

18 December 2023

Tialis Essential IT Plc
(“Tialis” or the “Company” or “Group”)

Grant of Options

Tialis, the mid-market network, cloud and IT Managed Services provider, announces that on 15 December 2023 it granted a total of 1,547,288 share options to executive directors, senior managers, employees and consultants of the Company (the "Share Options"). Of the total Share Options, 400,000 were granted to Andy Parker, Executive Chairman, and 400,000 were granted to Ian Smith, Executive Director.

The award of the Share Options is part of Tialis' Long Term Incentive Plan (“LTIP”) and is designed to retain and motivate the senior leadership team, employees and consultants. Under the rules of the LTIP, the Share Options are being granted at nil cost or the nominal value of the Company’s ordinary shares of 1p each and are subject to vesting rules (the “Vesting Rules”).

Under the Vesting Rules, the Share Options will vest as follows:

- the second anniversary of the Grant Date: One-third of Award vests;
- the third anniversary of the Grant Date: Two-thirds of Award vests; and
- the fourth anniversary of the Grant Date: Remainder of Award vests.

The shares cannot be issued until the Group releases them in accordance with the rules of the LTIP.

If the relevant trading company of Tialis is sold or the overall Group is taken over, the award will vest and be released in full, subject to the detailed rules of the LTIP. It is at this point that the employee can realise the value of their Share Options.

The resulting interests of Andy Parker and Ian Smith in Tialis can be summarised as follows:

Director	Ordinary shares of 1p held	% of issued share capital	LTIP Options held prior to this award	LTIP Options awarded
Andy Parker	-	-	-	400,000
Ian Smith*	293,000	1.21%	-	400,000

* Mr Smith is also the Chief Executive Officer and major shareholder of MXC Capital Limited (“MXC”) whose holding of 18,204,685 Ordinary Shares represents 75.16% of the Company’s issued ordinary share capital. Mr Smith and MXC hold in aggregate 18,497,685 Ordinary Shares, representing 76.36% of the Company’s issued ordinary share capital.

Following the grant of Share Options, there is a total of 1,547,288 Share Options outstanding, representing approximately 6.39% of the current issued share capital of the Company.

For more information, contact:

Tialis Essential IT Plc
Andy Parker, Executive Chairman

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Cavendish Capital Markets Limited
Nominated Adviser and Broker
Corporate finance: Jonny Franklin-Adams/ Abby Kelly
ECM: Tim Redfern

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The notifications set out below is provided in accordance with the requirements of the EU Market Abuse Regulation.

**NOTIFICATION AND PUBLIC DISCLOSURE OF TRANSACTIONS BY PERSONS DISCHARGING
MANAGERIAL RESPONSIBILITIES AND PERSONS CLOSELY ASSOCIATED WITH THEM**

1	Details of the person discharging managerial responsibilities/person closely associated		
a)	Name	Ian Smith	
2	Reason for the notification		
a)	Position/status	Executive Director	
b)	Initial notification/ Amendment	Initial notification	
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor		
a)	Name	Tialis Essential IT plc	
b)	LEI	213800HA4PK7BHINK929	
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, type of instrument	Ordinary Shares of 1p each	
	Identification code	GB00BN4M3M55	
b)	Nature of the transaction	Options granted under the Long Term Incentive Plan	
c)	Price(s) and volume(s)	Exercise Price(s)	Volume(s)
		1p	400,000
d)	Aggregated information - Aggregated volume - Price	Single transaction as in 4c) above	
e)	Date of the transaction	15 December August 2023	

f)	Place of the transaction	Outside a trading venue
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1	Details of the person discharging managerial responsibilities/person closely associated					
a)	Name	Andy Parker				
2	Reason for the notification					
a)	Position/status	Executive Chairman				
b)	Initial notification/ Amendment	Initial notification				
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor					
a)	Name	Tialis Essential IT plc				
b)	LEI	213800HA4PK7BHINK929				
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