## 10 MAY 2016

# Allied Minds plc (the "Company" or the "Group")

## Long Term Incentive Plan

Allied Minds plc, an innovative U.S.-focused science and technology development and commercialisation company, announces that on 09 May 2016 it made conditional awards of 1,499,247 ordinary shares of one pence each ("Ordinary Shares") to certain directors, other persons discharging managerial responsibilities ("PDMRs") and certain other employees under its Long Term Incentive Plan (the "LTIP").

Conditional awards in the form of restricted share units have been made to the directors and PDMRs totalling 1,147,290 Ordinary Shares as follows:

Director/PDMR	Maximum number of Ordinary Shares conditionally awarded in respect of 2016 LTIP	Maximum number of conditionally awarded Ordinary Shares outstanding at the date of this announcement (including 2016 LTIP)
Chris Silva	238,470	1,763,441
Marc Eichenberger	139,902	1,044,264
Joseph Pignato <sup>1</sup>	501,636	501,636
Michael Turner	104,186	1,004,464
Omar Amirana	57,418	377,664
John Serafini	49,083	296,519
Peter Dolan (Non-Executive)	15,435	23,605
Richard Davis (Non- Executive)	10,290	15,736
Jeffrey Rohr (Non-Executive)	10,290	15,736
Kevin Sharer (Non- Executive)	10,290	15,736
Jill Smith (Non-Executive)	10,290	10,290

<sup>&</sup>lt;sup>1</sup> The grant to Joseph Pignato is composed of two parts. Mr. Pignato's 2016 annual grant is 115,762 units and is subject to ordinary vesting conditions through 31 December 2018. Mr. Pignato, who joined the Company in August 2015 as its Chief Financial Officer, was also awarded a new hire grant of 385,874 units under the terms of the LTIP, which was in part compensation for the loss of awards from previous employment. Such grant is also subject to ordinary vesting conditions through 31 December 2018; provided, however, that such new hire grant shall be paid out after the three years ending 31 December 2018 (50%), 2019 (25%) and 2020 (25%).

The number of Ordinary Shares stated is the maximum number that could be issued to each director or PDMR upon full satisfaction of the performance conditions attaching to the awards. The awards granted to the non-executive directors are not subject to performance conditions, but instead vest in three equal tranches on the first, second and third anniversaries of grant, subject to the non-executive director continuing to provide services to the Group on the relevant vesting date.

In addition to the above, awards in the form of restricted share units over a total of 351,957 Ordinary Shares were made to certain other of the Group's employees pursuant to the 2016 LTIP.

The performance conditions attaching to the 2016 awards (other than the non-executive director awards) are based on the achievement of performance metrics measured as follows: 100% of each award will be subject to performance conditions based on the Company's relative total shareholder return (rTSR) performance in respect the period from 01 January 2016 through 31 December 2018. The Company's rTSR will be measured relative to the FTSE 250, the S&P 500, and a peer group of four publicly-traded companies. The Group's Remuneration Policy and Annual Remuneration Report were approved by the Company's shareholders at its Annual General Meeting held on 28 May 2015, and will be again be subject to approval at the Annual General Meeting to be held on 26 May 2016.

The awards will vest, to the extent that the performance conditions have been satisfied, on the date following 31 December 2018 on which the extent to which the performance conditions have been satisfied is determined, and the Ordinary Shares will be issued as soon as practicable after such date.

As at the date of this announcement, a total of 6,387,170 Ordinary Shares have been conditionally awarded to directors, PDMRs and employees of the Company pursuant to the LTIP and remain subject to performance conditions (other than the non-executive director awards). The Company currently has 215,637,363 Ordinary Shares in issue.

## About Allied Minds

Allied Minds (LSE: ALM) is an innovative U.S. science and technology development and commercialisation company. Operating since 2006, Allied Minds forms, funds, manages and builds products and businesses based on innovative technologies developed at leading U.S. universities and federal research institutions. Allied Minds serves as a diversified holding company that supports its businesses and product development with capital, central management and shared services. More information about the Boston-based company can be found at <u>www.alliedminds.com</u>.

## For more information, please contact:

Allied Minds plc Chris Silva, Chief Executive Officer +1 617 419 1800 www.alliedminds.com

**Citigate Dewe Rogerson** Patrick Donovan/Rob Newman +44 20 7638 9571 alliedminds@citigatedr.co.uk

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