

15 February 2018
Serco Group plc
LEI: 549300PT2CIHYN5GWJ21

Section 430 (2B) Companies Act 2006 Statement – Ed Casey

This announcement sets out the disclosure required under section 430(2B) of the Companies Act 2006 in relation to the departure of Ed Casey from Serco Group plc (the Company). In accordance with his service agreement, Ed will receive the payments set out below (less any required tax withholdings). The payments are in full and final settlement of all claims against the Company and are in accordance with the Company's Remuneration Policy, as set out in the Company's 2016 Annual Report and Accounts, and approved by shareholders on 11 May 2017.

1. As previously announced on 20 October 2017, Ed Casey resigned from the Company's Board on 31 December 2017 and received salary and contractual benefits (including pension) up to 31 December 2017, together with a payment in lieu of accrued but untaken holiday entitlement as at that date.
2. The Remuneration Committee determined that, subject to achievement of the applicable performance measures (as agreed by the Remuneration Committee), Ed will receive a cash bonus of 111% of salary in respect of the 2017 financial year. No time pro-rating will be applied as Ed will have been in employment for the full year. The cash bonus will be paid in March 2018, and will be subject to the Company's policy on clawback.
3. Ed's unvested awards under the 2014, 2015, 2016 and 2017 Performance Share Plan, and under the 2017 Deferred Matching Plan, automatically lapsed in full with effect from 31 December 2017.
4. Under his Service Contract, Ed will receive continuing benefits in respect of UK and US tax return assistance for the final year of his employment in accordance with his Assignment Agreement.

Full details of all payments made to and receivable by Ed will be disclosed in the Directors' Remuneration Report within the Company's Annual Report and Accounts for the year ending 31 December 2017, and subsequent years, if applicable.

David Eveleigh
Group General Counsel and Company Secretary
15 February 2018