

Rita-Rose Gagné – Section 430(2B) Companies Act 2006 Statement

Reference is made to Hammerson plc's ("**Hammerson**" or the "**Company**") announcements on 4 June 2025 and 9 September 2025 that Rita-Rose Gagné had informed the Board of her intention to retire and that she will step down as Chief Executive Officer and director on the Hammerson Board on 1 January 2026 but will remain an employee of the Company to ensure a smooth transition as required until her employment terminates on 4 June 2026 (the "**retirement date**").

As required by section 430(2B) of the Companies Act 2006, details of the remuneration payments made or to be made to Rita-Rose Gagné are set out below. These arrangements comply with the Company's Directors' Remuneration Policy, which was approved by shareholders at the 2023 AGM.

Salary and benefits

Up to the retirement date, Rita-Rose will receive her salary and normal benefits on the same terms and conditions that are currently in effect. As Rita-Rose will be employed for the duration of her notice period, she will not receive any payment in lieu of notice.

Annual Incentive Plan

Rita-Rose will be eligible to receive a bonus payment under the Company's Annual Incentive Plan in respect of the 2025 financial year. This award will be subject to the same performance criteria as for other participants, with any payout determined in the usual manner and at the usual time, and will be subject to deferral in shares as normal under the Deferred Bonus Share Scheme.

Shareholding guideline

The Company has a post-employment shareholding requirement of 250% of salary with sufficient qualifying shares being held in a nominee facility maintained by the Company through the Company's share plan administrator. The share price used to determine the number of shares needed to satisfy this requirement will be made using the average closing price of the shares during the 10 trading days up to 1 January 2026. Rita-Rose will then hold such shares as required through a combination of nominee arrangements and in-flight awards until 1 January 2028.

Deferred Bonus Share Scheme

Rita-Rose will be treated as a good leaver in respect of her deferred share awards under the Deferred Bonus Share Scheme and treatment of the outstanding deferred share awards over 455,433 shares in the Company will be in accordance with the Deferred Bonus Share Scheme's rules (including malus and clawback provisions). Each deferred share award will vest at the end of the normal two-year vesting period.

Restricted Share Awards

Rita-Rose will be treated as a good leaver in respect of her outstanding awards under the Restricted Share Scheme, and treatment of the outstanding awards over 1,530,268 shares in the Company will be in accordance with the Restricted Share Scheme's rules (including malus and clawback provisions).

Awards granted under the Restricted Share Scheme in 2023 over 334,519 shares in the Company will have the performance underpin assessed in 2026 on the third anniversary of grant as normal, and the resulting shares will be released from the holding period and become exercisable in 2028 as normal.

Awards granted under the Restricted Share Scheme in 2024 and 2025 over 306,087 and 322,422 shares in the Company, respectively, will have the performance underpin assessed at the time of the announcement of the Company's annual results for the 2025 financial year, and time pro-rating will apply relative to the retirement date in accordance with the rules. Such awards will be released from the holding period and become exercisable on 4 June 2028.

Rita-Rose will not receive an award under Hammerson's Restricted Share Scheme in respect of the 2026 financial year.

Other payments

Rita-Rose will be reimbursed for reasonable costs necessarily incurred in connection with repatriation tax advice and tax filing preparation assistance up to £50,000 (excluding VAT but including all disbursements) and for reasonable legal fees necessarily incurred related to her review and consideration of her leaving arrangements up to £35,000 (excluding VAT but including all disbursements).

Rita-Rose will not receive any other remuneration payment or payment for loss of office.

The relevant remuneration details relating to Rita-Rose will be included in the Directors' Remuneration Report in the relevant Annual Report and Accounts.

In accordance with section 430(2B) of the Companies Act 2006, the information contained in this document will be made available on the Company's website until its next Directors' Remuneration Report is made available.

31 December 2025