

**CRODA INTERNATIONAL PLC ("Company"): Director/PDMR Shareholding**

**Croda International Plc**

**3 April 2025**

**NOTIFICATION AND PUBLIC DISCLOSURE OF TRANSACTIONS BY PERSONS DISCHARGING MANAGERIAL RESPONSIBILITIES AND PERSONS CLOSELY ASSOCIATED WITH THEM**

**Award of conditional awards under the Croda International Plc Buy-Out Share Plan 2025 ("Buy Out Plan")**

On 2 April 2025 the Company granted awards to acquire ordinary shares in the Company to Stephen Oxley and Thomas Riermeier. These awards reflect the awards that Stephen Oxley and Thomas Riermeier forfeited at their previous employers and were agreed as part of their recruitment packages. The awards and their vesting dates are set out below.

**Stephen Oxley**

Award Name	Number of shares	Vesting Date and Holding Period
<b>Buy-out Award 1</b> - 2022-25 PSP	20,728	1 August 2025 (Holding Period to 1 August 2027)
<b>Buy-out Award 2</b> -2023-26 PSP	25,224	1 August 2026 (Holding Period to 1 August 2028)
<b>Buy-out Award 3</b> - 2024-27 PSP potential	23,790	1 August 2027 (Holding Period to 1 August 2029)

The Vesting of the performance-based element of these awards is subject to the achievement of certain performance conditions.

\*The Company will pay as compensation for the loss of 12 months of Mr Oxley's Johnson Matthey (JM) 2024/25 annual bonus a payment of up to GBP £930,000 (less any required deductions). 50% will be paid in cash and 50% will be deferred into shares for three years. Buy-out Award 4 relates to this latter element. The number of shares subject to Buy-out Award 4 will be determined by reference to the extent to which the JM performance conditions applicable to the 2024/25 bonus for executive directors are satisfied. Once the performance outcome is decided, the number of Shares subject to Buy-out Award 4 will be determined by taking 50% of the relevant amount and dividing that value by the six-month average Company share price.

Award Name	Value of Shares	Vesting Date
<b>Buy-out Award 5</b> - KPMG Special Capital	£55,000	30 September 2025
<b>Buy-out Award 6</b> - KPMG Special Capital	£55,000	30 September 2026
<b>Buy-out Award 7</b> - KPMG Special Capital	£55,000	30 September 2027

The number of shares subject to each award in the above table will be calculated using the average of the Company's share price over the three dealing days immediately preceding the vesting date.

As noted in the Company's Annual Report & Accounts 2024, the full terms of Mr Oxley's remuneration package will be included in the Company's Directors' Remuneration Report for the year ending 31 December 2025.

<b>1</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>	
a)	Name	Stephen Richard Oxley
<b>2</b>	<b>Reason for the notification</b>	
a)	Position/status	Chief Financial Officer (PDMR)
b)	Initial/Amendment notification	Initial notification
<b>3</b>	<b>Details of the issuer, emission allowance market participant, auction platform</b>	

3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor																		
a)	Name	Croda International Plc																	
b)	LEI	2138004WCNBFJEEOXV26																	
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																		
a)	Description of the financial instrument, type of instrument  Identification code	Ordinary Shares of 10.609756p each  ISIN: GB00BJFFLV09																	
b)	Nature of the transaction	i. Grant of Buy-Out Award 1 ii. Grant of Buy-Out Award 2 iii. Grant of Buy-Out Award 3 iv. Grant of Buy-Out Award 4 v. Grant of Buy-Out Award 5 vi. Grant of Buy-Out Award 6 vii. Grant of Buy-Out Award 7																	
c)	Price(s) and volume(s)	<table><tr><th>Price(s)</th><th>Volume(s)</th></tr><tr><td>i. Nil</td><td>20,728</td></tr><tr><td>ii. Nil</td><td>25,224</td></tr><tr><td>iii. Nil</td><td>23,790</td></tr><tr><td>iv. Nil</td><td>As above*</td></tr><tr><td>v. Nil</td><td>Shares with a value of £55,000 at 2025-09-30</td></tr><tr><td>vi. Nil</td><td>Shares with a value of £55,000 at 2026-09-30</td></tr><tr><td>vii. Nil</td><td>Shares with a value of £55,000 at 2027-09-30</td></tr></table>		Price(s)	Volume(s)	i. Nil	20,728	ii. Nil	25,224	iii. Nil	23,790	iv. Nil	As above*	v. Nil	Shares with a value of £55,000 at 2025-09-30	vi. Nil	Shares with a value of £55,000 at 2026-09-30	vii. Nil	Shares with a value of £55,000 at 2027-09-30
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d)	Aggregated information  - Aggregated volume  - Price	<table><tr><th>Aggregated volume</th><th>Aggregated price</th></tr><tr><td>i., ii. and iii. 69,742</td><td>Nil</td></tr><tr><td>iv. As above*</td><td>Nil</td></tr><tr><td>v., vi. and vii. As above**</td><td>Nil</td></tr></table>		Aggregated volume	Aggregated price	i., ii. and iii. 69,742	Nil	iv. As above*	Nil	v., vi. and vii. As above**	Nil								
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e)	Date of the transaction	2025-04-02																	
f)	Place of the transaction	Outside a trading venue																	

Thomas Riermeier

Award Name	Number of shares	Vesting Date and Holding Period
<b>Buy-out Award 8</b> - 2021 LTIP	2,852	1 June 2025 (Holding Period to 1 June 2027)
<b>Buy-out Award 9</b> - 2022 LTIP	2,852	1 June 2026 (Holding Period to 1 June 2028)
<b>Buy-out Award 10</b> - 2023 LTIP	2,852	1 June 2027 (Holding Period to 1 June 2029)

1	<b>Details of the person discharging managerial responsibilities / person closely associated</b>	
a)	Name	Thomas Herman Riermeier
2	<b>Reason for the notification</b>	
a)	Position/status	Member of Executive Committee (PDMR)
b)	Initial/Amendment notification	Initial notification
3	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	Croda International Plc
b)	LEI	2138004WCNBFJEEOXV26
4	<b>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</b>	

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