RNS Number: 1886P

Public Policy Holding Company, Inc.

21 May 2024

Public Policy Holding Company, Inc.

("PPHC", the "Group" or the "Company")

Restricted Shares Issuance and Director/PDMR Dealing

Public Policy Holding Company, Inc., the government relations and public affairs group providing clients with a fully integrated and comprehensive range of services, announces that it has granted restricted stock shares ("RSs") in the Company, which will rank pari passu with its existing Common Shares, to a broad range of its current employee base, including certain Directors and senior employees ("PDMRs") of the Company, under PPHC's 2021 Omnibus Incentive Plan ("Omnibus Plan") that was adopted in connection with the Group's admission to AIM in December 2021.

In total 638,877 RSs have been granted on 16 May 2024 under the Omnibus Plan. Of this tranche, 255,545 RSs have been granted to PDMRs (including Executive Directors and other senior management). The RSs will vest on 16 May 2025 and will be subject to certain acceleration and clawback events tied to continuation of employment and compliance with various employment-related agreements.

Application will be made for the new RSs, which will rank pari passu with the existing Common Shares in issue, to be admitted to trading on AIM. Dealings are expected to commence on or around 28 May 2024.

Following this issue of shares, the Company's total issued and voting share capital upon admission will consist of 118,317,132 Common Shares. This figure may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, securities of the Company.

Related Party Transaction

As directors of the Company, Stewart Hall, William Chess, Roel Smits and Keenan Austin Reed are deemed to be related parties under the AIM Rules for Companies (the "AIM Rules") and, as such, the award of the RSs outlined below to both Messrs. Hall, Chess and Smits and Ms. Austin constitutes a related party transaction for the purposes of Rule 13 of the AIM Rules.

The Directors of the Group (excluding Messrs. Hall, Chess, and Smits and Ms. Austin) consider, having consulted with Stifel, the Company's nominated adviser, that the terms of the transaction are fair and reasonable insofar as its shareholders are concerned.

Director / PDMR	No. of RSs previously held	No. of RSs granted	Resultant interest in RSs
Stewart Hall (Executive Director)	0	25,365	25,365
William Chess (Executive Director)	0	17,438	17,438
Roel Smits (Executive Director)	0	13,475	13,475
Jill Kendrick (PDMR)	0	12,682	12,682
Neal Strum (PDMR)	0	14,268	14,268
Thomas Gensemer (PDMR)	0	11,097	11,097

Ron Starzman (PDMR)	0	10,304	10,304
Paula Thrasher (PDMR)	0	3,171	3,171
Sarah Wills (PDMR)	0	5,152	5,152
Matthew Lapinski (PDMR)	0	15,717	15,717
Dan Tate, Jr. (PDMR)	0	31,706	31,706
Keenan Austin (Executive Director)	177,447	31,523	208,970
Rhoderick Shaw (PDMR)	362,009	15,415	377,424
Les Spivey (PDMR)	362,009	15,415	377,424
Erik Smith (PDMR)	0	32,817	32,817

Enquiries

Public Policy Holding Company Inc.

Stewart Hall, CEO Roel Smits, CFO

Stifel (Nominated Adviser & Broker) Fred Walsh, Harry Hodkinson

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About PPHC

Incorporated in 2014, PPHC is a US-based government relations and public affairs group providing clients with a fully integrated and comprehensive range of services including government and public relations, research and digital advocacy campaigns. Engaged by over 1200 clients, including companies, trade associations and non-governmental organisations, the Group is active in all major sectors of the U.S. economy, including healthcare and pharmaceuticals, financial services, energy, technology, telecoms and transportation. PPHC's services support clients to enhance and defend their reputations, advance policy goals, manage regulatory risk, and engage with US federal and state-level policy makers, stakeholders, media and the public.

PPHC operates a holding company structure and currently has nine operating entities comprising Crossroads Strategies, Forbes Tate Partners, Seven Letter, O'Neill & Associates, Alpine Group Partners, KP Public Affairs, MultiState Associates, Concordant Advisory and Lucus Public Affairs. Operating in the strategic communications market, the Group has a strong track record of organic and acquisitive growth, the latter focused on enhancing its capabilities and to establish new verticals, either within new geographies or new related offerings.

For me	ore information, see <u>www.pphcompany.com</u> .			
1	Details of the person discharging managerial respon	Details of the person discharging managerial responsibilities/person closely associated		
a)	Name:	Stewart Hall		
2	Reason for the notification	,		
b)	Position/Status:	Chief Executive Officer		
c)	Initial notification/Amendment:	Initial notification		
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor			
d)	Name:	Public Policy Holding Company, Inc.		
e)	LEI:	2138008Z7B1IXVVJAZ79		
4	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted			
f)	Description of the financial instrument, type of	Common shares of \$0.001 par value		
	Identification Code	ISIN: US7444301094		
g)	Nature of the transaction:	Award of Restricted Stock Shares under Omnibus Plan scheme		
h)	Price(s) and volume(s):	Price(s) Volume(s)		

	125.04 pence	25,365
Aggregated information:		
Aggregated volume	N/A single transa	ction
• Price	N/A single transa	ction
Date of the transaction:	16 May 2024	
Place of the transaction:	Off market transa	ction

Details of the person discharging managerial respon	nsibilities/person clos	ely associated
Na me:	William Chess	
Reason for the notification		
Position/Status:	Chief Administra	tive Officer
Initial notification/Amendment:	Initial notification	on
Details of the issuer, emission allowance market monitor	participant, auction p	platform, auctioneer or auction
Name:	Public Policy Hol	ding Company, Inc.
LEI:	2138008Z7B1IXV	VJAZ79
Description of the financial instrument, type of	Common shares	of \$0.001 par value
Identification Code	ISIN: US74443010	094
Nature of the transaction:	Award of Restrict Omnibus Plan sc	ted Stock Shares under heme
Price(s) and volume(s):	Price(s)	Volume(s)
	125.04 pence	17,438
Aggregated information:		
Aggregated volume	N/A single transa	ction
• Price	N/A single transa	ection
Date of the transaction:	16 May 2024	
Place of the transaction:	Off market transa	action
	Name: Reason for the notification Position/Status: Initial notification/Amendment: Details of the issuer, emission allowance market monitor Name: LEI: Details of the transaction(s): section to be repeate transaction; (iii) each date; and (iv) each place when the detail details of the transaction in the financial instrument, type of light l	Reason for the notification Position/Status: Chief Administra Initial notification/Amendment: Initial notification Details of the issuer, emission allowance market participant, auction production in monitor Name: Public Policy Hole LEI: 2138008Z7B1IXV Details of the transaction(s): section to be repeated for (i) each type of itransaction; (iii) each date; and (iv) each place where transactions have be determined by the financial instrument, type of common shares. It is in the section of the financial instrument, type of common shares. It is in the section of the transaction: Award of Restrict Omnibus Plan so price(s) and volume(s): Price(s) and volume(s): Price(s) Aggregated information: Aggregated information: Aggregated volume Price N/A single transaction of the transaction: 16 May 2024

1	Details of the person discharging managerial responsibilities/person closely associated			
a)	Name:	Roel Smits		
2	Reason for the notification	1		
b)	Position/Status:	Chief Financial O	fficer	
c)	Initial notification/Amendment:	Initial notificatio	n	
3	Details of the issuer, emission allowance market monitor	l ket participant, auction platform, auctioneer or auction		
d)	Name:	Public Policy Hol	ding Company, Inc.	
e)	LEI:	2138008Z7B1IXV	VJAZ79	
4	Details of the transaction(s): section to be repeate transaction; (iii) each date; and (iv) each place whe	epeated for (i) each type of instrument; (ii) each type of e where transactions have been conducted		
f)	Description of the financial instrument, type of	Common shares	of \$0.001 par value	
	Identification Code	ISIN: US7444301(094	
g)	Nature of the transaction:	Award of Restrict Omnibus Plan sc	ed Stock Shares under heme	
h)	Price(s) and volume(s):	Price(s)	Volume(s)	
		125.04 pence	13,475	
		 		

)	Aggregated information:		
	Aggregated volume	N/A single transac	ction
	• Price	N/A single transac	ction
)	Date of the transaction:	16 May 2024	
c)	Place of the transaction:	Off market transa	ction
L	Details of the person discharging managerial respon	sibilities/person close	ely associated
a)	Name:	Jill Kendrick	
2	Reason for the notification	L	
o)	Position/Status:	Chief Operating O	fficer
:)	Initial notification/Amendment:	Initial notification	n
3	Details of the issuer, emission allowance market pmonitor	participant, auction p	latform, auctioneer or aucti
d)	Name:	Public Policy Holo	ding Company, Inc.
2)	LEI:	2138008Z7B1IXV\	VJAZ79
1	Details of the transaction(s): section to be repeated transaction; (iii) each date; and (iv) each place where		
·)	Description of the financial instrument, type of	Common shares o	f \$0.001 par value
	Identification Code	ISIN: US74443010	94
g)	Nature of the transaction:	Award of Restricte Omnibus Plan sch	ed Stock Shares under neme
1)	Price(s) and volume(s):	Price(s)	Volume(s)
		125.04 pence	12,682
)	Aggregated information:	N/A single transe	oti on
	Aggregated volume Price	N/A single transac	
)	Date of the transaction:	16 May 2024	
()	Place of the transaction:	Off market transa	ction
<u>.</u>	Details of the person discharging managerial respon	sibilities/person close	ely associated
1)	Name:	Neal Strum	
2	Reason for the notification		
o)	Position/Status:	Chief Legal Office	r
:)	Initial notification/Amendment:	Initial notification	n
3	Details of the issuer, emission allowance market pmonitor	 participant, auction p	latform, auctioneer or aucti
4)	Name:	Public Policy Holo	ding Company, Inc.
	LEI:	2138008Z7B1IXV\	VJAZ79
2)			nstrument; (ii) each type of
e) 1	Details of the transaction(s): section to be repeated transaction; (iii) each date; and (iv) each place where	e transactions have be	
1			
1	transaction; (iii) each date; and (iv) each place where		een conducted of \$0.001 par value
(a) (b) (c) (c) (c) (c) (c) (c) (c) (c) (c) (c	transaction; (iii) each date; and (iv) each place where Description of the financial instrument, type of	Common shares o	een conducted of \$0.001 par value 194 ed Stock Shares under
1	transaction; (iii) each date; and (iv) each place where Description of the financial instrument, type of Identification Code	Common shares o	een conducted of \$0.001 par value 194 ed Stock Shares under

,		I	1
1)	Price(s) and volume(s):	Price(s)	Volume(s)
:)	Nature of the transaction:	Award of Restricted Omnibus Plan sche	d Stock Shares under eme
	Identification Code	ISIN: US744430109	4
)	Description of the financial instrument, type of	Common shares of	\$0.001 par value
	Details of the transaction(s): section to be repeat transaction; (iii) each date; and (iv) each place wh		
)	LEI:	2138008Z7B1IXVVJ	
1)	Na me:	Public Policy Holdi	
.	Details of the issuer, emission allowance marke monitor	et participant, auction pla	ntform, auctioneer or aucti
)	Initial notification/Amendment:	Initial notification	
<u>, </u>	Position/Status:	PDMR	
!	Reason for the notification	DD: :-	
)	Name:	Ron Starzman	
	Details of the person discharging managerial resp		y associated
:)	Place of the transaction:	Off market transac	tion
)	Date of the transaction:	16 May 2024	
	Aggregated volumePrice	N/A single transact	
	Aggregated information:	N/A single transact	ion
		123.04 pente	11,097
,		125.04 pence	11,097
)	Price(s) and volume(s):	Omnibus Plan sche	Volume(s)
)	Nature of the transaction:		l Stock Shares under
	Identification Code	ISIN: US744430109	4
)	Description of the financial instrument, type of	Common shares of	\$0.001 par value
	Details of the transaction(s): section to be repear transaction; (iii) each date; and (iv) each place wh		
)	LEI:		
)	Name:	Public Policy Holdi 2138008Z7B1IXVV	0 1 77
	monitor		
)	Details of the issuer, emission allowance marke		atform, auctioneer or aucti
)	Position/Status: Initial notification/Amendment:	Chief Strategy Offic	ei
`	Reason for the notification	Chi et Chie te en Otti e	
)	Name:	Thomas Gensemer	
	Details of the person discharging managerial resp		y associated
)	Place of the transaction:	Off market transact	tion
1	Date of the transaction:	16 May 2024	
П	• Price	N/A single transact	ion
	Aggregated volume	N/A single transact	ion

Aggregated information:

	Aggregated volumePrice	N/A single transaction N/A single transaction	
j)	Date of the transaction:	16 May 2024	
k)	Place of the transaction:	Off market transaction	

1	Details of the person discharging managerial responsibilities/person closely associated		
a)	Na me:	Paula Thrasher	
2	Reason for the notification		
b)	Position/Status:	PDMR	
c)	Initial notification/Amendment:	Initial notification	on
3	Details of the issuer, emission allowance market monitor	participant, auction	platform, auctioneer or auction
d)	Name:	Public Policy Ho	lding Company, Inc.
e)	LEI:	2138008Z7B1IXV	/VJAZ79
4	Details of the transaction(s): section to be repeate transaction; (iii) each date; and (iv) each place when	ted for (i) each type of instrument; (ii) each type of ere transactions have been conducted	
f)	Description of the financial instrument, type of	Common shares	of \$0.001 par value
	Identification Code	ISIN: US7444301	094
g)	Nature of the transaction:	Award of Restricted Stock Shares under Omnibus Plan scheme	
h)	Price(s) and volume(s):	Price(s)	Volume(s)
		125.04 pence	3,171
i)	Aggregated information:		
	Aggregated volume	N/A single transa	action
	• Price	N/A single transa	action
j)	Date of the transaction:	16 May 2024	
k)	Place of the transaction:	Off market trans	action

1	Details of the person discharging managerial responsibilities/person closely associated		
a)	Name: Sarah Wills		
2	Reason for the notification	l	
b)	Position/Status:	PDMR	
c)	Initial notification/Amendment:	Initial notificatio	n
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auctio monitor		
d)	Name:	Public Policy Hole	ding Company, Inc.
e)	LEI:	2138008Z7B1IXV	VJAZ79
4	Details of the transaction(s): section to be repeate transaction; (iii) each date; and (iv) each place whe		
f)	Description of the financial instrument, type of	Common shares o	f \$0.001 par value
	Identification Code	ISIN: US74443010	994
g)	Nature of the transaction:	Award of Restricte Omnibus Plan sch	ed Stock Shares under neme
h)	Price(s) and volume(s):	Price(s)	Volume(s)
		125.04 pence	5,152
i)	Aggregated information:		
	Aggregated volume	N/A single transa	ction
	• Price	N/A single transa	ction

П			
	Date of the transaction:	16 May 2024	
	Place of the transaction:	Off market transa	ction
	Details of the person discharging managerial respo	onsibilities/person close	ely associated
)	Name:	Mathew Lapinski	•
,	Reason for the notification		
)	Position/Status:	PDMR	
)	Initial notification/Amendment:	Initial notification	า
	Details of the issuer, emission allowance market monitor	participant, auction p	latform, auctioneer or auc
)	Name:	Public Policy Holo	ding Company, Inc.
)	LEI:	2138008Z7B1IXV\	/JAZ79
	Details of the transaction(s): section to be repeate transaction; (iii) each date; and (iv) each place whe		
	Description of the financial instrument, type of	Common shares o	f \$0.001 par value
	Identification Code	ISIN: US74443010	94
)	Nature of the transaction:	Award of Restricte Omnibus Plan sch	ed Stock Shares under neme
)	Price(s) and volume(s):	Price(s)	Volume(s)
		125.04 pence	15,717
	Aggregated information:	N/A single transac	
		, ,	
)	Date of the transaction:	16 May 2024	
)	Place of the transaction:	Off market transa	ction
	Details of the person discharging managerial respo	onsibilities/person close	ly associated
١			associated
)	Name:	Dan Tate, Jr.	
	Reason for the notification	1	
)	Position/Status:	PDMR	
)	Initial notification/Amendment:	Initial notification	
	Details of the issuer, emission allowance market monitor	participant, auction p	latform, auctioneer or auc
)	Name:	Public Policy Holo	ding Company, Inc.
)	LEI:	2138008Z7B1IXV\	/JAZ79
	Details of the transaction(s): section to be repeate	ed for (i) each type of in	strument; (ii) each type of
	transaction; (iii) each date; and (iv) each place whe		
)	Description of the financial instrument, type of	Common shares o	f \$0.001 par value
	Identification Code	ISIN: US74443010	94
)	Nature of the transaction:	Award of Restricte Omnibus Plan sch	ed Stock Shares under neme
)	Price(s) and volume(s):	Price(s)	Volume(s)
		125.04 pence	31,706
)	Aggregated information:		
	Aggregated volume Price	N/A single transac	
	1	,single dansat	

16 May 2024

Date of the transaction:

k)	Place of the transaction:	Off market transac	Off market transaction		
1	Datails of the mousen discharging managerial response	asihilitias/nausan alasa	hu accadiate d		
	Details of the person discharging managerial respon	<u> </u>			
a) 2	Name: Reason for the notification	Keenan Austin			
b)	Position/Status:	Executive Director			
c)	Initial notification/Amendment:	Initial notification			
3	Details of the issuer, emission allowance market				
	monitor	participant, auction pi	anorm, auctioneer or auction		
d)	Name:	Public Policy Holding Company, Inc.			
e)	LEI:	2138008Z7B1IXVVJAZ79			
4	Details of the transaction(s): section to be repeated transaction; (iii) each date; and (iv) each place when	transactions have been conducted			
f)	Description of the financial instrument, type of	Common shares o	Common shares of \$0.001 par value		
	Identification Code	ISIN: US74443010	ISIN: US7444301094		
g)	Nature of the transaction:		Award of Restricted Stock Shares under Omnibus Plan scheme		
h)	Price(s) and volume(s):	Price(s)	Volume(s)		
		125.04 pence	31,523		
i)	Aggregated information:				
	Aggregated volumePrice	N/A single transaction N/A single transaction			
j)	Date of the transaction:	16 May 2024			
k)	Place of the transaction:	Off market transaction			
	· <u>I</u>				
1	Details of the person discharging managerial responsibilities/person closely associated				
a)	Na me:	Rhoderick Shaw			
2	Reason for the notification				
b)	Position/Status:	PDMR			
c)	Initial notification/Amendment:	Initial notification	1		
3	Details of the issuer, emission allowance market monitor	e market participant, auction platform, auctioneer or auction			
d)	Name:	Public Policy Holding Company, Inc.			
e)	LEI:	2138008Z7B1IXVV	JAZ79		
4	Details of the transaction(s): section to be repeated transaction; (iii) each date; and (iv) each place when				
f) Description of the financial instrument, type of Comm		Common shares o	f \$0.001 par value		
	Identification Code	ISIN: US74443010	ISIN: US7444301094		
g)	Nature of the transaction:		Award of Restricted Stock Shares under Omnibus Plan scheme		
h)	Price(s) and volume(s):	Price(s)	Volume(s)		
		125.04 pence	15,415		
i)	Aggregated information:				
	Aggregated volume	N/A single transac	tion		
	• Price	N/A single transac	tion		
j)	Date of the transaction:	16 May 2024			
k)	Place of the transaction:	Off market transaction			

1	Details of the person discharging managerial responsibilities/person closely associated				
a)	Name:	Les Spivey	Les Spivey		
2	Reason for the notification				
b)	Position/Status:	PDMR	PDMR		
c)	Initial notification/Amendment:	Initial notification			
3	 Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor				
d)	Name:	Public Policy Holding Company, Inc.			
e)	LEI:	2138008Z7B1IXVVJAZ79			
4	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted				
f)	Description of the financial instrument, type of	Common shares of \$0.001 par value			
	Identification Code	ISIN: US7444301094	ISIN: US7444301094		
g)	Nature of the transaction:		Award of Restricted Stock Shares under Omnibus Plan scheme		
h)	Price(s) and volume(s):	Price(s)	Volume(s)		
		125.04 pence	15,415		
i)	Aggregated information:				
	 Aggregated volume Price 	N/A single transacti			
	1 Trice	N/A single transaction			
j)	Date of the transaction:	16 May 2024			
k)	Place of the transaction:	Off market transaction			
	-				
1	Details of the person discharging managerial respon		associated		
a)	Name:	Erik Smith			
2	Reason for the notification				
b)	Position/Status:	PDMR			
c)	Initial notification/Amendment:	Initial notification	Initial notification		
3	Details of the issuer, emission allowance market monitor				
d)	Name:	Public Policy Holdir			
e)	LEI:	2138008Z7B1IXVVJ/			
4	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted				
f)	Description of the financial instrument, type of	Common shares of \$0.001 par value			
	Identification Code	ISIN: US7444301094	ISIN: US7444301094		
g)	Nature of the transaction:		Award of Restricted Stock Shares under Omnibus Plan scheme		
h)	Price(s) and volume(s):	Price(s)	Volume(s)		
		125.04 pence	32,817		
i)	Aggregated information:				
	Aggregated volume	N/A single transaction			
	• Price	N/A single transacti	on		
j)	Date of the transaction:	16 May 2024			
k)	Place of the transaction:	Off market transaction			
-	1				

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