PTSG
PREMIER TECHNICAL SERVICES GROUP PLC
Niche Specialist Service Provider

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19 June 2019

Mark Watford

[redacted]

Dear Mark

Cash Bonus Award

I am delighted to notify you that you that the remuneration committee of the Company have agreed to pay you a cash bonus (the "**Bonus**") of £686,792.

The payment of your Bonus is conditional on: (i) the acquisition of the entire issued and to be issued share capital of the Company by Bernard Bidco Limited, to be implemented by a scheme of arrangement under Part 26 of the Companies Act 2006 (the "**Scheme**") becoming effective and (ii) 10 days passing after the effective date of the Scheme.

It is expected that the Scheme will become effective on 31 July 2019, and the Bonus will be paid to you by your employer company within 10 days of the effective date of the Scheme, conditional upon you being employed by your employer company on such date. You will be paid your Bonus net of any income tax and employee's National Insurance contributions which your employer company is required to account to HM Revenue & Customs via the operation of PAYE.

Please note, if the Scheme does not become effective by 31 December 2019, the Bonus will not be paid to you and you will have no right to receive it.

Your Bonus will not be pensionable nor treated as earnings for the purposes of any other benefits that you may be entitled to receive. The Bonus is being paid to you in full and final settlement of any incentive arrangements or awards offered to you by the Company, your employer or any other group company (being the Company and its subsidiaries).

If you have any queries in relation to this letter then please contact John Foley. Your right to receive the Bonus is subject to you signing the attached.

Yours sincerely

[redacted]

for and on behalf of
Premier Technical Services Group Plc (the "Company")

PTSG
PREMIER TECHNICAL SERVICES GROUP PLC
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Confirmation of Bonus Terms

Dear Sirs

Cash Bonus Award

I confirm that I understand that the Bonus will be paid to me conditional on the Scheme becoming effective and that if the Scheme does not become effective by 31 December 2019, I will no longer have a right to receive it.

I confirm and agree that the payment of the Bonus will be in full and final settlement of any entitlement I may otherwise have to be granted the right to acquire or any right I have to acquire shares or securities in the capital of the Company, my employer company or any other group company (being the Company and its subsidiaries) including, but not limited to, the grant of an interest in 500,000 ordinary shares in the capital of the Company pursuant to a proposed joint share ownership plan (together "the **Rights**"). To the extent I do have any Rights, I hereby waive them, subject to the Bonus becoming payable and further agree that, I will have no rights or claims whatsoever in connection with the Rights or this surrender of the Rights.

I note that the Bonus will be paid to me net of any income tax and employee's National Insurance contributions which my employer company is obliged to account to HM Revenue & Customs via the operation of PAYE.

Capitalised terms in this letter shall have the meaning given to them in the letter from the Company to me dated 19 June 2019.

In witness whereof this instrument has been executed as a deed on the date first mentioned below.

SIGNED and **DELIVERED**)
by **MARK WATFORD**)
in the presence of:-)

[redacted]
Mark Watford)

Witness' signature: [redacted]

Witness' name: ADAM COATES

Witness' address: [redacted]

Witness' occupation:

Date: 19 June 2019

PLEASE NOTE THAT YOUR SIGNATURE MUST BE WITNESSED BY SOMEONE OTHER THAN YOUR SPOUSE OR MEMBER OF YOUR IMMEDIATE FAMILY. THIS PERSON MUST BE OVER THE AGE OF 18.