



Costain Group PLC (the Company)
9 April 2025

GRANT OF SHARE PLAN AWARDS

Costain announces the following grants of share awards to Alex Vaughan, Chief Executive Officer, and Helen Willis, Chief Financial Officer.

A. SHARE DEFERRAL PLAN AWARDS

On 9 April 2025, awards have been made under The Costain 2023 Share Deferral Plan (Share Deferral Plan) over ordinary shares of 1p each in the Company in the form of options with a nil exercise price (SDP Awards). An SDP Award was granted to Alex Vaughan over 229,333 shares and Helen Willis over 190,466 shares, each representing deferral into shares of one third of their 2024 Annual Incentive Plan earned. No consideration was paid for the grant of the Awards.

The SDP Awards will normally become exercisable on the second anniversary of the grant date subject to the rules of the Share Deferral Plan. To the extent that all or any part of the SDP Awards become exercisable, they will remain exercisable until the tenth anniversary of the date of grant provided the individual remains an employee or officer of the Company.

B. LONG TERM INCENTIVE PLAN AWARDS

Also on 9 April 2025, awards have been made under The Costain 2023 Long Term Incentive Plan (LTIP) over ordinary shares of 1p each in the Company in the form of options with a nil exercise price (LTIP Awards). An LTIP Award was granted to Alex Vaughan over 535,970 shares and to Helen Willis over 442,995 shares, each representing 100% of salary. No consideration was paid for the grant of the Awards.

The Awards will normally vest three years after grant, subject to the satisfaction of performance conditions, but will not normally be released (so that they can be exercised) until the fifth anniversary of the grant date (with no further performance conditions required after vesting).

The vesting of the Awards is subject to the satisfaction of performance conditions assessed over the three financial years ending 31 December 2027. The Company's 2024 Directors' Remuneration Report included proposed performance conditions which have now been finalised by the Remuneration Committee of the Company and are unchanged.

The Notification of Dealing Forms for both the SDP and the LTIP, set out further below, are provided in accordance with the requirements of the Market Abuse Regulation.

Enquiries

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Notification of Dealing Forms

1.	Details of the Person Discharging Managerial Responsibility ("PDMR") / person closely associated with them ("PCA")	
a)	Name	ALEXANDER JOHN VAUGHAN
2.	Reason for the notification	
a)	Position /status	CHIEF EXECUTIVE OFFICER/PDMR
b)	Initial notification / amendment	INITIAL NOTIFICATION

3.	Details of the Issuer						
a)	Name	COSTAIN GROUP PLC					
b)	LEI code	213800PKIJBZ2EDTKC88					
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 ONE PENCE EACH ISIN: GB00B64NSP76					
b)	Nature of the transaction	GRANT OF AN OPTION UNDER THE COSTAIN 2023 SHARE DEFERRAL PLAN (2025 SDP Grant)					
c)	Price(s) and volume(s)	<table><tr><td>Price(s)</td><td>Volume(s)</td></tr><tr><td>Nil cost</td><td>229,333</td></tr></table>	Price(s)	Volume(s)	Nil cost	229,333	
Price(s)	Volume(s)						
Nil cost	229,333						
d)	Aggregated information - Aggregated volume - Price	N/A					
e)	Date of the transaction	9 APRIL 2025					
f)	Place of the transaction	OUTSIDE A TRADING VENUE					

1. Details of the Person Discharging Managerial Responsibility ("PDMR") / person closely associated with them ("PCA")			
a)	Name	HELEN MARGARET WILLIS	
2. Reason for the notification			
a)	Position /status	CHIEF FINANCIAL OFFICER/PDMR	
b)	Initial notification / amendment	INITIAL NOTIFICATION	
3. Details of the Issuer			
a)	Name	COSTAIN GROUP PLC	
b)	LEI code	213800PKIJBZ2EDTKC88	
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	ORDINARY SHARES OF ONE PENCE EACH	
	Identification code	ISIN: GB00B64NSP76	
b)	Nature of the transaction	GRANT OF AN OPTION UNDER THE COSTAIN 2023 SHARE DEFERRAL PLAN (2025 SDP Grant)	
c)	Price(s) and volume(s)	Price(s)	Volume(s)
		Nil cost	190,466

d)	Aggregated information - Aggregated volume - Price	N/A
e)	Date of the transaction	9 APRIL 2025
f)	Place of the transaction	OUTSIDE A TRADING VENUE

1.	Details of the Person Discharging Managerial Responsibility ("PDMR") / person closely associated with them ("PCA")						
a)	Name	ALEXANDER JOHN VAUGHAN					
2.	Reason for the notification						
a)	Position /status	CHIEF EXECUTIVE OFFICER/ PDMR					
b)	Initial notification / amendment	INITIAL NOTIFICATION					
3.	Details of the Issuer						
a)	Name	COSTAIN GROUP PLC					
b)	LEI code	213800PKJJBZ2EDTKC88					
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 ONE PENCE EACH ISIN: GB00B64NSP76					
b)	Nature of the transaction	GRANT OF OPTIONS UNDER THE COSTAIN 2023 LONG TERM INCENTIVE PLAN (2025 LTIP GRANT)					
c)	Price(s) and volume(s)	Nil cost option <table><tr><td>Price(s)</td><td>Volume(s)</td></tr><tr><td>Nil cost</td><td>535,970</td></tr></table>		Price(s)	Volume(s)	Nil cost	535,970
Price(s)	Volume(s)						
Nil cost	535,970						
d)	Aggregated information - Aggregated volume - Price	N/A					
e)	Date of the transaction	9 APRIL 2025					
f)	Place of the transaction	OUTSIDE A TRADING VENUE					

1.	Details of the Person Discharging Managerial Responsibility ("PDMR") / person closely associated with them ("PCA")	
a)	Name	HELEN MARGARET WILLIS
2.	Reason for the notification	
a)	Position /status	CHIEF FINANCIAL OFFICER/ PDMR
b)	Initial notification / amendment	INITIAL NOTIFICATION
3.	Details of the Issuer	

	Details of the transaction					
a)	Name	COSTAIN GROUP PLC				
b)	LEI code	213800PKIJBZ2EDTKC88				
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 ONE PENCE EACH ISIN: GB00B64NSP76				
b)	Nature of the transaction	GRANT OF OPTIONS UNDER THE COSTAIN 2023 LONG TERM INCENTIVE PLAN (2025 LTIP GRANT)				
c)	Price(s) and volume(s)	Nil cost option <table><tr><td>Price(s)</td><td>Volume(s)</td></tr><tr><td>Nil cost</td><td>442,995</td></tr></table>	Price(s)	Volume(s)	Nil cost	442,995
Price(s)	Volume(s)					
Nil cost	442,995					
d)	Aggregated information - Aggregated volume - Price	Options granted over 442,995 shares in total N/A				
e)	Date of the transaction	9 APRIL 2025				
f)	Place of the transaction	OUTSIDE A TRADING VENUE				

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