



## Equiniti Global Nominee Service

The simple, convenient way for employees to manage their Kainos Group plc shares

kainos®

## Important Information

This booklet has answers to frequently asked questions about the Global Nominee Service. If you need more information, please call the Global Nominee Helpline (see [Contacts](#) on page 8).

Document last reviewed November 2021

### Risk Warning

The investments you hold in the Global Nominee Service are in one company only, Kainos Group plc ("Kainos") and should therefore be considered as a component of a balanced portfolio and is separate to other accounts you may hold elsewhere.

The value of Kainos ordinary shares and any income from them, can go down as well as up and therefore you may not receive in return the same amount of money you invested. If you are not in the UK the value of shares and dividends is subject to changes in the exchange rate.

Past performance is no guide to future performance.

### Suitability and appropriateness

If you are in any doubt about the suitability of the Global Nominee Service or the investments held on your behalf, you should consult an authorised financial adviser.

Neither Equiniti Financial Services Limited ("Equiniti") nor Kainos will assess the suitability or appropriateness of investments held for you or other services provided to you under the Global Nominee Service Terms and Conditions and you are not subject to the Financial Conduct Authority Rules on assessing suitability and appropriateness.

You agree that you have not asked for, or received any advice from Equiniti or Kainos and it is your decision to accept that the Global Nominee Service is suitable to your requirements.

Nothing in this booklet constitutes financial or other professional advice. You should consult an authorised financial adviser if you require financial advice.

### How does Equiniti Financial Services Limited protect my data?

To understand more about how Equiniti Financial Services Limited safeguards your data, and to read the latest version of the Global Nominee Service Privacy Notice, please visit Equiniti's Privacy Centre at:

[privacy.equiniti.com](https://privacy.equiniti.com)

or contact the Global Nominee Helpline (see [Contacts](#) on page 8).

## About the Global Nominee Service

### What is the Global Nominee Service?

The Global Nominee Service enables employees, whether resident in or outside the UK, to hold Kainos shares resulting from their employment electronically rather than keeping paper certificates. It is sponsored by Kainos and provided by Equiniti Financial Services Limited.

Details of the Global Nominee Service are set out in the Global Nominee Terms and Conditions (see [Service Documents](#) on page 9 for details of how to access a copy).

### Is the service available in all countries?

It is available in many countries and there is a list of permitted territories (see [Service Documents](#) on page 9 for details of how to access a copy). If you move your residence to a country outside this list you must close your account immediately and transfer your shares.

Please note, if you are hold US Residency or citizenship or a Green Card, we will also require you to provide us with the IRS form W9, which can be downloaded from [www.irs.gov/w9](http://www.irs.gov/w9). For further advice on FATCA reporting and for the address of where to send completed W9 forms, please see the W9 Reference Document shown on the Kainos Share Portal (see [Contacts](#) on page 8) in the Quick Links section.

### Advantages of the Global Nominee Service

- Your shares will be held in an uncertificated account which you can view online. This means that you do not have to keep paper share certificates, making dealing and administration easier and avoiding the risk of paying for duplicates if certificates are lost.
- A share dealing service is provided, so you can sell your shares online from the day they are transferred into your account as you do not have to wait for a share certificate to arrive in the post. This also means that when selling shares there are usually shorter settlement periods, expected to be two business days after the trade date. This provides a straightforward and accessible way to deal (see [Share Dealing](#) on page 5).
- You can choose to sell your shares at a limit, which means that they will only be sold when the market price reaches the limit price you have chosen (see [Share Dealing](#) on page 5).
- You can request to receive cash proceeds into your bank account in your local currency. There is a charge of £25 for payment to a non-UK bank account plus a currency conversion charge of 1.5%, if applicable.
- You can use the Global Nominee Service if you are resident outside the UK.

- You can transfer ordinary shares from maturing / vesting Kainos share plans into the Global Nominee Service.
- Advantages are listed here, but there are also general risks of holding shares and you should consider the [important information](#) on page 2.

### Who will be the registered holder of my shares?

Your shares will be held on your behalf by Equiniti using a nominee custodian of their choice. You will continue to be the beneficial owner of the shares, and will be able to vote with your shares at any Annual General Meeting or other General Meetings Kainos may have from time to time.

Information about your account may be shared with Kainos if they request it. The details of the shares held on your behalf will not be available for public inspection.

### Will I still be able to vote and attend at General Meetings and receive shareholder documents?

If you email the Global Nominee Team (see [Contacts](#) on page 8) and request it, you will still be able to attend and vote, or appoint a proxy to vote, at general meetings. You will not be sent an annual report.

### Global Nominee Service Participant Charges

All charges and minimums are applied in Sterling as listed below, or equivalent in local currency where appropriate.

|                                                            |          |
|------------------------------------------------------------|----------|
| Annual maintenance                                         | Free     |
| Transfer into Nominee                                      | Free     |
| Transfer out of Nominee                                    | £25      |
| Issue a paper certificate                                  | £35      |
| Share dealing and payments                                 |          |
| Sale of shares                                             |          |
| First £100,000                                             | 0.35%    |
| Balance above £100,000                                     | 0.2%     |
| Minimum                                                    | £35      |
| PTM levy* (sale over £10,000)                              | £1       |
| BACS payment to a UK bank account                          | FREE     |
| Payment to a UK bank account (over £100,000)               | £35      |
| Payment to a non-UK bank account                           | £25      |
| Sterling to foreign currency conversion (foreign exchange) | 1.5%     |
| Annual consolidated tax certificate                        | FREE     |
| Duplicate contract note                                    | £10 +VAT |
| Dividend reinvestment                                      |          |
| Purchase                                                   | £1.75    |
| Stamp Duty Reserve Tax                                     | 0.5%     |
| PTM levy* (purchase over £10,000)                          | £1       |

### How will I know how many shares I have in the Global Nominee Service?

You will receive a quarterly statement showing the number of shares held for you. You can also check your details at any other time on the Kainos Share Portal (see [Contacts](#) on page 8).

### How can I view my account and sell shares?

You can view your account through the Kainos Share Portal (see [Contacts](#) on page 8). You can choose to sell your shares online through the Portal if you wish (see [Share Dealing](#) on page 5).

### What happens if I leave Kainos?

If you leave Kainos you may continue to use the Global Nominee Service for a period of up to two years (or, if later, up to 60 days after you have either acquired shares through a share plan or after the end of any holding period) before you must close your account and transfer your shares. Towards the end of this period, the Global Nominee Team will contact you with the options available to close your Global Nominee Account.

\*Panel for Takeover and Mergers Levy

## Share Dealing

### How can I trade my shares?

You can place a sale instruction online by logging into your Global Nominee Account via the Kainos Employee Share Plans Portal (see [Contacts](#) on page 8) and following the guidelines.

Alternatively you can choose to transfer your shares to your own bank or broker (see [Transferring Shares](#) on page 7).

### When can I sell my shares?

You can submit an instruction and receive a real time share price any time between stock exchange opening hours (8am to 4.30pm UK time, Monday to Friday excluding UK public holidays). Once made, this instruction is irrevocable as it has already been placed on the stock exchange. Instructions submitted outside of market hours will be traded the next working day.

### Can I set a price for selling my shares?

You can request a 'limit order' which means you can stipulate the price at which you would like your shares to be sold.

Equiniti will then monitor Kainos share price in the market and sell your shares when the market price reaches your target price. Limit orders can be set for up to 2 days. In the event of your limit order not being reached you will be notified by email and you will be able to resubmit your sale instruction if you wish.

### Do I need permission to deal?

If you are subject to the rules for dealing in Kainos you are responsible for ensuring you have permission to deal and that permission covers the time period set in any limit order instruction.

### How much will it cost me to sell my shares?

The dealing charge is 0.35% on sale proceeds up to £100,000 with 0.2% on any balance above this (with a minimum charge of £35).

There is a PTM levy\* of £1 for a sale over £10,000.

### How will I receive my sale proceeds?

Proceeds from the sale of your shares will usually be credited to your Global Nominee Account two business days after the trade date. You can request to have the sale proceeds transferred directly to your bank account when you enter your sale instruction.

If you want your funds to be paid to you in a currency other than Sterling (GBP), there is a fee of £25 for a payment to a non-UK bank account plus 1.5% conversion charge.

NB: A bank transfer fee of £35 applies to same day UK bank transfers (CHAPS).

You can choose to withdraw funds at any time by logging onto your Global Nominee Account and requesting a payment (see [Global Nominee Service Participant Charges](#) on page 4) for applicable charges.

\*Panel for Takeover and Mergers Levy

## Dividends

### How will my dividends be paid?

#### Cash Dividends

If and when Kainos issues dividends, they are collected on your behalf. When you open your Global Nominee Account you can choose to:

- a) have the cash automatically paid to your nominated bank account; or,
- b) keep the funds in the Global Nominee Account until you choose to withdraw them.

If you do not make a selection, dividend cash will be retained in your Global Nominee Account. The automatic pay away facility (described in a) above) will only be triggered when your cash balance is greater than £100.

### What happens if the balance is under £100?

Dividend balances under £100 will be retained in your Global Nominee Account. You can choose to withdraw the funds at any time, but you may have to pay a charge.

Details are set out as follows:

### What charges are there for payments from my Global Nominee Account?

|                                                            |      |
|------------------------------------------------------------|------|
| BACS payment to a UK bank account                          | FREE |
| Payment to a UK bank account (over £100,000)               | £35  |
| Payment to a non-UK bank account                           | £25  |
| Sterling to foreign currency conversion (foreign exchange) | 1.5% |

## Transferring Shares

### **I already hold shares. Can I transfer them into the Global Nominee Service?**

You can only transfer Kainos shares into the Global Nominee Service if they came from Kainos Share Plans (e.g. Company Share Option Plan). Contact the Global Nominee Team for further information (see [Contacts](#) on page 8).

### **Can I transfer shares out of the Global Nominee Service?**

You can arrange for your shares to be transferred out of the Global Nominee Service to another service provider for a fee of £25. You can also request that your shares are transferred into a share certificate for a fee of £35.

If you hold shares in the Global Nominee that are subject to a mandatory holding period you may be restricted from transferring these shares. For further information please refer to the agreement between you and Kainos under which you acquired your shares.

You can contact the Global Nominee Team to request a transfer (see [Contacts](#) on page 8). Equiniti will process your transfer request within five business days of receipt. It may take several weeks for you to receive your share certificate through the post. Where shares are being transferred to another service provider, you should contact them directly about when shares will be in the new account.

## Contacts



### Kainos Share Portal

[www.kainos.com/shareportal](http://www.kainos.com/shareportal)

Details of your shares can be found on the Kainos Share Portal.

If you are a first time user of the Portal, you will need to register. You will need your Workday ID and will be required to answer a few questions.



### Global Nominee Helpline

**UK: 0330 123 0059**

**International: +44 330 123 0059**

Lines are open 8.30am to 5.30pm (UK time), Monday to Friday (excluding public holidays in the UK).

A text phone service is also available on:

**UK: 0371 384 2255**

**International: +44 121 415 7028**



### Email

[nominee@equiniti.com](mailto:nominee@equiniti.com)

Please be advised email communications are not totally secure.



### Post

**Global Nominee Team, Equiniti Premier Services, PO Box 4982, Lancing, BN99 8SQ, United Kingdom**

Please include a daytime telephone number (including any dialling codes), so the Global Nominee Team can contact you should further information be required.

## Global Nominee Service Documents



You can download a printable copy of the latest Global Nominee Service Terms and Conditions and the list of permitted territories from the Documents Section in the Kainos Employee Share Plans Portal (see [Contacts](#) on page 8).

Alternatively, contact the Global Nominee Helpline (see [Contacts](#) on page 8) and copies will be sent to you.

The Global Nominee Service is provided by Equiniti Financial Services Limited.

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