

SECTION 430 (2B) COMPANIES ACT 2006 STATEMENT

Mark Parry ceased to be an executive director of R.E.A. Holdings plc ("**REA**") on 20 February 2017. The following information is provided in accordance with section 430(2b) of the Companies Act 2006.

1. Mark has resigned from all directorships he holds with REA and its subsidiaries with effect from 20 February 2017.
2. Mark's employment with REA's Singapore subsidiary will terminate at the end of his three-month notice period on 20 May 2017.
3. Mark will be on garden leave for his three-month notice period. Mark will receive his normal base salary and contractual entitlements during his garden leave. Mark will not be entitled to any bonus or commission during his garden leave.
4. In accordance with the rules of the REA 2015 Long-Term Incentive Plan, all awards granted to Mark will lapse on the cessation of his employment. Mark has no unvested awards under any other REA incentive plan.
5. In accordance with REA's remuneration policy and Mark's service agreement, REA will pay the reasonable costs Mark incurs in relocating himself and his spouse back to the UK from Singapore, provided they relocate by 20 November 2017. It has been agreed with Mark that REA will reimburse up to SGD30,000 of these reasonable costs plus the cost of one-way flights for Mark and his spouse from Singapore to the UK.
6. Mark will receive an ex-gratia payment of £200,000, subject to and conditional upon the approval of REA's shareholders.
7. REA will make a contribution of £15,000 plus VAT towards the reasonable legal fees incurred by Mark in taking advice on the exit arrangements. This contribution to legal fees is subject to and conditional upon the ex-gratia payment mentioned above being approved by REA's shareholders.
8. Other than the amounts disclosed above, Mark will not be eligible for any pay in lieu of notice or severance as a result of his resignation.

21 February 2017