction of a three-year EPS performance target: Statutory Earnings Per Share (EPS) before exceptional items (adjusted to reflect tax paid on a cash basis) of 7.5p (threshold) to 9.1p (maximum), measured as an aggregate over the three-year performance period ending 31 December 2018. At threshold, each Investment Share purchased will be matched (on a gross investment basis) by half a Matching Share, increasing to a maximum of two Matching Shares at the maximum performance target level. Pre-vesting malus and post-vesting clawback will also apply to the Matching Share Award. In exceptional circumstances the Remuneration Committee retains discretion to change performance measures and targets part-way through the performance period if there is a significant event such as a major transaction.

This notice is given in fulfilment of obligations under DTR3.1.4R(1)(a).

Further details of the DBP and other remuneration information are presented in the Directors' Remuneration Report for the year ended 31 December 2015, available on www.serco.com/investors