

Section 430(2B) Companies Act 2006 Statement

The following information is provided in accordance with section 430(2B) of the Companies Act 2006 by Direct Line Insurance Group plc (the “Company.”)

Further to the Company’s announcement of 10 October 2024, Neil Manser stepped down as Chief Financial Officer and an Executive Director of the Company with effect from that date. Following a brief handover to Jane Poole, our new Chief Financial Officer, Neil will spend the remainder of his 12-month notice period on garden leave. His employment with DL Insurance Services Limited will end on 9 October 2025.

Salary, pension and benefits

Neil’s contractual salary (£546,364), pension (9% of salary, equivalent to £49,173) and benefits will be paid in the normal way for the duration of his 12-month notice period.

Incentives (AIP / DAIP / LTIP)

The award made to Neil under the Company’s Deferred Annual Incentive Plan (“DAIP”) in 2022 will continue to vest on the third anniversary of grant and will remain subject to all scheme rules, including malus and clawback provisions. The award will be exercisable for 12 months after vesting.

Neil’s 2022 Long Term Incentive Plan (“LTIP”) awards will continue to vest on the normal vesting dates, subject to the relevant performance measures. The awards are also subject to a two-year post-vesting holding period and will be exercisable (to the extent performance targets are met and the awards vest) for 12 months after the end of the holding period. As Neil will be in employment on the normal vesting dates (March and August 2025 respectively), no time pro-rating will be applied. These awards will remain subject to all scheme rules, including malus and clawback provisions.

Neil will not receive any value for the award made to him under the DAIP in 2024 in respect of the deferred element of the 2023 Annual Incentive Plan (“AIP.”)

In addition, Neil’s awards granted under the LTIP in 2023 and 2024 will lapse on cessation of employment and he will not receive a payment under the AIP in respect of the financial year ended 31 December 2024.

Neil will not be eligible to participate in the AIP in respect of the financial year ended 31 December 2025 and no further awards will be granted to Neil under the LTIP.

All-employee share schemes

Neil’s shares held under the Company’s all-employee Share Incentive Plan will be treated in accordance with the rules of the Share Incentive Plan, and any shares which are subject to forfeiture provisions under the rules of the Share Incentive Plan will be forfeited when Neil ceases employment.

Share Ownership Guidelines

Neil will remain subject to the Company’s share ownership guideline for executive directors as set out in the Company’s directors’ remuneration policy until the end of his employment. He will then be required to maintain the lower of his shareholding on cessation of employment and 200% of salary for two years after the end of his employment in accordance with the Company’s post-employment share ownership requirements.

Outplacement and legal costs

DL Insurance Services Limited will cover the reasonable costs of outplacement support up to £50,000 (excluding VAT but including all disbursements) and will contribute up to £24,500 (excluding VAT but including all disbursements) towards legal fees incurred by Neil for advice in connection with the termination of his employment.