

28 November 2025

**Softcat plc (the "Company")**

**Notification of Transactions by  
Persons Discharging Managerial Responsibilities**

The following notification made under article 19.1 of the Market Abuse Regulation ("MAR") relates to awards of nil-cost options to persons discharging managerial responsibilities ("PDMR") on 27 November 2025 under the Softcat plc Long Term Incentive Plan ("LTIP"). This announcement is made in accordance with Article 19.3 of MAR.

**Softcat plc LTIP**

On 27 November 2025, awards under the Company's LTIP were made as outlined below.

An award of nil-cost options to acquire 95,812 Ordinary shares was made to Graham Charlton, a director and PDMR. The number of shares over which the nil-cost option was awarded has been calculated by reference to the closing middle market quotation of the ordinary shares derived from the Daily Official List on the dealing day preceding the date of grant (1,409 pence). The award will vest subject to the performance conditions outlined below.

As set out in the 2025 Directors' Remuneration Report of Softcat plc, the Remuneration Committee proposes to increase the LTIP award level. The award granted to Graham Charlton on 27 November 2025 is equal to 200% of base pay. The intention is that, subject to the approval of the Remuneration Policy by shareholders at the 2025 AGM, an additional award will be made following the AGM to provide a total award of 225% of base salary. Further details of the award and Policy proposals are set out in the 2025 Directors' Remuneration Report, which is available to view at <https://www.softcat.com/about-us/investor-centre>.

An award of nil-cost options to acquire 58,126 Ordinary shares was made to Katy Mecklenburgh, a director and PDMR. The number of shares over which the nil-cost option was awarded has been calculated by reference to the closing middle market quotation of the ordinary shares derived from the Daily Official List on the dealing day preceding the date of grant (1,409 pence). The award will vest subject to the performance conditions outlined below.

**Performance conditions and vesting of awards**

These nil-cost options are subject to the rules of the LTIP and will vest depending on performance against Total Shareholder Return ("TSR") and underlying Earnings per Share ("EPS") targets as measured over a three-year performance period.

30% of the award will be subject to the Company's relative TSR performance against the FTSE 350 (excluding investment trusts):

<b><u>TSR performance</u></b>	<b><u>% of award vesting</u></b>
Below median	Nil
At median (threshold)	25%
Upper quartile or above	100%

There will be straight-line vesting between threshold and full vesting.

70% of the award will be subject to the Company's EPS for FY 2028:

<b><u>Underlying EPS</u></b>	<b><u>% of award vesting</u></b>
Less than 74.1 pence	Nil
74.1 pence (threshold)	25%
80.2 pence	62.5%

91.9 pence or above

100%

There will be straight-line vesting between 25% and 62.5% and between 62.5% and full vesting.

The normal date of vesting for the nil-cost options outlined above will be 27 November 2028 and the last date for exercise will be 26 November 2035, with dividend equivalents payable in respect of the vesting of nil-cost options in accordance with the rules of the LTIP.

For further information on the LTIP, please refer to the Company's Annual Report and Accounts.

1.	Details of PDMR / person closely associated with them ("PCA")		
a)	Name	Graham Charlton	
2.	Reason for the notification		
a)	Position / status	CEO	
b)	Initial notification / amendment	Initial Notification	
3.	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor		
a)	Name	Softcat plc	
b)	LEI	213800N42YZLR9GLVC42	
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	Ordinary Shares of £0.0005 each	
	Identification Code	ISIN: GB00BYZDVK82	
b)	Nature of the transaction	Grant of nil cost option over Ordinary Shares of £0.0005 each under the Softcat plc Long Term Incentive Plan	
c)	Price(s) and volume(s)	Price(s)	Volume(s)
		0.00	95,812
d)	Aggregated information Aggregated volume Price	N/A	
e)	Date of the transaction	27 November 2025	
f)	Place of the transaction	Outside a trading venue	

1.	Details of PDMR / person closely associated with them ("PCA")	
a)	Name	Katy Mecklenburgh
2.	Reason for the notification	
a)	Position / status	CFO
b)	Initial notification / amendment	Initial Notification
3.	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	

or auction member			
a)	Name	Softcat plc	
b)	LEI	213800N42YZLR9GLVC42	
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	Ordinary Shares of £0.0005 each	
	Identification Code	ISIN: GB00BYZDVK82	
b)	Nature of the transaction	Grant of nil cost option over Ordinary Shares of £0.0005 each under the Softcat plc Long Term Incentive Plan	
c)	Price(s) and volume(s)	Price(s)	Volume(s)
		0.00	58,126
d)	Aggregated information Aggregated volume Price	N/A	
e)	Date of the transaction	27 November 2025	
f)	Place of the transaction	Outside a trading venue	

**Luke Thomas**

**Company Secretary, Softcat plc**

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