

22 December 2023

Entain plc
("Entain", the "Company")

Section 430 (2B) Companies Act 2006 Statement - Jette Nygaard-Andersen

On 13 December 2023, the Company announced that Jette Nygaard-Andersen was leaving the Board with immediate effect and leaving employment on 13 December 2024 (the "Termination Date"), being on garden leave during this time. This statement sets out information on remuneration payments to be made to Ms Nygaard-Andersen in connection with her exit. The following arrangements were approved by the Remuneration Committee of the Company's Board and are consistent with the Company's Directors' Remuneration Policy (the "Policy") (approved by shareholders on 25 April 2023).

1. In line with her entitlement to twelve months' notice under the terms of her service agreement, Ms Nygaard-Andersen will continue to receive her usual salary and benefits up to the Termination Date.
2. After careful consideration, the Remuneration Committee agreed that Ms Nygaard-Andersen will be treated as a "Good Leaver" under the terms of the Company's Long Term Incentive Plan ("LTIP") and Annual & Deferred Bonus Plan ("ADBP"). She therefore retains her outstanding LTIP and ADBP share awards and these awards will continue to vest over the original vesting period (i.e. there is no acceleration of vesting). The awards will remain subject to our malus and clawback provisions, while the LTIP awards will also retain the additional two-year holding period following vesting. LTIP awards will only vest subject to achievement of the relevant performance conditions and will be pro-rated for time served until the Termination Date.
3. Ms Nygaard-Andersen is required to maintain an interest in Entain shares equivalent in value to the lower of 450% of her annual salary of £844,600 (£3,800,700) or her actual shareholding at the Termination Date for two years following that date. The Remuneration Committee will consider withdrawing Good Leaver treatment if Ms Nygaard-Andersen does not meet this requirement. In accordance with the Directors' Remuneration Policy, shares purchased by Ms Nygaard-Andersen from her own funds do not count towards this shareholding guideline.
4. In line with the Policy, Ms Nygaard-Andersen will be entitled to a bonus for the 2023 financial year (pro-rated to 13 December 2023). Any payment due will be made 50% in cash and 50% in shares under the ADBP, with payment and the award made at the same time as those for other participants.
5. Up to £10,500 (excluding VAT) will be paid directly to Ms Nygaard-Andersen's legal advisers in respect of legal services provided to her in connection with her termination.
6. The Company will meet the costs of tax support in the UK and Denmark for all tax reporting periods during which Ms Nygaard-Andersen receives remuneration in relation to her employment with the Company. At her discretion, Ms Nygaard-Andersen also has the option, at the Company's cost, to continue an existing executive mentoring arrangement until the Termination Date and to receive outplacement support to a maximum cost of £50,000 (excluding VAT). In all cases, payments will be made direct to the relevant providers.
7. Other than the amounts disclosed above, there are no other remuneration payments or payments for loss of office due to Ms Nygaard-Andersen.
8. Details of the payments made to and receivable by Ms Nygaard-Andersen will be disclosed in the Company's annual report and accounts for the year ending 31 December 2023.

Enquiries:

Company Secretariat
Entain plc

secretary@entaingroup.com