DIRECTORS' REMUNERATION REPORT

Member	Meetings attended
Alan Stewart (Chair) Chair and member for the whole year	5/5
Olivier Bohuon Member for the whole year	4/5
Jeremy Darroch Member for the whole year	5/5
Mary Harris Member for the whole year	5/5
Chris Sinclair Member for the whole year	5/5

"

Central to our remuneration philosophy are the principles of pay for performance and shareholder, as well as strategic, alignment."

Alan Stewart
Chair of the Remuneration Committee

Contents of Directors' Remuneration Report

LETTER FROM THE CHAIR

On behalf of the Board, I am pleased to present the Directors' Remuneration Report for the financial year ended 31 December 2023.

I would like to thank shareholders for their support of our 2022 Annual Report on Remuneration at our AGM on 3 May 2023, which received a strong vote in favour of 93%.

Changes to the Board

During 2023, we announced several changes to the Board.

Kris Licht was appointed CEO to succeed Nicandro Durante. Kris was appointed CEO Designate on 1 May 2023 and to the Board as Executive Director effective 1 June 2023, before assuming the role of CEO on 1 October 2023. Nicandro Durante remained an employee of the Company and on the Board until 31 December 2023 to ensure a smooth transition. Kris was appointed CEO Designate on a salary of £900,000, which increased to £1,100,000 upon taking the role of CEO, in line with the salary paid to Nicandro.

Shannon Eisenhardt was appointed CFO Designate on 17 October 2023 and will succeed Jeff Carr as CFO by 31 March 2024. Shannon was appointed to the Board as Executive Director upon joining the Company. Shannon previously served as CFO of Nike Consumer, Brand and Marketplace. Shannon was appointed on a salary of £760,000 in line with the salary paid to Jeff.

Ongoing incentive opportunities and LTIP award levels for Kris and Shannon are in line with the outgoing individuals. Both Kris and Shannon did not receive a salary increase on 1 January 2024.

In addition, Sir Jeremy Darroch, currently Senior Independent Director, will succeed Chris Sinclair as Chair of the Group Board of Directors in May following the 2024 AGM. Chris will retire as Chair and step down from the Board at the same time. Sir Jeremy will be appointed on the same terms and fees as Chris. Andrew Bonfield will succeed Sir Jeremy as Senior Independent Director upon Sir Jeremy's appointment as Chair with effect from the 2024 AGM. I would like to extend the Board's and my thanks to Chris for his membership of the Remuneration Committee and his time as Board Chair.

As previously announced, I will retire from the Board at the 2024 AGM. Fiona Dawson CBE will be appointed to the Board as Non-Executive Director and Chair Designate to the Remuneration Committee effective 1 June 2024. In order to ensure continuity and effective succession, Mary Harris, former Chair of the Company's Remuneration Committee, will be reappointed as Chair of the Remuneration Committee from the conclusion of the 2024 AGM until the conclusion of the Company's 2025 AGM, upon which Fiona Dawson will take over. On behalf of the Committee, I would like to thank Mary and welcome Fiona.

Directors' Remuneration Report continued

The remuneration arrangements for both the outgoing and incoming Directors are in line with the Remuneration Policy approved by shareholders with details for Kris and Shannon also published on announcement. Further details are set out in the Annual Report on Remuneration.

Performance for the year under review

2023 was a challenging year for many companies including Reckitt, with continued economic shocks and geopolitical uncertainties across the world. Despite these, Reckitt continued to make progress in 2023, with like-for-like net revenue (LFL NR) growth of +3.5%, led by growth across the Hygiene and Health businesses, while Nutrition began rebasing and held market leadership in the US. We delivered growth through premiumisation, household penetration and category creation. Gross margins returned to historic strength with adjusted operating profit margin at 23.1% and adjusted EPS at 323.4p. We also increased investment in brands and innovation, and launched a fixed cost optimisation programme. In 2023 we generated strong free cash flow and significantly increased cash returns to shareholders, enhanced by our new, sustainable share buyback programme announced in October 2023. We have also proposed a 5% increase in our annual dividend, for the second year in a row, in line with our policy to deliver sustainable dividend growth.

During the year, we have built strong winning teams and strengthened our culture, to harness the things that are special about Reckitt: our entrepreneurial spirit, passion for performance, and action orientation. We have gained real credibility on sustainability and become a significantly more inclusive and diverse company, which sets us up well as we continue to drive these through the business.

Performance outcomes for 2023

The Committee carried out a thorough evaluation of the performance of both the Group and the Executive Directors in the round, having regard to broader circumstances to assess whether the formulaic incentive outturns are appropriate and justified. Based on the assessment, the Committee determined that the level of annual bonus payout and the total vesting level of the LTIP set out below are appropriate and justified in this context and that no discretion would be applied. The framework and the assessment against performance which the Committee used are set out in detail on page 110.

Annual bonus

Reckitt operates an annual bonus plan that is strongly aligned to performance, measured against targets of NR and adjusted profit before income tax, with a downward modifier based on net working capital (NWC) added from 2023.

NR growth of 3.5% exceeded the initial guidance and market expectations at the beginning of 2023. The Health and Hygiene GBUs both delivered LFL NR growth at the upper end of the medium-term goal of mid-single-digit growth. The Nutrition GBU declined in the year as our US business lapped high and unsustainable comparatives due to a competitor supply issue from the prior year, but still performed above initial expectations. This Group performance resulted in a multiplier towards the upper end of the NR growth target range. Profit has exceeded the target range, driven by our NR performance and strong gross margin expansion. However, NWC at -7.7% in the year whilst being industry leading was below targets set and resulted in a downward modifier of 0.89x being applied to the outcome. This resulted in an overall payout of 82% of the maximum. This is in line with all other employees on the same Group-wide measures.

The bonus for Kris and Shannon in respect of Executive Director services is pro-rated for the period as an Executive Director. One-third of bonus payments to Executive Directors are deferred into Reckitt shares for three years in line with the Policy. More details are set out on page 115 of the Annual Report.

2021–2023 LTIP

The Reckitt LTIP is designed to align participants with shareholders through making awards with stretching performance conditions denominated in both performance share options and performance share awards. Vesting of awards under the 2021 LTIP was dependent on LFL NR growth, EPS and ROCE targets. As set out in the 2021 Directors' Remuneration Report, targets were adjusted for the disposal of IFCN China, given the size of that transaction, to ensure that the new targets were no harder or easier to achieve than the original targets.

As a result of good performance over the three years, NR growth was at 4.8% p.a.. This was close to maximum of the target range and resulted in a vesting of 98% of this element. EPS performance based on both actual and constant FX was between threshold and maximum, resulting in vesting of 59% and 46% of maximum for each element respectively. ROCE performance was also between threshold and maximum, resulting in a vesting of 62% of maximum. As set out on page 116, the overall resultant outcome is that 78% of the total award vests. This outturn follows two years of zero vesting in 2020 and 2021, 21.5% vesting in 2022 and 100% vesting in 2023.

In line with our Policy, there is a further two-year holding period attached to Kris' and Jeff's LTIP awards. Nicandro and Shannon did not participate in the 2021 LTIP.

2024 remuneration

Salaries for 2024 for the CEO and CFO are unchanged from 2023 at £1,100,000 and £760,000, respectively. The 2024 salary increase budget for the wider UK employee population was 5.5% to 6% depending on location.

There are no changes to the bonus opportunity for the CEO and CFO, remaining at 120% and 100% of salary at target, respectively. Performance measures and weightings for the 2024 annual bonus will be the same as for 2023, being NR and adjusted profit before tax, with a downward modifier based on NWC.

In line with prior years, the Committee has set the performance targets at a stretching level having considered the internal business plan and external expectations. As in prior years, the Committee will carry out a thorough assessment of performance in the round taking into account a wide range of factors before determining bonus payouts.

There are no changes to the 2024 LTIP awards including performance measures and weightings. Performance will continue to be assessed based on NR growth, ROCE, relative TSR, and ESG measures, which have been reviewed in light of share price performance, Group performance and individual performance. Kris' 2024 LTIP award will consist of 150,000 performance share options and 75,000 performance shares and Shannon's award will be 80,000 performance share options and 40,000 performance shares. These awards will be made in early March 2024 following the full-year results announcement. Jeff will not receive a 2024 LTIP award.

Directors' Remuneration Report continued

During the year, the Chair and Non-Executive Director (NED) fees have been reviewed with regard to increases given to the wider workforce and market practice. Taking into account the increased time commitment and responsibilities of the roles over the last few years, and the knowledge and skills required to undertake the roles, the fee for the Chair will increase to £680,000 and the basic NED fee will increase to £110,000, with effect from 1 January 2024. The additional fee for the Senior Independent Director (SID) will also increase to £35,000. There are no changes to fees for Committee Chair, Committee member or Designated Non-Executive Director for Engagement with Company's Workforce. 25% of the Chair fee and basic NED fee continues to be paid in shares. We will continue to review NED fees to ensure they are appropriate and competitive against the market.

Context for remuneration of the wider workforce

Reckitt is committed to fair and consistent reward policies for its employees, aligned with our Compass, remuneration philosophy and our culture. The Remuneration Committee reviews various aspects of workforce remuneration and related policies regularly. In 2023, Reckitt has made significant developments and demonstrated further commitment to support sustainable livelihoods, ensure pay equity and gender pay gaps are addressed, build an inclusive culture and facilitate employee development. The annual employee survey shows high levels of satisfaction and pride among Reckitt's employees and we are recognised as Top Employers in several markets. For more information, please refer to pages 120-122.

Remuneration Policy review

In line with the normal three-year cycle, our Remuneration Policy is due for renewal at the 2025 AGM. Over the course of 2024 we will undertake a full review of the Policy and its implementation, with a view to ensuring that our remuneration arrangements continue to appropriately incentivise the delivery of the strategy and the creation of long-term, sustainable shareholder value. This will include review of our incentive structures throughout the organisation. We will consult with our shareholders as part of this process.

Conclusion

On behalf of the Committee, I would like to thank shareholders for their continued support and engagement during the year. We welcome any comments you may have on this report and I look forward to your support at the upcoming AGM on 2 May 2024.

Finally, I would also like to thank my fellow Committee members during my tenure as Chair for their insight and commitment and shareholders for their invaluable feedback and support.

Alan Stewart
Chair of the Remuneration Committee
Reckitt Benckiser Group plc

21 March 2024

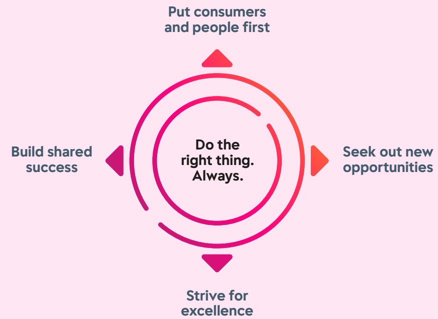
RECKITT'S REMUNERATION AT A GLANCE

Reckitt strives for leading global performance. Our management team is multinational and we compete for talent globally. Central to our remuneration philosophy are the principles of pay for performance and shareholder, as well as strategic, alignment. Combined with our Compass and business model, these principles define how decisions are made, how people act and how we reward them.

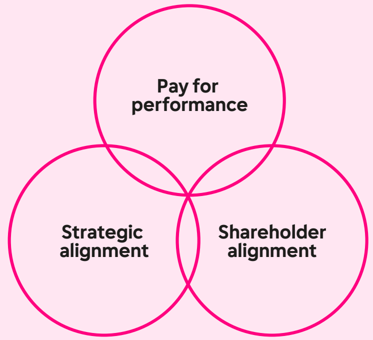
To reinforce our philosophy, the majority of the Executive Directors' remuneration packages are made up of variable at-risk pay, linked to stretching targets that align with our strategy and shareholder value creation, and are largely delivered in Reckitt shares. In addition, we have market-leading shareholding requirements for Executives. This approach is cascaded throughout our senior leadership.

Context for remuneration at Reckitt

Reckitt's Compass



Reckitt's remuneration philosophy



Reckitt's strategy

- Purpose and culture fit for the future
- Excellent brand portfolio for value creation
- Scaled global footprint
- Enhanced returns to shareholders

See pages 8-11
for more details of our Company strategy.

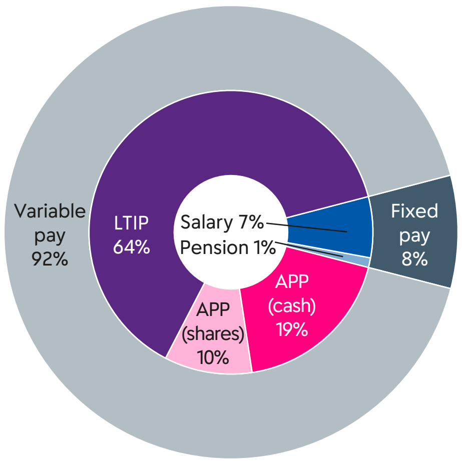
Directors' Remuneration Report continued

The tables below illustrate the remuneration principles at Reckitt, which are driven by our Compass, strategy and the remuneration philosophy

1

High proportion of variable pay

Maximum CEO pay under the Remuneration Policy



Note: Value of the CEO's maximum 2024 package. This illustrates fixed remuneration plus full payout of the annual bonus (APP) and full vesting of the LTIP awards including 50% share price growth

2

Market-leading share ownership policy

In-employment shareholding requirement

	Number of shares	Value of shares (£)[1]	% of 2023 annual salary
CEO	200,000	11,112,000	1,010%
CFO	100,000	5,556,000	731%

Post-employment shareholding requirement[2]

	Number of shares	Value of shares (£)[1]	% of 2023 annual salary
CEO	100,000	5,556,000	505%
CFO	50,000	2,778,000	366%

1. Based on the average closing share price in Q4 2023 of £55.56
2. Reflecting 50% of the in-employment shareholding requirement

3

Attract and retain the best global talent

- Engage highly performance-driven individuals
- Reflect global competitive practice across our industry peer group

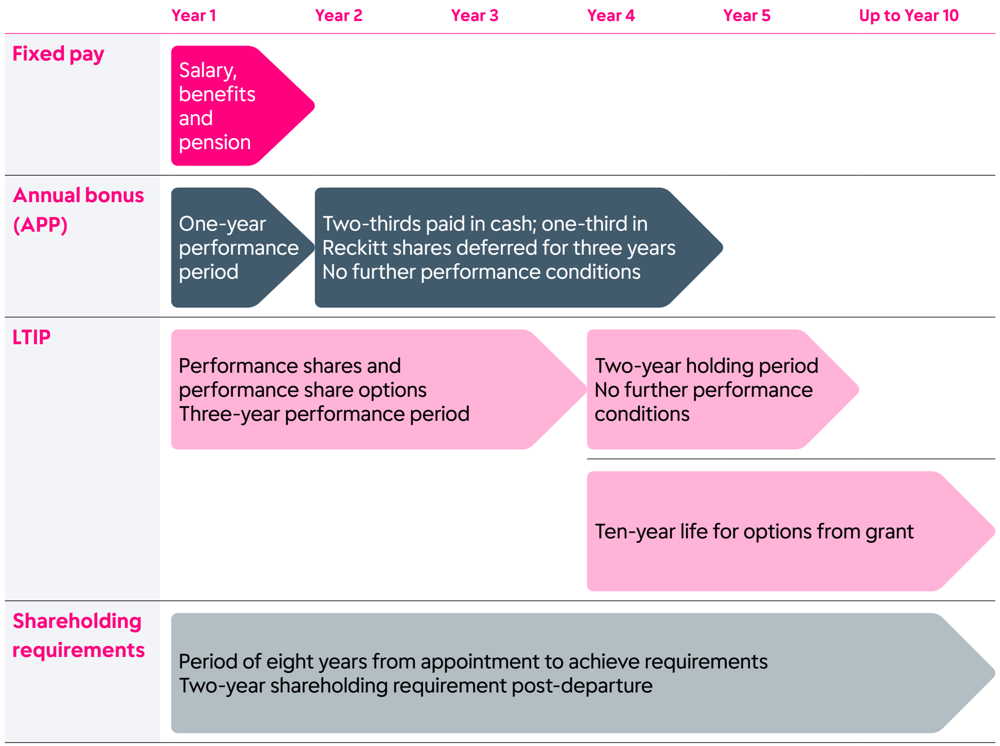
4

Ensure alignment with strategy across the business

- Alignment of performance metrics with strategy
- Alignment across the business of metrics and ownership

Summary of our Remuneration Policy

The table below summarises the current Directors' Remuneration Policy which can be found on pages 160-167 of the 2021 Annual Report and is also available on our website in the Corporate Governance section. The Committee is of the view that the current remuneration framework remains fit for purpose and therefore no changes to the Policy were proposed for 2024.



Directors' Remuneration Report continued

Purpose and culture fit for the future | Excellent brand portfolio for value creation | Scaled global footprint | Enhanced returns to shareholders

Element	Key features of operation of policy	How will we implement for 2024	Link to strategy
Salary, benefits and pension	– Salary increases and pension contribution set in context of wider workforce – Salaries and benefits set competitively against peers	– Zero salary increase for CEO and CFO – CEO and CFO pension contribution of 10% of salary in line with the wider workforce in the UK	– To enable the total package to support recruitment and retention
Annual bonus (APP)	– Target bonus of 120% of salary for CEO and 100% for CFO – One-third deferred into awards over Reckitt shares for three years – Malus and clawback provisions apply (in circumstances including material misstatement of financial results, gross misconduct and corporate failure)	– Targets set for NR and adjusted profit before income tax – NWC target to act as a downward modifier – Threshold performance results in zero payout, with maximum of 3.57x target for truly exceptional performance on all three metrics – Remuneration Committee assessment of performance in the round	– To drive strong performance, with significant reward for overachievement of annual targets linked to Reckitt's strategic priorities – Use of deferral for longer-term shareholder alignment
LTIP Performance shares and performance share options	– Three-year performance period and two-year holding period – Malus and clawback provisions apply (in circumstances including material misstatement of financial results, gross misconduct, and corporate failure) until two years after vesting – Options have approximately seven years to exercise post vesting	– Targets set for LFL NR growth (40% weighting); ROCE (25% weighting); relative TSR (25% weighting); and ESG (10% weighting, split equally between two metrics) – Performance conditions are applied to both performance share options and performance shares – Remuneration Committee assessment of performance in the round	– To incentivise and reward long-term performance and align the interests of Executive Directors with those of shareholders – Two-year holding period for longer-term shareholder alignment
Shareholding requirements	– CEO: 200,000 shares – CFO: 100,000 shares	– Period of eight years from appointment to achieve requirements – Two-year shareholding requirement post-departure	– Promotes long-term alignment with shareholders – Promotes focus on management of corporate risks

Directors' Remuneration Report continued

Summary of performance and payout

Annual performance plan

The performance outcome for the annual bonus was 82% of maximum. A third of the bonus is deferred, by way of an award over Reckitt shares.

Performance measure	Threshold (zero bonus)	Actual/Achieved	Maximum (3.57x target)	Multiplier
Like-for-like Net Revenue	£14.07bn	Actual £14.86bn	£14.93bn	1.74x
Adjusted profit before income tax at constant rates	£2.85bn	Actual £3.23bn	£3.19bn	1.89x
Average NWC	-7.4%	Actual -7.7%	-9.6%	0.89x
Total				**2.93x**

● Achieved

	2023 base salary (£)	Target bonus opportunity (% of salary)	Multiplier achieved	Bonus payout (% of salary)	Value delivered in cash (£)	Value deferred into shares (£)
Kris Licht	575,000[1]	100%/120%[2]	2.93x	293%/352%[2]	1,230,600	615,300
Shannon Eisenhardt	158,333[1]	100%	2.93x	293%	309,278	154,639
Jeff Carr	760,000	100%	2.93x	293%	1,484,533	742,267
Nicandro Durante	1,100,000	120%	2.93x	352%	2,578,400	1,289,200

1. The 2023 base salary for Kris Licht and Shannon Eisenhardt are pro-rated for the period served as Executive Directors
2. Kris' target bonus opportunity as CEO Designate was 100% of salary, which increased to 120% of salary on his appointment as CEO

LTIP

The 2021 LTIP vested at 78% of maximum, against the performance conditions over the three-year period.

Performance measure	Threshold (20% vesting)	Achieved	Maximum (100% vesting)	Vesting (% of total award)
LFL NR growth (3-year CAGR) (50% weighting)	0.9% p.a.	Actual 4.8% p.a.	4.9% p.a.	98%
EPS (final year) on an actual foreign exchange basis (12.5% weighting)	289p	Actual 323.4p	360p	59%
EPS (final year) on a constant FX basis (12.5% weighting)	308p	Actual 332.4p	382p	46%
ROCE (final year) (25% weighting)	13.7%	Actual 14.6%	15.4%	62%
Total vesting				**78%**

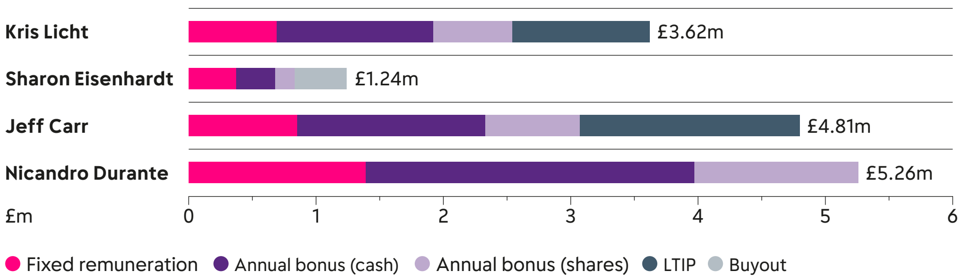
● Achieved

	Performance share options granted	Performance shares granted	Total vesting %	Performance share options vesting	Performance shares vesting	Total value of award vesting (£)[3]
Kris Licht[2]	50,000	25,000	78%	39,000	19,500	1,083,420
Jeff Carr	80,000	40,000	78%	62,400	31,200	1,733,472

1. Nicandro and Shannon did not participate in the 2021 LTIP
2. Kris' LTIP award was granted in relation to his previous role which did not sit on the Board, however, the full value of the award has been shown for transparency
3. Based on the average closing share price in Q4 2023 of £55.56

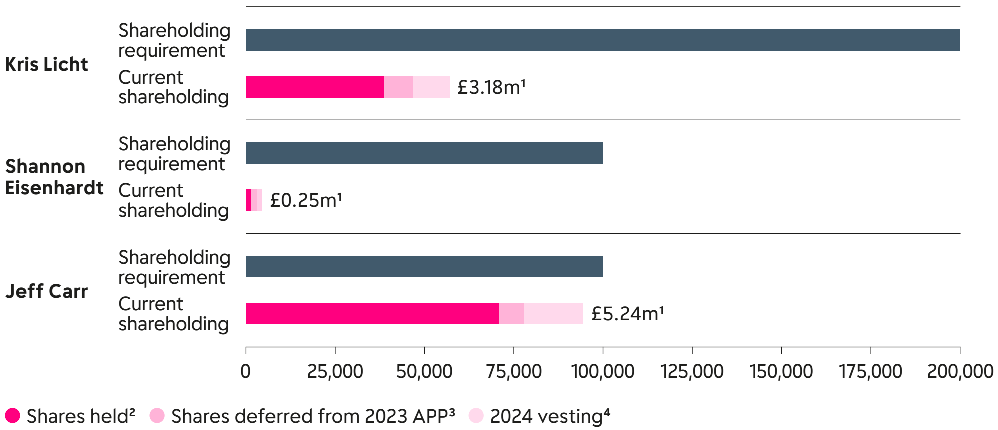
Directors' Remuneration Report continued

2023 single figure



Executive Director shareholding

Reckitt operates a market-leading shareholding requirement with an eight-year timeframe for achievement and a two-year post-employment holding period. The chart below illustrates the progress towards this for the Executive Directors.



1. Current shareholding value based on the average closing share price in Q4 2023 of £55.56
2. Includes shares owned outright and shares subject to post-vesting holding restrictions
3. This is the estimated number of shares awarded, after tax under the Deferred Bonus Plan, including those to be deferred from the 2023 APP
4. For Kris and Jeff this is the number of shares vesting in May 2024 under the 2021 LTIP, after tax. For Shannon this also includes the restricted shares from buyout awards vesting in December 2024

Remuneration Committee governance

Committee membership and meeting attendance

The Remuneration Committee is made up entirely of NEDs who are appointed by the Board on the recommendation of the Nomination Committee. Membership and meeting attendance of the Remuneration Committee during the year were as follows:

Member	Member since	Meetings attended
Alan Stewart, Committee Chair	February 2022	5/5
Olivier Bohuon	January 2021	4/5
Jeremy Darroch	November 2022	5/5
Mary Harris	May 2017	5/5
Chris Sinclair	March 2016	5/5

The Chief Human Resources Officer was Secretary to the Committee throughout the year. Meetings were also attended by the CEO, CFO and SVP Reward by invitation. Deloitte was the appointed advisor to the Committee throughout the year. Members of the Remuneration Committee and any person attending its meetings do not participate in any discussion or decision on their own remuneration.

Directors' Remuneration Report continued

The Committee's role and key activities during the year

The Committee's purpose is to assist the Board of Directors in fulfilling its oversight responsibility by ensuring that the Remuneration Policy and practices reward fairly and responsibly, are designed to support the strategy and long-term success of the Company and take account of the generally accepted principles of good governance.

The key activities and decisions made by the Committee during the year are set out below:

Changes to the Board and GEC

Approved the leaving arrangements for Nicandro Durante and Jeff Carr and the remuneration arrangements for Kris Licht and Shannon Eisenhardt.

Approved remuneration arrangements for appointments to the GEC.

Wider workforce

Reviewed wider workforce remuneration and related policies.

Reviewed changes to the all-employee share plan launch dates.

Reviewed current shareholdings for senior employees with share ownership requirements.

Performance outcomes and target setting

Reviewed and approved performance outcomes to 2022 annual bonus and 2020–2022 LTIP, taking into account wider performance of the Company and Executive Directors.

Approved 2024 annual bonus measures and targets and 2024 LTIP award and performance measures. Approved 2023 LTIP performance targets.

Determined 2024 remuneration packages for the Executive Directors and GEC members.

Regularly reviewed performance for inflight bonus and LTIP awards.

Internal and external governance

Reviewed 2023 AGM voting, wider market trends, shareholder guidelines and corporate governance updates.

Reviewed Remuneration Committee terms of reference.

Reviewed Remuneration Committee effectiveness.

Reckitt's Remuneration Policy and the Corporate Governance Code

Reckitt's Remuneration Policy and practices reflect the philosophy of pay for performance, shareholder alignment and strategic alignment over the short, medium and long term. When determining the current Policy and its implementations, Provision 40 of the UK Corporate Governance Code was taken into account as follows:

Clarity	Arrangements are transparent and reflect shareholder alignment and Reckitt's strategic priorities, thereby effectively engaging with the wider workforce and shareholders. The Committee consulted with shareholders as part of the design phase of the Policy and communicated to the wider workforce details of how Executive pay is set, its alignment with the Company's approach to the wider pay policy and how decisions are made by the Committee. It also gave employees the opportunity to ask any questions on these topics.
Simplicity	The Policy is simple and clear, comprising fixed pay, such as salary and benefits, pension schemes that are offered to most of the workforce, plus variable pay which incorporates the annual bonus, LTIP (performance share options and performance share awards) and a clear Share Ownership Policy for senior members of the business. Variable pay is set against financial targets to incentivise short- and long-term financial performance and alignment with shareholders.
Risk	The malus and clawback provisions which apply to annual bonus and LTIP awards act as a safeguard to the Company and are one mechanism used to help encourage the right behaviours, which lead to long-term shareholder alignment and sustained value creation. The Committee has discretion to adjust the formulaic bonus and LTIP outcomes both upwards and downwards.
Predictability	The total of fixed pay and variable pay (target and maximum) illustrated in the scenarios of total remuneration in our Policy provide an estimate of the potential future remuneration of the Executive Directors, including the total remuneration if a 50% share price growth is achieved.
Proportionality	There is a clear link between pay for performance and business strategy, with stretching financial targets applied to annual bonus payouts and LTIP vesting.
Alignment to culture	Financial targets apply to the annual bonus and LTIP awards across the wider workforce to drive business performance. These targets are reviewed on an annual basis. Malus and clawback provisions apply to annual bonus and LTIP, and together with deferred annual bonus, holding periods and share ownership for the Executive Directors (and any other relevant senior employees), drive the right behaviours expected within Reckitt. The remuneration arrangements of the wider workforce reinforce employee engagement.

Directors' Remuneration Report continued

ANNUAL REPORT ON REMUNERATION

The rest of this report sets out how we have implemented our Remuneration Policy in 2023, and how we intend to implement the Policy in 2024.

Remuneration arrangements for the new CEO and CFO

CEO

Kris was appointed as CEO Designate on 1 May 2023 and to the Board as Executive Director effective 1 June 2023 before assuming the role of CEO on 1 October 2023. His remuneration was fully disclosed upon the announcement of his appointment on 26 April 2023 and in line with the approved Policy.

As CEO Designate Kris received a salary of £900,000 per annum, which increased to £1,100,000 after taking up the role of CEO, in line with his predecessor. He did not have a salary increase on 1 January 2024. Kris receives a pension allowance of 10% of salary in line with the wider Reckitt workforce in the UK and other benefits including relocation in line with Reckitt's benefits and international mobility policies.

As CEO Designate, Kris had a target APP of 100% of salary, which increased to 120% of salary as CEO, with a maximum multiplier of 3.57x. In line with the Policy, one-third of any bonus will be deferred into Reckitt shares for a period of three years. Kris will be eligible for an LTIP grant to be made in 2024 of 75,000 performance shares and 150,000 performance share options for the three-year performance period 2024 to 2026, followed by a two-year holding period. Share awards granted to Kris prior to his appointment as CEO Designate in respect of his previous role will continue on their original terms. These LTIP awards are subject to the same performance measures and targets as the LTIP awards granted to Executive Directors, full details of which will be provided in the relevant Directors' Remuneration Report when they vest.

The share ownership requirement as CEO is 200,000 shares and he will be subject to the post-employment shareholding requirement. There are no buyout awards associated with his appointment.

CFO

Shannon was appointed as CFO Designate on 17 October 2023, joining the Board as an Executive Director on the same day, and received a salary of £760,000 per annum, in line with her predecessor. Shannon receives a pension allowance of 10% of salary in line with the wider Reckitt workforce in the UK and other benefits including relocation in line with Reckitt's benefits and international mobility policies.

Shannon has a target APP opportunity of 100% of salary with a maximum of 3.57 times, with one-third of any bonus awarded deferred into Reckitt shares for a period of three years. Her 2023 annual bonus has been pro-rated based on the portion of the year employed. Shannon received an initial 2023-2025 LTIP grant of 29,453 performance shares and 58,905 performance share options, for the three-year performance period 2023 to 2025. This has been calculated as a pro-rata award of the CFO's annual LTIP award of 40,000 performance shares and 80,000 performance share options, based on the period employed during the performance period. All LTIP awards will be subject to a two-year holding period.

The share ownership requirement for Shannon will be 100,000 shares and she will be subject to the post-employment shareholding requirement.

Shannon has also been granted replacement awards to compensate for remuneration arrangements forfeited on leaving her previous employer. The terms of the buyout awards substantively replicated the rules of the Company's LTIP approved by shareholders at the 2015 AGM and are in line with the current Policy approved at the 2022 AGM. The structure takes into account shareholder guidance and market practice and they remain subject to performance conditions where appropriate and mirror the time horizons of forfeited awards. As Shannon is participating in the 2023 Reckitt LTIP, she will not be compensated for any 2023 LTIP awards made by her previous employer. Details of these awards were disclosed at the time of the grant and are detailed below. Dividend equivalents will accrue on the awards and vest at the same time as the relevant award, delivered in shares.

Performance share awards

Performance share awards lapsing due to Shannon's leaving her previous employer have been replaced by awards of Reckitt performance shares of equivalent value as follows:

- An award of 3,526 performance shares granted in relation to the long-term incentive award over Nike shares granted to Shannon in August 2021 and vesting based on Nike's performance over the three-year period to 31 May 2024 as to be disclosed in Nike's 2024 Proxy Statement. Any shares which vest following assessment of performance will be released in August 2024 to mirror the time horizons of forfeited awards
- An award of 5,248 performance shares granted in relation to the long-term incentive award over Nike shares granted to Shannon in August 2022. Since Shannon had served less than half of the three-year Nike performance period, to further align her with Reckitt's performance this award will be subject to the same performance conditions and targets as the Reckitt 2022 LTIP award. Any shares which vest following assessment of performance will be released in August 2025 to mirror the time horizons of forfeited awards

The vesting of these awards will be disclosed in the Annual Report on Remuneration for the relevant year and included in the single figure table for that year.

Directors' Remuneration Report continued

Restricted share awards
An award of 5,564 restricted shares were also granted to replace the Nike restricted shares granted in December 2021, which lapsed upon Shannon's leaving. The first tranche of 2,782 restricted shares vested on 10 December 2023 and the second tranche will vest in December 2024. The value of these awards is included in the 2023 single figure table on page 117.

Bonus replacement award
The Nike FY24 bonus for the period from 1 June 2023 to 16 October 2023, being the date before Shannon joined Reckitt, has also been bought out. The value of this will be based on the average annual bonus outturn (in % of maximum terms) for the Named Executive Officers excluding the CEO in the Nike 2024 Proxy Statement, pro-rated for time and delivered in cash in line with the original terms of the award. The value of the FY24 Nike annual bonus will be determined and paid as soon as practicable following the publication of the Nike 2024 Proxy Statement. An estimated bonus replacement award value based on the FY24 Nike target performance is included in the single figure table on page 117.

Shannon also forfeited market value option awards upon leaving her previous employer. These have not been bought out and replaced at Reckitt as they were underwater when she joined.

Remuneration arrangements for the departing CEO and CFO

CEO
Nicandro Durante stepped down as CEO in October 2023 and remained on the Board as an Executive Director until 31 December 2023 to ensure a smooth transition, at which time he left the Group. Nicandro was paid salary and benefits until his departure date. There is no payment in lieu of notice.

Nicandro is considered a 'good leaver' and his incentives have been treated accordingly. Nicandro was paid an annual bonus in respect of 2023, with two-thirds delivered in cash and one-third is awarded as Reckitt shares deferred for three years. Any outstanding deferred bonus awards will vest in line with normal timescales.

Nicandro's 2022 and 2023 LTIP awards remain subject to performance against the original performance conditions over the respective three-year performance periods. Both of these awards will be reduced on a pro-rata basis to reflect the proportion of the performance period employed as an Executive Director. These will also be subject to a two-year holding period following the end of the respective performance periods. Nicandro remains subject to the post-employment shareholding requirement.

CFO
Jeff Carr will remain on the Board as an Executive Director until 31 March 2024 to ensure a smooth transition, at which time he will leave the Group. He will be paid salary, benefits and pension contributions which are unchanged from 2023, until his departure date. There is no payment in lieu of notice. Jeff will receive a capped contribution of £8,000 plus VAT towards legal fees incurred in connection with his departure.

Jeff is considered a 'good leaver' and his incentives have been treated accordingly. Jeff was paid an annual bonus in respect of 2023, with two-thirds delivered in cash and one-third in Reckitt shares deferred for three years. He remains eligible for an annual bonus in respect of 2024 which will be based on the same performance measures and targets as for the other Executive Directors and pro-rated based on the portion of the performance year employed. Any bonus awarded will be delivered at the original dates, with two-thirds in cash and one-third deferred into Reckitt shares for three years. Any outstanding deferred bonus awards will vest in line with normal timescales.

Jeff's 2021 LTIP award will vest in May 2024 and be subject to a two-year holding period and is not subject to time pro-rating as he was employed for the full performance period. The 2022 and 2023 LTIP awards will be pro-rated based on the proportion of the relevant performance period employed and remain subject to the original performance and time horizons. He will not receive a 2024 LTIP award.

Jeff remains subject to the post-employment shareholding requirement.

2023 performance and remuneration outcomes
In reviewing Executive Director remuneration, the Remuneration Committee took into account remuneration decisions for the wider workforce and individual performance of the Directors. The Committee also reviewed market practice, primarily against the FTSE 30 (excluding financial services companies) and considered an international remuneration peer group which Reckitt competes with for talent and is subject to similar market forces. Operationally, the international peer group is representative of the three Reckitt product categories of Hygiene, Health and Nutrition. This comprises 22 companies as follows: Abbott Laboratories, Bayer, Campbell Soup, Church and Dwight, Clorox, Coca-Cola, Colgate, Danone, GSK, Haleon, Henkel, Johnson & Johnson, Kellogg, Kimberly-Clark, Kraft Heinz, Nestlé, Novartis, PepsiCo, Pfizer, Procter & Gamble, Sanofi and Unilever. This peer group is also used to benchmark remuneration for the GEC.

Directors' Remuneration Report continued

Assessment of incentive outcomes

The Committee thoroughly evaluates the performance of both the Company and the Executive Directors in the round to assess whether the formulaic level of annual bonus payout and long-term incentive vesting are appropriate and justified. The Committee has formalised its approach to this assessment and the framework which is applied is illustrated below.

What is the formulaic outcome?
Committee to consider year-on-year change, whether this reflects performance trend and impact on the single figure outcome.

Consider the quality of earnings
Committee to review the results to ensure they reflect the underlying performance and also consider any exceptional items.

Compare outcome against the shareholder experience
Committee to consider absolute and relative shareholder return over the relevant periods, the dividend payment(s) and the likely shareholder response to results based on broker feedback.

Compare outcome with overall Company performance
For example, market share, competitor benchmarking, sustainability, people and culture, strategic progress, wider stakeholder experience and analyst feedback.

Consider any events and other input
For example, reputation/risk related, any change of accounting standards etc.
Draw on input from CRSEC Committee, Audit Committee and management functions and consider the impact of any external head or tailwinds.

Compare with historical use of discretion
In addition, consider whether bonus and LTIP outcomes are consistent.

Final APP and LTIP outcomes
Committee to agree whether adjustments are required to formulaic results and determine the final outcomes for APP payouts and LTIP vesting.

Annual bonus in respect of 2023 performance

Executive Director 2023 bonus opportunity

In line with the Remuneration Policy, the CEO and the CFO target bonus opportunities are 120% of salary and 100% of salary, respectively. Kris Licht's target bonus opportunity as CEO Designate was 100% of salary. The bonus outcome and payout are calculated as follows:

- For each performance measure a target range is set
- A performance multiplier is calculated for each measure, calculated by the extent to which the performance for that measure is achieved. These multipliers can be up to 1.89x for outperformance of the stretching range set by the Committee. Net working capital is a downward modifier only and the multiplier is capped at 1.00x target
- Three individual multipliers are then multiplied together

Net revenue multiplier (up to 1.89x) X Adjusted profit before tax multiplier (up to 1.89x) X NWC modifier (up to 1.00x) = Performance multiplier (Threshold = 0x; target = 1.0x; max = 3.57x)

- The total performance multiplier can range from zero for performance at threshold or below, to 3.57 for truly exceptional performance. The 3.57 multiplier will only be awarded if maximum performance is achieved on all metrics (i.e. 1.89 x 1.89 x 1.00)
- This total performance multiplier is then applied to the target bonus opportunity to calculate the overall formulaic bonus outcome. This is different to usual UK market practice whereby performance measures are assessed independently and payment under one metric may result in payout regardless of performance in other metrics. In Reckitt, the three measures combine to give the resultant payout

Base salary X Target bonus = Final bonus outcome ▶ Cash 2/3 + Shares 1/3

- The effect of the multiplicative approach means that a high-performance multiplier can only be achieved for outperformance on both top-line and bottom-line performance, with excellent management of working capital
- Similarly, underperformance in one of the performance metrics will reduce the overall bonus payout, even in the case of outperformance of the rest
- For example, if we grow NR above the stretching requirement for maximum performance and maintain an excellent level of NWC, but fail to meet the profit threshold, the bonus payout will be zero (i.e. 1.89 x 0 x 1.00)
- One-third of any APP is deferred into an award over Reckitt shares, to strengthen alignment with shareholders

Directors' Remuneration Report continued

2023 performance targets

The Remuneration Committee set targets for the Executive Directors prior to the 2023 financial year. These were based on NR and adjusted profit before income tax, both measured in GBP at a constant FX. NWC is also used as a downward modifier on both measures. All targets were based on the business plan at the time, with reference also being made to external expectations of performance and market practice of companies in a similar stage of the business cycle to Reckitt.

At the time the Committee finalised the targets, consensus expectation was 2.6% for LFL NR growth. In setting the targets, the Committee also had regard to competitor performance.

2023 financial performance against APP targets

As stated earlier in the annual report, 2023 marked a year of continued progress, with strong mid-single-digit growth for our Health & Hygiene GBUs and the expected rebasing of our US Nutrition business as it maintains market leadership and delivered strong performance, but laps the prior year competitor supply issue.

LFL NR growth was 3.5% resulting in the bonus metric of £14.86 billion (on a constant FX basis), significantly exceeding the market expectations when the targets were set.

For 2023, operating margin was 23.1%, in line with guidance, resulting in the bonus metric of adjusted profit before income tax (on a constant FX basis) of £3.23 billion which outperformed target range set by the Committee at the start of the year.

During 2023, NWC was -7.7%. The NWC metric for APP purposes is an Operating NWC and is calculated as a 12-month average.

The chart below illustrates performance compared to the targets:

Performance measure	Threshold (zero bonus)	Actual/Achieved	Maximum (3.57x target)	Multiplier
Like-for-like Net Revenue	£14.07bn	Actual £14.86bn	£14.93bn	1.74x
Adjusted profit before income tax at constant rates	£2.85bn	Actual £3.23bn	£3.19bn	1.89x
Average NWC	-7.4%	Actual -7.7%	-9.6%	0.89x
Total				**2.93x**

● Achieved

As illustrated above, 2023 NR was at the upper end of the performance range, and adjusted profit before income tax exceeded the maximum of the performance range set for the 2023 annual bonus. With a 0.89x modifier on NWC, the overall formulaic bonus multiplier was 2.93x of target (82% of maximum).

These results reflect continued progress in 2023, delivering a four year growth CAGR at the top end of our peer group during a period of significant market volatility and supply challenges. Total adjusted diluted EPS was 323.4p in 2023, with FCF increased by 11% to £2.3 billion. Reckitt is well positioned today to continue to deliver mid-single-digit growth in the medium term. We have an excellent portfolio of market-leading, high margin brands in growth categories. With the proposed 5% increase in our annual dividend, we continue to deliver returns to shareholder in line with our capital allocation policy.

Directors' Remuneration Report continued

Overall Group performance taken into consideration

As it does every year, the Committee thoroughly evaluated the performance of both the Group and the Executive Directors in the round to assess whether the level of annual bonus payout is both appropriate and justified. The framework that the Committee applies is set out on page 110 and more details including progress on delivery of the strategy, wider people, culture and sustainability is provided below:

Strategic delivery

Purpose and culture fit for the future

- Invested in our people and the values we want to define them, creating a culture that is purposeful, entrepreneurial and caring
- Transformed our capabilities to innovate great products and extend categories. We have deepened our consumer value proposition and set new standards in customer service excellence
- High levels of endorsement from our people as revealed by the annual employee survey

Excellent brand portfolio for value creation

- Over The Counter products grew by 11% on a LFL NR CAGR basis compared to 2019
- More than 70% of the brands occupy market-leading positions in their categories on a NR basis
- Launched breakthrough products such as Lysol Air Sanitiser and extended categories through excellence in innovation

Scaled global footprint

- Scaled global footprint spans in developed and emerging markets in long-term growth categories
- 7.5% 4-year LFL NR CAGR versus 2019 for developed markets and 6.6% 4-year LFL NR CAGR versus 2019 for emerging markets
- 260bps increase in share of markets recognised as top tier by retail partners

Enhanced returns to shareholders

- Delivered LFL NR growth of 3.5% ahead of ingoing expectations
- Superior industry-leading gross margins with adjusted operating margin at 23.1%
- Reduced leverage and grew FCF by 11% to £2.3 billion
- Launched new share buyback programme in October with a goal of buying back £1 billion of our shares over the following 12 months
- Proposed 5% increase in annual dividend, for the second year in a row, with a total return of £1.5 billion to shareholders

Sustainability

Purpose-led brands

- 29.6% NR from more sustainable products, improved from 24.4% in 2022, driven by innovation programme
- 5% PCR plastic inclusion rate with additional financial commitment to increase this further
- Continued progress in reducing the use of virgin plastic

Healthier planet

- 67% reduction in Scope 1 and Scope 2 emissions compared to our 2015 baseline
- 100% renewable electricity purchased for manufacturing. Overall 94% of electricity used across all sites is renewable
- 7% reduction in water use and 4% reduction in energy use
- Revisions in the water stress mapping confirmed 17 sites in 2023. Our Hosur site in India became our first water positive site in 2022 and we're advancing similar projects near Mysore and in Mexico and Pakistan
- 18% in waste reduction from manufacturing versus 2015; all manufacturing sites have now achieved zero waste to landfill

Fairer society

- 23% Group Leadership team, 34% Senior Management team and 51% managers are women
- £31.4 million Fight for Access social impact investment

Directors' Remuneration Report continued

Wider stakeholder experience

Suppliers and external partners

- Partnered with the Fair Rubber Association and Earthworm Foundation to improve the livelihoods of smallholder latex farmers in Thailand and protect the ecosystem
- Continued to engage palm oil suppliers through our partnership with Earthworm Foundation and Action for Sustainable Derivatives; funded two landscape programmes in Malaysia and Indonesia as a means of addressing risks and investing in a more sustainable palm supply chain from farm level onwards
- Engaged our third-party manufacturers through Manufacture 2030 to help them reduce their environmental footprint through innovative projects and behavioural changes. This included the launch of the 'FMCG Vertical' campaign with peer companies which promoted shared data provision and action planning
- Continued to partner with Oxford University's NbI team to develop the analytic framework for assessing carbon, biodiversity and social impacts in our priority supply chains of latex, palm oil and fragrances
- Continued to run programmes focusing on diversity and Human Rights with our suppliers and external manufacturers
- Continued our programmes of risk-based supplier audits, helping to strengthen labour standards in our supply chain

Customers and communities

- Drove customer collaboration with our top Global customers to deliver Supply Chain value, improving cost to serve and deliver improved instock and reliability of service, which were recognised by top customers with awards
- Partnered with customers on sustainable logistics projects; focused on reducing carbon footprint and increasing productivity and efficiency
- Continued sales partnerships to improve efficiency, customer service and logistics and meet customer demands
- Supported women entrepreneurs and innovation via projects such as the WIN Fund and Climate Gender Equity Fund

People and culture

Pay, recognition and benefits

Our January 2023 global pay review budget was 70% higher than that of the previous year. In January 2024, our budget remained at a broadly similar level to 2023 in line with our goal to ensure all our colleagues are paid competitively and fairly, albeit slightly lower given falling inflation.

We continue to be an accredited Living Wage Employer and paying at least the Living Wage to all our UK employees and contractors.

In line with our 2030 Sustainability Ambitions, our Sustainable Livelihood Framework has been developed to promote a working environment supporting health and wellbeing, equality, employment rights, financial security and skills development.

In 2022, we formed a partnership with the Fair Wage Network and conducted analysis across c.70% of our workforce in our top 10 markets. In 2023, we extended this to cover all of our workforce. We are proud to confirm that all our employees are paid at least the living wage in their location. We are also embedding this in our new hire and annual pay review processes.

In 2023, extensive work has been underway to prepare for the future of pay equity reporting in Europe with the intention to expand scope in future years. We already analyse pay equity data on a mandatory basis in countries including Australia, Canada, the US and South Africa.

People development

Continued focus on embedding and cascading the Leadership Behaviours of Own, Create, Deliver and Care and celebrated role models in excellence of living our Leadership Behaviours and Compass through the Global Compass Awards.

We have transformed our offering in this area, with the introduction of several initiatives:

- LinkedIn Learning Library: Introduced in April 2023, we have c.9,500 unique users with c.15,000 hours of combined learning time across Reckitt
- Functional learning academies: 10 academies across Reckitt offering technical and professional qualifications
- myDevelopment – Learning: A new platform offering personalised development options
- Mentor and coaching programmes: Thriving programmes, including initiatives for specific groups such as Accelerate for women and Global Commercial Future Leadership Potential programmes to spot and develop high-potential senior leaders

Directors' Remuneration Report continued

Diversity and Inclusion

In 2023, we sharpened our Inclusion strategy to focus on three key areas – people, brands and procurement.

We undertook and achieved the Global Equality Standard (GES), a global D&I certification. The GES uses an assessment framework developed in partnership with the UK Government and public and private sector organisations. We have subsequently achieved local GES accreditation in Brazil and India.

Our Global ERGs continue to be critical in policy changes and development programmes, advocating conscious inclusion and shaping our innovation process. The ERGs together have over 50 market chapters enabling us to respond to local needs and issues that matter.

Over 10,000 people have taken part in our Conscious Inclusion programme that promotes the role we all play in creating a more inclusive workplace. Events on allyship and neurodiversity and the introduction of new ERGs, including an LGBTQ+ group in India, underline our commitment to conscious inclusion.

In 2023, our final score for the Human Rights Campaign Corporate Equality Index (HRC CEI) is 100 (out of 100). HRC's CEI rates companies' levels of LGBTQ+ inclusion.

We are now recognised as a top Global employer and top 100 employer in the UK for LGBTQ+ Inclusion by Stonewall. Durex won Brand Ally of the Year at the Pink News Awards in 2023 and we achieved a Disability Confident Level 1 ranking in the UK

See Our People Report
for more information on inclusion at Reckitt.

Employee engagement and wellbeing

We continued with our annual employee survey in August 2023 with an overall 87% response rate.

Some key highlights from this were:

- 80% of our colleagues stated they 'believe in and are inspired by our Purpose to protect, heal and nurture in the relentless pursuit of a cleaner, healthier world';
- 82% of us are 'proud to work at Reckitt'; and
- 82% also agreed 'we are achievers'.

With high engagement from employees, we have seen reduced overall voluntary attrition rate especially for high potential employees compared to last year. We are proud to be named a Top Employer in 15 countries – Bahrain, Canada, China, Germany, Hungary, Italy, Netherlands, Portugal, Romania, Saudi Arabia, South Africa, Spain, UAE, UK and USA, by the Top Employers Institute which has been reinforced by our annual employee survey feedback in which 78% of our colleagues would 'recommend Reckitt as an employer' (3% higher than external benchmarks).

We have also been named one of The Best Workplaces for Women 2023 in Australia and New Zealand, through the trust index survey, ensuring women feel safe, heard, challenged and valued. Reckitt was also named a LinkedIn Top Company in 2023 in the UK and Netherlands.

Our Global Wellbeing Policy recognises mental health, supported by Employee Assistance Programmes, webinars and events such as our Global Steps challenge and Mental Health month.

We continue to host monthly Better Life webinars to help our people maintain a healthy lifestyle and work-life balance. A people leader coaching programme, Coach-On-Demand, in partnership with HINTSA is now accessible for everyone, everywhere. Monitoring the gender pay gap remains a priority and Reckitt voluntarily discloses the gender pay gap for our 10 largest markets, covering approximately 70% of our global permanent workforce.

Directors' Remuneration Report continued

Decision on 2023 bonus outcomes

Reckitt's performance showed progress in 2023 despite complex external market conditions. We exceeded our ingoing NR guidance and worked hard to strengthen our earnings model. We brought our gross margin back to its historical strength, which in turn enabled us to increase BEI investment (+13%) behind our brands and support our innovation launches. We generated strong free cash flows and significantly increased returns to shareholders through our dividend and the start of our new and ongoing share buyback programme. Given this performance and wider assessment as described above and in the Remuneration Chair's letter, the Committee concluded that the formulaic APP payout based on performance against targets is justified and no discretion will be applied.

Under the Remuneration Policy, one-third of the annual bonus will be delivered by way of an award over Reckitt shares and deferred for a three-year period. Kris' and Shannon's 2023 APP awards were pro-rated for the period they served as Executive Directors.

	Base salary (£)	X	Target bonus	X	Performance multiplier	=	Total bonus (£)	=	Cash (£)	Deferred into shares (£)
Kris Licht	575,000[1]		100%/120%[2]		2.93x		1,845,900		1,230,600	615,300
Shannon Eisenhardt	158,333[1]		100%		2.93x		463,917		309,278	154,639
Jeff Carr	760,000		100%		2.93x		2,226,800		1,484,533	742,267
Nicandro Durante	1,100,000		120%		2.93x		3,867,600		2,578,400	1,289,200

1. The 2023 base salary for Kris Licht and Shannon Eisenhardt are pro-rated for the period served as Executive Directors
2. Kris' target bonus opportunity as CEO Designate was 100% of salary, which increased to 120% of salary on his appointment as CEO

Vesting of the 2021 LTIP

The Reckitt LTIP is designed to align participants with shareholders through making awards with stretching performance conditions denominated in both performance share options and performance share awards. Kris Licht's award under his previous role and Jeff Carr's award were granted under the previous Remuneration Policy on 28 May 2021. Neither Nicandro nor Shannon participated in the 2021 LTIP as both they were not employees of the Company at the time of grant.

2021 performance targets

Vesting of awards under the 2021 LTIP was dependent on the performance conditions set out in the table below. The targets were adjusted for the disposal of IFCN China during 2022 and were disclosed in detail in the 2021 Directors' Remuneration Report.

Assessment of performance versus targets

The chart below illustrates performance compared to the targets. As set out below, performance against performance measures over the three-year performance period results in an overall 78% vesting of the 2021 LTIP award. In 2023 an impairment was made in respect of IFCN goodwill, reflecting higher interest rates and changes in the regulatory environment. For measuring ROCE for LTIP purpose, capital employed was not adjusted in order to ensure Management will not benefit from the impairment.

Performance measure	Threshold (20% vesting)	Achieved	Maximum (100% vesting)	Vesting (% of total award)
LFL NR growth (3-year CAGR) (50% weighting)	0.9% p.a.	Actual 4.8% p.a.	4.9% p.a.	98%
EPS (final year) on an actual foreign exchange basis (12.5% weighting)	289p	Actual 323.4p	360p	59%
EPS (final year) on a constant FX basis (12.5% weighting)	308p	Actual 332.4p	382p	46%
ROCE (final year) (25% weighting)	13.7%	Actual 14.6%	15.4%	62%
Total vesting				**78%**

● Achieved

Directors' Remuneration Report continued

Overall Group performance taken into consideration

As it does every year, the Committee thoroughly evaluated the performance of both the Group and the Executive Directors in the round to assess whether the level of vesting under the LTIP is both appropriate and justified. The framework that the Committee applies is set out on page 110. The Committee took into account the progress on delivery of the strategy and wider people, culture and sustainability in 2023 as disclosed on pages 112-114 of this report and over the performance period of the 2021 LTIP, as disclosed in previous Annual Reports, as well as the shareholder experience over this period.

Decision on 2021 LTIP vesting outcome

The Committee is satisfied that this outcome is aligned with the shareholder experience and the wider assessment of performance over the last three years and concluded that the overall vesting level is justified and appropriate in this context and that no discretion will be applied.

Vesting of the LTIP for the Executive Directors over the last five years is shown below:

2017–2019	2018–2020	2019–2021	2020–2022	**2021–2023**
0%	0%	21.5%	100%	**78%**

Based on the performance assessment above, the 2021 LTIP award to Kris and Jeff will vest as detailed below. Kris' LTIP award was granted in relation to his previous role which did not sit on the Board. However, the full value of the award has been included for transparency. As mentioned previously, neither Shannon nor Nicandro participated in the 2021 LTIP award.

	Interests held	Exercise price	Vesting %	Interests vesting	Share price (£)[1]	Estimated value (£)
Kris Licht						
Performance shares	25,000	n/a	78%	19,500	55.56	1,083,420
Performance share options	50,000	£64.67	78%	39,000	55.56	0
Jeff Carr						
Performance shares	40,000	n/a	78%	31,200	55.56	1,733,472
Performance share options	80,000	£64.67	78%	62,400	55.56	0

1. As the share price on the date of vesting is unknown at the time of reporting, the value is estimated using the average market value over Q4 2023 of £55.56. The actual value at vesting will be disclosed in the 2024 Annual Report

There is a further two-year holding period attached to the 2021 LTIP award for Kris and Jeff, which means that vested performance shares (net of tax withholding) will not be released until 1 January 2026, and the resultant shares (net of any tax withholding and the exercise cost as appropriate) from the exercise of any vested performance share options will not be released until 1 January 2026.

Directors' Remuneration Report continued

Single total figure of remuneration for Executive Directors (audited)

The table below sets out a single figure for the total remuneration received by each Executive Director for the year ended 31 December 2023, based on the information set out in the previous sections. This is compared to the prior year figure:

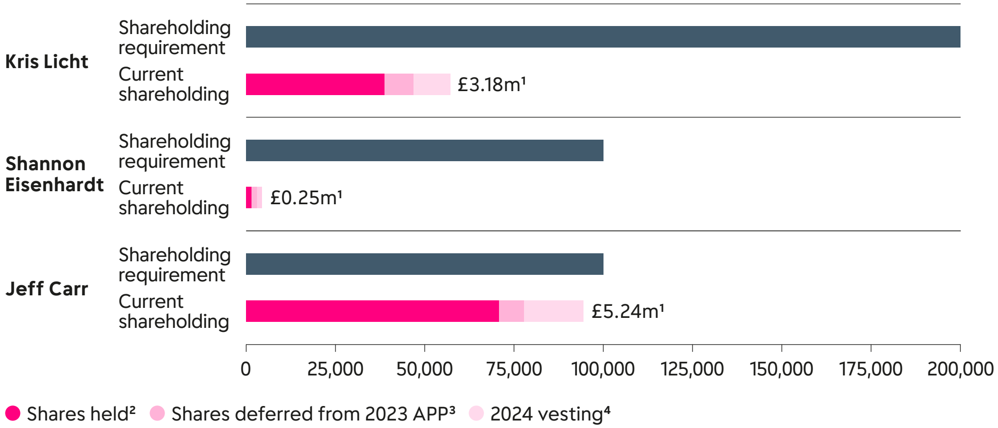
	Current Executive Directors						Former Executive Director	
	Kris Licht[1]		Shannon Eisenhardt[2]		Jeff Carr		Nicandro Durante[3]	
	2023 £	2022 £	2023 £	2022 £	2023 £	2022 £	2023 £	2022 £
Base salary	**575,000**	–	**158,333**	–	**760,000**	721,000	**1,100,000**	363,044
Taxable benefits[4]	**57,553**	–	**192,775**	–	**16,884**	16,817	**292,130**	199,346
Pension benefit[5]	**57,500**	–	**15,833**	–	**76,000**	72,100	**–**	–
Annual bonus[6]	**1,845,900**	–	**463,917**	–	**2,226,800**	2,573,970	**3,867,600**	1,555,279
LTIP[7,8]	**1,083,420**	–	**–**	–	**1,733,472**	2,516,000	**–**	–
Buyout awards[9]	**–**	–	**411,971**	–	**–**	–	**–**	–
Fixed remuneration	**690,053**	–	**366,942**	–	**852,884**	809,917	**1,392,130**	562,390
Variable remuneration	**2,929,320**	–	**875,888**	–	**3,960,272**	5,089,970	**3,867,600**	1,555,279
Total	**3,619,373**	–	**1,242,830**	–	**4,813,156**	5,899,887	**5,259,730**	2,117,669

1. Kris Licht received an annual salary of £900,000 as CEO Designate on the Board between 1 June 2023 and 30 September 2023. This increased to £1,100,000 upon taking the role of CEO from 1 October 2023. His salary was pro-rated for the period served as an Executive Director. Kris Licht's salary in respect of his employment as President Health and Chief Customer Officer, a role which did not sit on the Board, is not included
2. Shannon Eisenhardt received an annual salary of £760,000 for the period from 17 October 2023 (when she joined Reckitt and the Board) to the end of the year (2.5 months of the year). Her salary was pro-rated for the period since joining the Company
3. Nicandro Durante stepped down as CEO in October 2023 and from the Board on 31 December 2023. Nicandro's remuneration shown for 2022 relates to services as an Executive Director only
4. Benefits for Kris Licht in 2023 primarily consist of one-off relocation costs, the use of a car, healthcare and tax support. For Shannon Eisenhardt, the benefits include one-off relocation costs including temporary accommodation, the use of a car, home leave flights, healthcare and tax support. For Jeff Carr, the benefits include a car allowance and healthcare. For Nicandro Durante, this includes mainly one-off relocation costs, the use of a car, healthcare and tax support. Where relevant the costs above include a gross-up for tax
5. The Company paid all current Executive Directors a cash allowance in respect of pension provision to the value shown in the table above. These payments reflect the full pension provision outlined in the Policy Table. Directors are only entitled to pension on a defined contribution (or cash allowance) basis, with no defined benefit accrual. Nicandro Durante did not receive a pension allowance
6. Annual bonus reflects financial performance at 82% of the maximum level of the performance range set for the 2023 bonus; the Committee's assessment of performance of both the Company and the Executive Directors in the round, and the Committee's determination of the level of annual bonus payout at 82% of the maximum level in line with the formulaic outcome is appropriate as set out on pages 110-115. One-third of this is deferred into share awards for three years and will vest subject to continued employment. Kris Licht's annual bonus has been pro-rated for time served as both CEO Designate (annual bonus target of 100% of salary) and CEO (annual bonus target of 120% of salary). Kris Licht's annual bonus in respect of his employment as President Health and Chief Customer Officer, a role which did not sit on the Board, is not included. Shannon Eisenhardt's annual bonus has been pro-rated for time served as CFO Designate
7. Reflects the estimated value of LTIP performance share options and performance shares granted to Kris Licht and Jeff Carr in May 2021, which are due to vest in May 2024 at 78% of maximum. Valued using an average share price over Q4 2023 of £55.56. See the relevant section on page 116 for more details. None of this value is attributable to share price growth over the vesting period. The Committee did not apply discretion in determining the remuneration resulting from the 2021 LTIP vesting. Kris Licht's LTIP award was granted in relation to his previous role which did not sit on the Board, however, the full value of the award has been included for transparency. Neither Shannon Eisenhardt nor Nicandro Durante participated in the 2021 LTIP awards
8. The value of the 2022 LTIP vesting for Jeff Carr has been restated from last year, which used an average share price of £58.22 over Q4 2022 to estimate the value of the vesting. The actual value shown above is based on the share price on the date of vesting of £62.90 on 30 May 2023. As the share price at the date of vesting was lower than the share price at the date of the award, none of the value is attributable to share price growth
9. As part of Shannon Eisenhardt's recruitment package, she received buyout awards in respect of awards forfeited on leaving her former employer. The value shown in the table relates to both an award of restricted shares (£305,352) and the FY24 Nike annual bonus award (£106,619). The restricted share awards vest in equal tranches. The first tranche that vested in December 2023 has been valued based on the closing share price of £53.82 at the date of vesting, and the second tranche vesting in December 2024 has been estimated based on the share price at the date of grant, being £55.94. The payment in respect of the FY24 Nike annual bonus is based on Shannon's target bonus opportunity, pro-rated for the period 1 June to 16 October 2023, for the portion of Nike's performance year elapsed until Shannon joined Reckitt, assuming a target payout. As part of this calculation, Shannon's Nike salary has been converted into pounds sterling using an average Q4 2023 USD:GBP FX of 1:0.806. Shannon was also granted performance shares awards as part of her buyout – the value of these will be included in the single figure table for the financial period in which the relevant performance period ends

Directors' Remuneration Report continued

Shareholding of Executive Directors compared to requirements

The bar chart below illustrates the Executive Directors' shareholding compared to the Company's shareholding requirements. Executives have a period of eight years from appointment to achieve the requirements of 200,000 shares for the CEO and 100,000 for the CFO. All current Executive Directors are showing expected progress towards meeting these requirements as reflected below:



1. Current shareholding value based on the average closing share price in Q4 2023 of £55.56
2. Includes shares owned outright and shares subject to post-vesting holding restrictions
3. This is the estimated number of shares under the Deferred Bonus Plan, after tax, including those to be deferred from the 2023 APP
4. For Kris Licht and Jeff Carr, this is an estimate of the number of shares vesting in May 2024 under the 2021 LTIP, after tax. For Shannon, this also includes the restricted shares from buyout awards vesting in December 2024

Executive Directors' shareholding requirements (audited)

Executive Directors are expected to acquire significant numbers of shares over eight years and retain these until retirement from the Board, with a portion required to be retained post-employment as described below.

These shareholding requirements (200,000 shares for the current CEO and 100,000 shares for the current CFO) are the most demanding in the market and are equivalent to c.1,010% and c.731% of salary for the CEO and CFO, respectively, based on a share price of £55.56. These requirements are also more than double the current annual LTIP award using a Black-Scholes valuation of 10% for the performance share options.

We also have post-employment shareholding requirements for a further two years. The post-employment shareholding requirement is enforced through a restriction on Executive Directors' vested shares, held by our external share plan administrator, which requires Company permission before these shares can be sold. This restriction excludes shares purchased by the Executive Directors.

The two-year post-employment shareholding requirement is 50% of the shareholding requirement or actual shareholding on leaving if lower. This represents more than c.505% of salary for the CEO and c.366% for the CFO and is more stretching than the majority of other UK companies' in-employment shareholding requirements; it is also greater than the current annual LTIP award.

The table below shows the current shareholding of each Executive Director against their respective shareholding requirements as of 31 December 2023:

	Shareholding requirement (number of shares)	Total beneficial interests (number of shares)[1]	Shares awarded under the Deferred Bonus Plan[2]	Shares subject to time vesting only[3]	Performance shares		Options held		
					To vest in 2024[4]	Unvested, subject to performance[5]	Vested but not exercised	To vest in 2024	Unvested, subject to performance
Kris Licht	200,000	25,995	20,856	10,000	10,335	80,000	50,000	39,000	160,000
Shannon Eisenhardt	100,000	1,471	1,474	1,474	–	38,227	–		58,905
Jeff Carr	100,000	51,069	26,697	–	16,536	80,000	80,000	62,400	160,000
Nicandro Durante[6]	200,000	1,105	17,011	–	–	58,333	–	–	116,666

1. 'Total beneficial interests' includes shares owned outright and shares subject to post-vesting holding restrictions
2. 'Shares awarded under the Deferred Bonus Plan' shows the estimated number of shares awarded under the Deferred Bonus Plan, after tax, including an estimate of those to be deferred from the 2023 annual bonus
3. For Shannon Eisenhardt, this is the unvested restricted shares under buyout awards, after tax as detailed on page 109. For Kris Licht, includes the award under the Share Ownership Policy (SOP) granted before his appointment to the Board based on continued employment and the achievement of shareholding requirements
4. This is an estimate of the number of shares vesting to Kris Licht and Jeff Carr in May 2024 under the 2021 LTIP, as detailed on page 116, after tax
5. For Shannon Eisenhardt, this includes the performance shares granted under buyout awards
6. Nicandro Durante's shareholding immediately following cessation of employment on 31 December 2023. Since stepping down from the Board on 31 December 2023, Nicandro has been subject to the post-employment shareholding requirements of 100,000 shares (or his actual holding on leaving if lower) for two years following cessation of employment (to 31 December 2025). Shares purchased by Nicandro are not subject to the post-employment shareholding requirement

Directors' Remuneration Report continued

2023 LTIP awards and other awards granted in 2023 (audited)

The table below sets out the LTIP awards and other awards made to Kris Licht, Shannon Eisenhardt, Jeff Carr and Nicandro Durante during 2023. Dividend equivalents accrue on performance shares during the performance period, but will only pay out on vested performance shares. Vesting of these awards in full requires achievement of stretching performance conditions over the three-year period. In line with the Directors' Remuneration Policy, for Executive Directors there is a further two-year holding period for the 2023 LTIP commencing after the end of the three-year performance period. Both Nicandro and Jeff have been treated as a 'good leaver' and their 2023 LTIPs will be pro-rated for the performance period worked as Executive Directors, subject to the same performance conditions and vest according to the original timescales.

	Date of grant	Shares over which awards granted	Market price at date of award (£)[1]	Exercise price (£)[2]	Face value (£)[3]	Face value less exercise price (£)	Performance period	Exercise/vesting period	Holding period
Performance shares									
Kris Licht	21 Mar 2023	40,000	59.18	n/a	2,367,200	n/a	1 Jan 2023–31 Dec 2025	Mar 2026	1 Jan 2028
Shannon Eisenhardt	26 Oct 2023	29,453	55.94	n/a	1,647,601	n/a	1 Jan 2023–31 Dec 2025	Mar 2026	1 Jan 2028
Jeff Carr	21 Mar 2023	40,000	59.18	n/a	2,367,200	n/a	1 Jan 2023–31 Dec 2025	Mar 2026	1 Jan 2028
Nicandro Durante	21 Mar 2023	75,000	59.18	n/a	4,438,500	n/a	1 Jan 2023–31 Dec 2025	Mar 2026	1 Jan 2028
Performance share options									
Kris Licht	21 Mar 2023	80,000	59.18	58.28	4,734,400	72,000	1 Jan 2023–31 Dec 2025	Mar 2026–Mar 2033	1 Jan 2028
Shannon Eisenhardt	26 Oct 2023	58,905	55.94	58.87	3,295,146	0	1 Jan 2023–31 Dec 2025	Mar 2026–Mar 2033	1 Jan 2028
Jeff Carr	21 Mar 2023	80,000	59.18	58.28	4,734,400	72,000	1 Jan 2023–31 Dec 2025	Mar 2026–Mar 2033	1 Jan 2028
Nicandro Durante	21 Mar 2023	150,000	59.18	58.28	8,877,000	135,000	1 Jan 2023–31 Dec 2025	Mar 2026–Mar 2033	1 Jan 2028
Buyout awards[4]									
Shannon Eisenhardt	26 Oct 2023	2,782	55.94	n/a	155,625	n/a	n/a	Dec 2023	n/a
	26 Oct 2023	2,782	55.94	n/a	155,625	n/a	n/a	Dec 2024	n/a
	26 Oct 2023	3,526	55.94	n/a	197,244	n/a	1 Jun 2021–31 May 2024	Aug 2024	n/a
	26 Oct 2023	5,248	55.94	n/a	293,573	n/a	1 Jan 2022–31 Dec 2024	Aug 2025	n/a

1. The market price at date of award is the closing share price on the date of grant
2. The exercise price is based on the average closing share price over the five business days prior to the date of grant
3. For performance shares, the face value is based on the share price at the date of award and assumes the stretching performance criteria are met to achieve full vesting. For performance-based share options, the face value in the table above is calculated as the number of share options multiplied by the market price at date of award. However, the actual value to a participant at the time of exercise will be the difference between market price at that time and the exercise price for the number of share options vesting, after the assessment of performance against the stretching performance criteria set. It should be noted that the 'face value' shown above would therefore only be realised if the stretching performance conditions are met in full and the share price at the time of exercise is double the exercise price
4. These are buyout awards granted to Shannon in respect of legacy awards from her previous employer. The two awards of 2,782 shares are subject to continued employment, the award of 3,526 shares is subject to Nike performance and the award of 5,248 shares is subject to Reckitt performance

Unchanged from previous years, the Reckitt 2023 LTIP awards are based 40% on NR, 25% on ROCE, 25% on relative TSR and 10% on ESG measures.

NR continues to be measured as LFL growth over three years. ROCE is measured based on the final year of the performance period and is a measure of how efficient the Group is at converting its capital into earnings. For LTIP purposes ROCE is measured on a constant currency basis. In addition, LTIP targets include impairments prior to the start of the performance period, whereas in the calculation elsewhere in the Annual Report total assets have been adjusted to add back impairments of Goodwill, except where the impaired asset has been disposed or partially disposed. If there are any impairments during the performance period, the Committee will ensure that this does not lead to an increase in the vesting by adjusting the capital employed accordingly and to ensure a LFL comparison to the targets. Relative TSR is measured against a peer group comprising 20 relevant peer companies, with the addition of Haleon from the 2023 LTIP. The targets associated with the 2023 LTIP awards were disclosed in the 2022 Annual Report on Remuneration.

Directors' Remuneration Report continued

Wider workforce pay arrangements

Reckitt cascades its reward policy fairly and consistently throughout the organisation and the Remuneration Committee considers the arrangements for the wider workforce when setting Executive Directors' remuneration. During the year, the Committee considered workforce remuneration and related policies on several occasions, as well as the alignment of incentives and rewards with culture.

Information reviewed by the Remuneration Committee includes salary structures, bonus design and targets, the LTIP, share ownership, our global mobility policies, provision of benefits and Reckitt's all-employee share plans. The Committee is pleased to note from this review that the Company's remuneration policies continue to be aligned with those of the Executive Directors, with a cascade throughout the organisation.

We continued to ensure that all our employees are paid fairly by being an accredited Living Wage Employer and further developing the Sustainable Livelihood Framework in 2023. We also continued with various initiatives on Diversity and Inclusion, such as the Stronger Together conversations and our Conscious Inclusion programme. Focusing on further developing our people, we introduced several learning programmes such as functional learning academies and mentor and coaching programmes.

Employee wellbeing has also been a key area of focus in 2023. We continued to host monthly wellbeing webinars and introduced a Better Site Life programme for our factory-based colleagues. We also expanded our people leader coaching programme to everyone and introduced a new Caregivers Support programme in partnership with HINTSA as well as curated content for moments that matter.

Our annual employee survey gathered an impressive 87% response rate in 2023, revealing key highlights such as 80% believe in our Purpose, 82% have pride in working at Reckitt, and 82% are in agreement that 'we are achievers.' Reckitt was recognised by Top Employers Institute as a Top Employer 2023 in 15 countries, which, coupled with a 78% recommendation rate from our colleagues, demonstrates Reckitt's sustained commitment to its employees.

For more details please refer to the People and culture section on pages 113-114.

At Reckitt, we are proud of our people and their achievements, as well as our reward policies and practices that reflect our values and culture. We continue to focus on maintaining an open, transparent culture by promoting continuing dialogue across the Company. During 2023, Mary Harris's activity as the Designated Non-Executive Director for Engagement with Company's Workforce has allowed her to feed back the views of the workforce to the Remuneration Committee as well as the wider Board. Each year the Company holds several engagement sessions with employees and organises site visits during which townhall meetings and smaller group discussions with our people take place. Details of this engagement can be found in the Section 172 Statement, which can be found on pages 76-77.

The table on page 121 summarises the remuneration structure for the wider workforce.

Directors' Remuneration Report continued

Salary	Annual bonus	Long-term incentive	Pension	All employee shares	Share ownership	Benefits
Salary increases are based on individual performance ratings, talent ratings, and local market practices and conditions e.g. inflation. For 2024, the salary increase budget for the wider UK workforce was 5.5% to 6%. The average total pay across the Group in 2023 was £57,057. The median CEO pay ratio is 1:99 (page 123). Reckitt is accredited by the Living Wage Foundation and all our employees are paid at least the living wage in their location. This certifies our commitment to employees that they will receive a wage that not only exceeds the minimum wage but also recognises the actual cost of living in the UK.	Our APP is consistently implemented across the organisation with 16,000 participating employees. Target bonuses and maximum multipliers increase with progression and promotion. Bonus payouts, aligned with Executive Directors, are tied to Reckitt's financial performance. All employees are incentivised based on net revenue and a profit measure, varying by role. Most roles include a third measure, such as NWC. Additional bonus plans for specific areas like sales and factories are in operation.	Reckitt grants LTIP awards to the GEC, Group Leadership team and Senior Management team. Awards under our Middle Manager High Potential awards are made to selected employees below these levels to reward long-term performance and value creation. The 2024 awards use the same measures and performance period as for the Executive Directors. Awards are a fixed number of options and shares, based on employee level, performance and potential. In addition, participants below the GEC receive restricted shares awards. Managers can recommend additional awards to key employees.	A pension/gratuity scheme is offered to more than 80% of our global employees. Countries where pension provision is not prevalent in the local market and/or is provided by the state remain an exception to the above. In the UK, all Reckitt employees are eligible to receive a Company pension contribution of at least 10% of pensionable salary, irrespective of any personal contribution made.	We offer a global share plan for all employees to buy Reckitt shares at a discount over three years. This is offered to over 95% of our employees globally where local legislations permit, and is supported by a network of 120 local champions and communicated in 24 languages. At the end of 2023, around 14,000 Reckitt employees were participating in one of our three share plans, with just under a total of £76 million of employee savings in our all-employee share plans, or about £5,500 on average per participating employee. We allow and encourage a 12-month savings sabbatical for employees on maternity leave.	Reckitt is proud of our ownership culture. Our GEC and Group Leadership team have shareholding requirements with eight years within appointment to reach target. These are very demanding and reviewed annually by the Remuneration Committee. Amongst the GEC, the total shareholding requirement is around £56 million[1] and the average shareholding requirement among this group, excluding the CEO, is c.511% of salary. Aggregate actual holding for the GEC is £26 million[1], equivalent to an average of 297% of salary. Total shareholding requirement for all employees with requirements is £86 million[1], equivalent to an average of 401% of salary. Current actual holding is £56 million[1] and the actual average holding is 263% of salary.	We provide regularly reviewed, market-competitive and inclusive benefits for all our employees. Core benefits include: Life insurance for all employees at least 2x base salary. Global parental leave policy. At least 26 weeks paid maternity leave and four weeks paid paternity leave. Employee Assistance Programme in every country which has helped our employees during the pandemic and beyond. Health insurance for most employees, where the state does not cover it, with spouse and/or children also covered in some markets. Video GP access in the UK and the US. International Transfer Policy for global mobility and career development. Employees transfer on local terms basis. Additional benefits for some moves, such as international healthcare, pension, school fees, tax support and home leave.

Directors' Remuneration Report continued

Salary	Annual bonus	Long-term incentive	Pension	All employee shares	Share ownership	Benefits
Comparison with Executive Director remuneration						
Salary increases take into account the approach for the wider workforce. Salaries are also set competitively against peers in support of the recruitment and retention of Executive Directors. The CEO and CFO did not receive a salary increase for 2024.	For Executive Directors, bonuses are directly related to Reckitt's financial performance: NR, adjusted profit before income tax targets, as well as NWC which acts as a downward modifier only. APP operates on a multiplicative basis, in the same way as for the wider workforce. One-third of annual bonus payments for Executive Directors are subject to a three-year deferral into awards over Reckitt shares. We have malus and clawback and other safeguards in place to manage any potential risk that may arise from the use of the APP.	Executive Directors' LTIP grants comprise performance share options and performance share awards (based on a fixed number), which for the 2024 awards will vest subject to the achievement of LFL NR, ROCE, relative TSR and ESG performance targets. In addition to the LTIP's three-year performance period, Executive Directors are subject to an additional two-year holding period commencing at the end of the performance period.	Under the Policy, our Executive Directors are eligible to receive a Company pension contribution of 10% of salary, in line with the wider workforce in the UK. They are eligible to take this as a cash alternative.	Executive Directors are eligible to participate in the all-employee Sharesave Scheme on the same basis as all employees.	The Executive Directors have shareholding requirements of 200,000 shares for the CEO and 100,000 for the CFO, the most demanding requirements in the UK market[2]. These are equivalent to c.1,010% and c.731% of salary[1], respectively. Executive Directors are additionally subject to a post-employment shareholding requirement which is enforced through restrictions put in place by our share plan administrator. The table on page 118 sets out the progress of the Executive Directors towards their shareholding requirements.	Executive Directors receive benefits which consist primarily of the provision of a Company car/allowance, risk insurances and healthcare. In addition, Executive Directors are eligible for the benefits available to the wider UK workforce.

1. Based on the average closing share price in Q4 2023 of £55.56
2. Compared against constituents of the FTSE 30

Directors' Remuneration Report continued

Gender pay gap

The Board reviews the Company's gender pay gap and publishes an annual gender pay report that can be found on our website under the Fairer Society heading of Our Impact section. To increase transparency on this issue Reckitt voluntarily discloses the gender pay gap for our 10 largest markets by workforce size, including the UK, which together make up around 70% of our global permanent workforce.

As disclosed in Our People Report, Reckitt has set targets to increase the number of women in senior leadership positions and has a number of initiatives to increase this representation.

A summary of the gender pay statistics is also included below:

The gender pay gap in the UK as at 5 April 2023 is

Median **-10.6%**	Mean **3.7%**

The gender pay gap in the UK as at 5 April 2022 is

Median **-10.8%**	Mean **2.4%**

Further data and information on the initiatives Reckitt is taking on diversity and inclusion are set out in Our People Report.

CEO pay ratio

The table below provides pay ratios of the CEO's total remuneration to the remuneration of UK employees at the lower quartile, median and upper quartile. This is in line with UK reporting requirements.

For 2023, the total pay and benefits paid to both Nicandro Durante and Kris Licht whilst in the role of CEO have been combined to calculate the total CEO pay for 2023.

CEO	Year	Method	25th percentile pay ratio	Median pay ratio	75th percentile pay ratio
	2023	Option A	1:136	1:99	1:57
	2022	Option A	1:82	1:61	1:34
	2021	Option A	1:170	1:121	1:78
	2020	Option A	1:244	1:177	1:100
	2019	Option A	1:158	1:115	1:70

The calculations reflect the application of Reckitt's reward policy across the organisation as set out in the section on wider workforce pay arrangements.

In particular, the Remuneration Committee believes the pay ratio is consistent with the Group's wider policies on employee pay, reward and progression. Reckitt ensures that employees are paid fairly for their role, based on the location they work in and their performance in role. As such, the base salary, annual bonus and benefits are based on the same principles for the identified employees as they are for the CEO. During 2023 Nicandro Durante was CEO until 30 September and Kris Licht was CEO from 1 October; in calculating the CEO pay ratio we have therefore used the aggregate of the amounts paid to each of them in respect of their service as CEO. The median pay ratio has increased from 2022 which reflects the fact that the CEO's remuneration fluctuates year-on-year as a significant proportion of the package is variable pay and in 2022 the annual bonus paid to the CEO was lower than 2023.

In calculating the ratio we have used Option A, in line with shareholder guidelines. The employees used in the calculations were selected on 5 March 2024 following the end of the financial year.

For identifying the three employees at the lower quartile, median and upper quartile, the following methodology has been used:

- All UK employees' total remuneration as at 31 December 2023 has been considered, excluding leavers and employees who were absent for more than 20 days during the financial year, as these would distort the ratio
- Full-time equivalent salary, variable pay, allowances and benefits (using the part-time values and converting these to full-time equivalent values) have been calculated. In order to calculate the value of taxable benefits we have taken the P11D value, due to ease of accessing data. Actual pension contributions have been used, and, where appropriate, converted to full-time equivalents

The table below summarises the identified employees in 2023:

	25th percentile (£)	Median pay (£)	75th percentile (£)
Total employee pay and benefits	39,069	53,506	93,980
Salary component	29,528	40,845	66,260

In addition, Note 5 to the Financial Statements sets out the total employment costs and average number of employees globally, during 2023. Based on these, the average global pay during 2023 was £57,057 and consequently the pay ratio between the CEO and average global employee was 1:93.

Directors' Remuneration Report continued

Implementation of Directors' Remuneration Policy in 2024

Salary

As set out earlier in this report, neither the CEO nor CFO received a salary increase for 2024. The budgeted average increase for the UK workforce was 5.5% to 6% depending on location. The CEO's salary for 2024 is £1,100,000 and the CFO's is £760,000.

Pension

The CEO and CFO are eligible to receive a pension contribution, or equivalent cash allowance, of 10% of salary, which is in line with the Company's level of contribution for all UK employees.

2024 Annual bonus

There are no changes to the bonus opportunity for the CEO and CFO, remaining at 120% and 100% of salary at target, respectively. Bonuses for 2024 will remain based on Reckitt's NR and adjusted profit before income tax targets, measured in GBP at a constant exchange rate, with the outcome under each of the measures combined multiplicatively to give a maximum bonus outcome of 3.57x the target bonus opportunity if both targets are met.

As with the 2023 bonus, the NWC metric will act as a downward modifier, applying on a multiplicative basis to the combined outcome of the NR and adjusted profit before income tax targets, with a maximum multiplier of 1x. One-third of any bonus earned will be deferred into Reckitt shares for three years.

As it does every year, the Committee will continue to evaluate the performance of both the Group and the Executive Directors in the round and with regard to broader circumstances to assess whether the level of annual bonus payout is appropriate and justified, before determining the final bonus payout.

We have not disclosed the performance target ranges for 2024 as we consider them to be commercially sensitive. However, we commit to retrospectively disclosing the performance ranges in the Directors' Remuneration Report for the year ending 31 December 2024.

2024 LTIP awards

Award levels

There are no changes to the LTIP award levels for the CEO or CFO for 2024. These have been reviewed in light of share price performance, Group performance and individual performance. Kris Licht's 2024 LTIP award will consist of 150,000 performance share options and 75,000 performance shares and Shannon Eisenhardt's award will be 80,000 performance share options and 40,000 performance shares. These awards are expected to be made in early March 2024, following the full-year results announcement. Jeff Carr will not receive a 2024 LTIP award.

Performance conditions

The LTIP performance metrics and their associated weightings are unchanged from the 2023 LTIP awards and are as follows:

- LFL NR growth (40% weighting)
- ROCE (25% weighting)
- Relative TSR (25% weighting)
- ESG (10% weighting)

The Committee went through a robust process when setting these targets, taking into account a number of factors and different reference points and the Committee considers that the targets set are very stretching. Awards granted in 2024 will vest in line with the descriptions below, which require significant outperformance of targets.

LFL NR growth

NR is measured as LFL growth over three years. At the time these targets were set the Committee took into account market consensus and our stated ambition for LFL NR growth is mid-single-digit in the medium term. In this context, the Remuneration Committee believes that the performance ranges are appropriately stretching and incentivise management to deliver outperformance. 20% of this element will vest for achieving 2.0% per annum growth increasing to full vesting for achieving 5.0% per annum growth.

ROCE

ROCE is measured in the final year of the performance period and is a measure of how efficient the Group is at converting its capital into earnings. For LTIP purposes, ROCE is measured on a constant currency basis. In addition, LTIP targets include impairments prior to the start of the performance period, whereas in the calculation elsewhere in the Annual Report total assets have been adjusted to add back impairments of Goodwill, except where the impaired asset has been disposed or partially disposed.

If there are any impairments during the performance period, the Committee will ensure that this does not lead to an increase in the vesting by adjusting the capital employed accordingly and to ensure a LFL comparison to the targets. 20% of this element will vest for achieving 14.9% increasing to full vesting for achieving 16.9%.

Relative TSR

Relative TSR directly aligns LTIP participants with the shareholder experience and will only reward for TSR outperformance against our peers.

As it does every year, the Committee reviewed the constituents of the peer group to ensure that they remain appropriate to assess performance against and also considers whether any additional peers should be added. The outcome of this review was that all of the current peer companies remain appropriate and that Kenvue (which was listed as an independent business in 2023) should be added to the peer group.

Directors' Remuneration Report continued

Therefore, the peer group for the 2024 LTIP awards comprises 21 companies with which we compete for capital and to which shareholders compare us and is also an appropriate group against which to incentivise LTIP participants to outperform. The peer companies are primarily drawn from the constituents of the MSCI World House and Personal Products Index, with others forming part of the broader 'FMCG' industry which are subject to similar industry dynamics and market challenges as Reckitt. The constituents will be reviewed on an annual basis and, in particular, as new comparators come to the market. The TSR peer group for the 2024 LTIP award is set out below:

Beiersdorf	Estée Lauder	Kimberly-Clark	Shiseido
Church & Dwight	Haleon	Lindt	Unicharm
Clorox	Henkel	L'Oréal	Unilever
Colgate Palmolive	JDE	Mondelēz	
Danone	Kao	Nestlé	
Essity	Kenvue	Procter & Gamble	

Under the relative TSR measure, 20% of the award will vest for TSR at the median of the peer group, increasing to full vesting for upper quartile performance or above.

ESG

ESG measures were introduced from the 2022 LTIP to align participants with, and incentivise delivery of, our 2030 Sustainability Ambitions. There are two equally weighted metrics for the 2024 LTIP award. The ESG targets are based on rigorous methodology, are independently assured and, in the case of our carbon emissions, support our delivery of externally validated SBTs on emissions reduction. Targets are based on achievement in the final year of the performance period and take into account the plans that we have to achieve the Sustainability Ambitions. The measures and targets are as follows:

i. **Percentage of net revenue from more sustainable products** – this has been an annual reporting KPI since 2012 and supports our ambition of 50% of NR being from more sustainable products by 2030. This is measured using our SIC. The calculator evaluates the sustainability impact of every new product versus existing products and established benchmarks. It helps measure carbon, water, plastics, ingredients and packaging footprints in new products for our global brands, targeting their reduction to enable more sustainable products in the future. It includes Scope 3 product emissions (including the carbon and water impact from consumer use), which is the most impactful lifecycle stage of our products. We achieved 29.6% of NR from more sustainable products in 2023 and have set the targets for this measure based on the Plan to 2030, such that 20% of this element will vest for achieving 43% of NR from more sustainable products increasing to full vesting for achieving 46% in 2026.

ii. **Percentage reduction in GHG emissions in operations** – this supports the delivery of our externally validated SBTs for 2030 to help maintain global warming at less than 1.5°C, including a 65% reduction in GHG emissions in operations against our 2015 baseline. For the purposes of reward outcomes, any offsetting activities will not count towards achievement of these targets. A total of 20% of this element will vest for achieving a 67% reduction in GHG emissions in operations by 2026, increasing to full vesting for achieving a 70% reduction. The threshold of a 67% reduction is above the goal that we set for ourselves by 2030, with the maximum target of a 70% reduction significantly beyond this, requiring us to exceed our 2030 SBT ahead of schedule. These targets are considered stretching taking into account internal forecasts.

Summary of 2024 LTIP targets

Performance will be assessed for each measure, at the end of the three-year performance period, on a sliding scale as set out below:

	Threshold (20% vesting)	Maximum (100% vesting)
LFL NR growth (3-year CAGR) (40% weighting)	2.0%	5.0%
ROCE (final year) on a constant foreign exchange basis (25% weighting)	14.9%	16.9%
Relative TSR (25% weighting)	Median	Upper quartile
ESG: % of NR from more sustainable products (final year) (5% weighting)	43%	46%
ESG: % reduction in GHG emissions in operations (final year) (5% weighting)	67%	70%

Directors' Remuneration Report continued

ADDITIONAL REMUNERATION DISCLOSURES

Percentage change in the remuneration of Directors

We are required to publish the annual percentage change in remuneration (salary or fees, benefits and annual bonus) for each Director compared to the annual average percentage change in remuneration for the employees (excluding Directors) of the Parent Company. Since the CEO and CFO are the sole employees of Reckitt Benckiser Group plc, this statutory disclosure is not possible. In the table below we are therefore voluntarily disclosing the percentage change in remuneration for all UK employees in order to provide a representative comparison. The Company considers UK employees to be an appropriate comparator group as the Executive Directors' remuneration arrangements are similar in structure to the majority of these employees and it reflects the economic environment where the Executive Directors are employed. The analysis is based on a consistent set of employees for each comparison, i.e. the same individuals or roles appear in the 2022/23 comparison, and similarly for previous year comparisons.

	2022/23			2021/22			2020/21			2019/20		
	Salary/fee	Benefits	Bonus	Salary/fee	Benefits	Bonus	Salary/fee	Benefits	Bonus	Salary/fee	Benefits	Bonus
All UK employees[1]	6.5%	1.6%[2]	6.1%	4.1%	2.1%[2]	15.6%	5.9%	6.2%[2]	-8.9%	4.5%	1.5%[2]	505.4%
Chris Sinclair (Chair of the Board)	5.3%	–	–	10.0%	–	–	3.6%	–	–	10.0%	–	–
Olivier Bohuon[3]	23.2%	–	–	2.6%	–	–	–	–	–	–	–	–
Andrew Bonfield[4]	-0.7%	–	–	6.2%	–	–	2.4%	–	–	4.1%	–	–
Jeff Carr (CFO)[5]	5.4%	0.4%	-13.5%	3.0%	0.4%	12.8%	41.5%	37.3%	29.3%	–	–	–
Jeremy Darroch[6]	516.2%	–	–	–	–	–	–	–	–	–	–	–
Nicandro Durante (former CEO)[7]	139.8%	46.5%	148.7%	178.0%	–	–	1.9%	–	–	14.1%	–	–
Shannon Eisenhardt (CFO Designate)[8]	–	–	–	–	–	–	–	–	–	–	–	–
Mary Harris	-1.6%	–	–	-3.8%	–	–	2.0%	–	–	14.4%	–	–
Tamara Ingram[9]	–	–	–	–	–	–	–	–	–	–	–	–
Mehmood Khan	3.4%	–	–	2.6%	–	–	2.7%	–	–	4.7%	–	–
Pam Kirby	2.6%	–	–	2.0%	–	–	2.0%	–	–	7.3%	–	–
Kris Licht (CEO)[10]	–	–	–	–	–	–	–	–	–	–	–	–
Alan Stewart[11]	17.2%	–	–	–	–	–	–	–	–	–	–	–
Elane Stock	3.4%	–	–	2.6%	–	–	2.7%	–	–	4.7%	–	–
Margherita Della Valle[12]	3.4%	–	–	2.6%	–	–	105.4%	–	–	–	–	–

1. The percentages for 'All UK employees' reflect the average percentage change in full-time equivalent salary, taxable benefits and allowances, and bonus for colleagues based in the UK between 2019/20, 2020/21, 2021/22 and 2022/23. It only includes colleagues employed in both years in the comparison
2. The percentage change in taxable benefits for all UK employees excludes international transfer benefits as this is volatile from year to year based on each individual's circumstances
3. Olivier Bohuon was appointed to the Board on 1 January 2021 and so no comparison is shown for 2020/21 and 2019/20
4. Andrew Bonfield held the role of Senior Independent Director on an interim basis from 1 September to 31 October 2022. The additional fees for this period are included above
5. Jeff Carr joined on 9 April 2020 as the CFO of the Company so no comparison is shown for 2019/20. The percentage change shown for 2020/21 reflects actual remuneration received during 2020 for service from Jeff Carr's appointment on 9 April 2020 to 31 December 2020
6. Jeremy Darroch was appointed to the Board on 1 November 2022 and so no comparisons are shown for 2021/22 and before. The comparison for 2022/23 reflects that the 2022 fee was only received for part of the year
7. Nicandro Durante stepped down as a NED on 1 September 2022 and became Executive Director from 2 September 2022. The percentage change figures for 2021/22 and 2022/23 reflect an aggregate of remuneration paid for both his Executive and Non-Executive roles during 2022
8. Shannon Eisenhardt joined on 17 October 2023 as the CFO Designate of the Company and so no comparison is shown
9. Tamara Ingram was appointed to the Board on 1 February 2023 so no comparison is shown
10. Kris Licht was appointed to the Board as an Executive Director on 1 June 2023 so no comparison is shown
11. Alan Stewart was appointed to the Board on 1 February 2022 and so no comparison is shown for 2021/22 and before. The percentage change figures for 2022/23 reflect that the 2022 fee was only received for part of the year
12. Margherita Della Valle joined on 1 July 2020 so no comparison is shown for 2019/20. The comparison for 2020/21 reflects that the 2020 fee was only received for part of the year

Directors' Remuneration Report continued

Relative importance of spend on pay

The table below shows shareholder distributions (i.e. dividends and share buybacks) and total employee pay expenditure for 2022 and 2023, along with the percentage change in both.

	2023 (£m)	2022 (£m)	% change 2022/23
Total shareholder distribution[1]	**1,546**	1,249	23.8%
Total employee expenditure[2]	**2,569**	2,408	6.7%

1. Details of shareholder distribution are set out in Notes 24 and 28 to the Financial Statements and are made up of dividends of £1,339 million and share buybacks of £207 million
2. Details of employee expenditure are set out in Note 5 to the Financial Statements

Exit payments made in the year (audited)

Details of Nicandro Durante's and Jeff Carr's leaving arrangements are provided earlier in this report.

Payments to past Directors (audited)

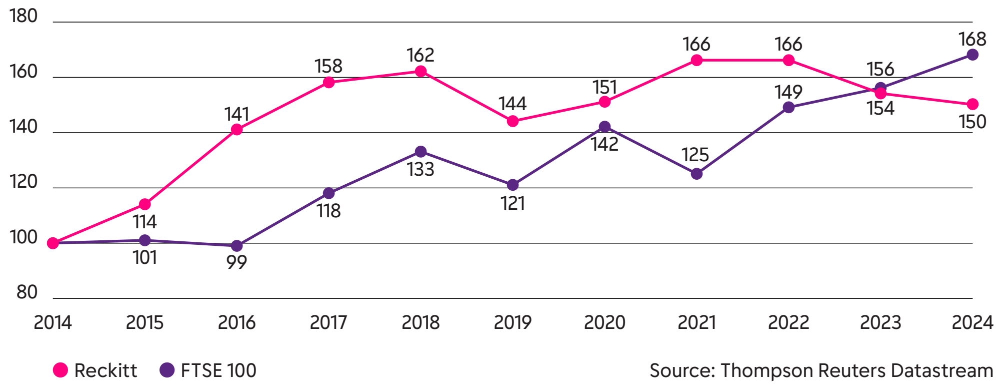
No other benefits or payments were delivered to former Directors in the year in excess of the minimum threshold of a pre-tax value of £15,000 set by the Remuneration Committee for this purpose.

Performance graph

The graph below shows the TSR of the Company and the UK FTSE 100 Index over the period since 1 January 2014. This shows the growth in the value of a hypothetical holding of £100 invested on 31 December 2013. The FTSE 100 Index was selected on the basis that it contains companies of a comparable size, in the absence of an appropriate industry peer group in the UK.

TSR since 1 January 2014

£ value of £100 invested at 1 January 2014



Source: Thompson Reuters Datastream

The table below sets out the single figure of total remuneration for the role of CEO over the last 10 years.

(£000) CEO single figure of remuneration	Kris Licht	Nicandro Durante	Laxman Narasimhan	Rakesh Kapoor	Annual bonus (as a percentage of maximum)	LTIP vesting (as a percentage of maximum)
2014				12,787	72%	40%
2015				25,527	100%	80%
2016				15,289	0%	50%
2017				8,999	0%	50%
2018				14,314	84%	65%
2019			4,599[1]	938	12%[2]	0%[3]
2020			8,434[1]		100%	0%[3]
2021			5,967		91%	21.5%
2022		2,118	918		100%[4]	100%[5]
2023	3,619[6]	5,260			82%	78%[7]

1. Includes buyouts in respect of legacy arrangements from previous employer
2. Zero for Rakesh Kapoor
3. Laxman Narasimhan was not with the Group at the time these awards were granted
4. Laxman Narasimhan was not eligible for a 2022 APP following his resignation as CEO
5. Nicandro Durante was a NED at the time these awards were granted and therefore did not receive an award and Laxman Narasimhan's award lapsed following his resignation as CEO
6. Includes the LTIP which was granted in relation to Kris Licht's previous role which did not sit on the Board
7. Nicandro Durante was not with the Group at the time these awards were granted. The awards for Kris Licht were in relation to his previous role which did not sit on the Board

Directors' Remuneration Report continued

Single total figure of 2023 remuneration for NEDs and implementation for 2024 (audited)

The following NED fee policy will apply from 1 January 2024. The table also sets out the fees that were in place for the year ended 31 December 2023.

	2024 fees		2023 fees	
	Cash fee (£)	Fee delivered in Reckitt shares (£)	Cash fee (£)	Fee delivered in Reckitt Shares (£)
Base fees				
Chair of the Board	**510,000**	**170,000**	495,000	165,000
Non-Executive Director	**82,500**	**27,500**	76,500	25,500
Additional fees				
Chair of Committee	**35,000**	**–**	35,000	–
Member of Committee	**20,000**	**–**	20,000	–
Designated Non-Executive Director for Engagement with Company's Workforce	**20,000**	**–**	20,000	–
Senior Independent Director	**35,000**	**–**	30,000	–

The fee for the Chair of the Board has been increased to £680,000, an increase of 3%. The base fee for NEDs has been increased to £110,000, an increase of 7.8%. This increase partly reflects the increased time commitment required to meet the scope and complexity of the NED role over the last few years. This represents a c. 5.1% to 6.6% increase in total fees, depending on responsibilities. The proportion delivered in Reckitt shares continues to be 25% of the base fee, being £170,000 for the Chair and £27,500 for the NEDs. We will continue to review NED fees to ensure they are appropriate and competitive against the market.

In addition, NEDs are eligible to receive support from the Company to complete a UK tax return, if required.

The table below sets out a single figure for the total remuneration received by each NED for the year ended 31 December 2023 and the prior year:

	2023 fees			2022 fees		
	Cash (£)	Shares (£)	Total (£)	Cash (£)	Shares (£)	Total (£)
Chris Sinclair	**495,000**	**165,000**	**660,000**	470,250	156,750	627,000
Olivier Bohuon	**119,833**	**25,500**	**145,333**	93,500	24,500	118,000
Andrew Bonfield[1]	**111,500**	**25,500**	**137,000**	113,500	24,500	138,000
Jeremy Darroch[2]	**126,500**	**25,500**	**152,000**	24,667	–	24,667
Mary Harris	**116,500**	**25,500**	**142,000**	119,750	24,500	144,250
Tamara Ingram[3]	**88,458**	**23,375**	**111,833**	–	–	–
Mehmood Khan	**96,500**	**25,500**	**122,000**	93,500	24,500	118,000
Pam Kirby	**131,500**	**25,500**	**157,000**	128,500	24,500	153,000
Alan Stewart[4]	**111,500**	**25,500**	**137,000**	94,458	22,458	116,916
Elane Stock	**96,500**	**25,500**	**122,000**	93,500	24,500	118,000
Margherita Della Valle	**96,500**	**25,500**	**122,000**	93,500	24,500	118,000

1. Andrew Bonfield held the role of Senior Independent Director on an interim basis from 1 September to 31 October 2022. The additional fees for this period are included above
2. Jeremy Darroch joined the Board on 1 November 2022. Fees shown for 2022 are paid from this date
3. Tamara Ingram joined the Board on 1 February 2023. Fees shown are paid from this date
4. Alan Stewart joined the Board on 1 February 2022. Fees shown for 2022 are paid from this date

Travel and expenses for NEDs are incurred in the normal course of business, for example, in relation to attendance at Board and Committee meetings. The costs associated with these are all met by the Company.

Directors' Remuneration Report continued

Summary of shareholder voting at the 2023 AGM

The following table shows the results of the voting on the 2022 Directors' Remuneration Report at the 2023 AGM and 2022 Directors' Remuneration Policy at the 2022 AGM:

	Votes for	For %	Votes against	Against %	Total	Votes withheld
Approve the 2022 Directors' Remuneration Report	513,944,128	93%	39,845,715	7%	553,789,843	1,961,573
Approve the Directors' Remuneration Policy	493,637,970	92%	45,472,574	8%	539,110,544	3,364,148

The Remuneration Committee had extensive dialogue with shareholders during 2021 on the 2022 Remuneration Policy, including engaging with shareholders representing more than 50% of our shareholder register. The majority of shareholders and advisory bodies providing input were supportive of the changes we made to our Remuneration Policy and this was demonstrated by the high levels of support received for both the Policy and Annual Report on Remuneration at the 2022 AGM. Following his appointment as Chair of the Remuneration Committee, Alan Stewart also met with a number of major shareholders in November 2022.

Directors' service contracts

NEDs have letters of engagement which set out their duties and time commitment expected. They are appointed for an initial three-year term, subject to election and annual re-election by shareholders. Appointments are renewable for subsequent three-year terms by mutual consent. Details are set out below:

		Length of service as of 31 December 2023	
	Date of appointment	Years	Months
Chris Sinclair	10 February 2015 (appointed Chair of the Board on 3 May 2018)	8	11
Olivier Bohuon	1 January 2021	3	0
Andrew Bonfield	1 July 2018	5	6
Jeremy Darroch	1 November 2022	1	2
Mary Harris	10 February 2015	8	11
Tamara Ingram	1 February 2023	0	11
Mehmood Khan	1 July 2018	5	6
Pam Kirby	10 February 2015	8	11
Alan Stewart	1 February 2022	1	11
Elane Stock	1 September 2018	5	4
Margherita Della Valle	1 July 2020	3	6

The CEO and CFO service contracts contain a 12-month notice period. Kris Licht was appointed CEO Designate on 1 May 2023 and to the Board as Executive Director effective 1 June 2023, before assuming the role of CEO on 1 October 2023. Shannon Eisenhardt was appointed Executive Director to the Board and CFO Designate on 17 October 2023. Directors' service contracts and letters of engagement are available for inspection at the Company's registered office.

Advisors

Deloitte LLP (Deloitte) was appointed by the Remuneration Committee as independent advisor effective from 1 January 2014 following a review of the advisor in late 2013. The Committee undertakes due diligence periodically to ensure that Deloitte remains independent of the Company and that the advice provided is impartial and objective. Deloitte is a founding member of and signatory to the Code of Conduct for Remuneration Consultants, details of which can be found at www.remunerationconsultantsgroup.com. During 2023, Deloitte LLP also provided the Group with advice and compliance support in a number of areas, including corporate, indirect and employment taxes, global mobility, and advisory and technology consulting.

These services were provided under separate engagement terms and the Committee is satisfied that the provision of these services did not impair Deloitte's ability to advise the Committee independently. Deloitte's total fees for the provision of remuneration services were £230,000 on the basis of time and materials. It should be noted that although we are only required to disclose the value of fees for services which materially assisted the Remuneration Committee, as with previous years, we have disclosed the full value of remuneration services from Deloitte, which includes advice to management and to the Remuneration Committee.

Directors' Remuneration Report continued

Directors' interests in shares and options under the LTIP[1] and buyout awards (audited)

	Grant date	At 01.01.23	Granted during the year	Exercised/vested during the year (including dividend shares)[2]	Lapsed during the year	At 31.12.23	Option price (£)	Market price at date of award (£)	Market price at date of exercise/vesting (£)	Exercise/vesting period
Kris Licht										
Performance-based share options	01.05.20	50,000	–	–	–	50,000	65.20	–	–	May 2023–May 2030
	28.05.21	50,000	–	–	–	50,000	64.67	–	–	May 2024–May 2031
	20.05.22	80,000	–	–	–	80,000	63.32	–	–	May 2025–May 2032
	21.03.23	–	80,000	–	–	80,000	58.28	–	–	Mar 2026–Mar 2033
Performance-based share awards	01.05.20	25,000	–	25,000	–	–	–	65.70	62.90	May 2023
	28.05.21	25,000	–	–	–	25,000	–	63.68	–	May 2024
	20.05.22	40,000	–	–	–	40,000	–	62.42	–	May 2025
	21.03.23	–	40,000	–	–	40,000	–	59.18	–	Mar 2026
Shannon Eisenhardt										
Performance-based share options	26.10.23	–	58,905	–	–	58,905	58.87	–	–	Mar 2026–Oct 2033
Performance-based share awards	26.10.23	–	29,453	–	–	29,453	–	55.94	–	Mar 2026
Buyout awards	26.10.23	–	2,782	2,782	–	–	–	55.94	53.82	–
Buyout awards	26.10.23	–	2,782	–	–	2,782	–	55.94	–	Dec 2024
Buyout awards	26.10.23	–	3,526	–	–	3,526	–	55.94	–	Aug 2024
Buyout awards	26.10.23	–	5,248	–	–	5,248	–	55.94	–	Aug 2025
Jeff Carr										
Performance-based share options	01.05.20	80,000	–	–	–	80,000	65.20	–	–	May 2023–May 2030
	28.05.21	80,000	–	–	–	80,000	64.67	–	–	May 2024–May 2031
	20.05.22	80,000	–	–	–	80,000	63.32	–	–	May 2025–May 2032
	21.03.23	–	80,000	–	–	80,000	58.28	–	–	Mar 2026–Mar 2033
Performance-based share awards	01.05.20	40,000	–	40,000	–	–	–	65.70	62.90	May 2023
	28.05.21	40,000	–	–	–	40,000	–	63.68	–	May 2024
	20.05.22	40,000	–	–	–	40,000	–	62.42	–	May 2025
	21.03.23	–	40,000	–	–	40,000	–	59.18	–	Mar 2026
Nicandro Durante										
Performance-based share options	06.09.22	150,000	–	–	83,334	66,666	64.77	–	–	May 2025–Sep 2032
	21.03.23	–	150,000	–	100,000	50,000	58.28	–	–	Mar 2026–Mar 2033
Performance-based share awards	06.09.22	75,000	–	–	41,667	33,333	–	64.58	–	May 2025
	21.03.23	–	75,000	–	50,000	25,000	–	59.18	–	Mar 2026

1. Vesting of LTIP awards is subject to performance conditions set by the Remuneration Committee and the awards are subject to an additional two-year holding period commencing at the end of the performance period
2. Dividend equivalents accrue on performance shares during the vesting period from the 2022 LTIP awards onwards and will be disclosed on vesting

Directors' Remuneration Report continued

Directors' interests in shares in the Deferred Bonus Plan[1] (audited)

	Grant date	At 01.01.23	Granted during the year	Exercised/ vested during the year	Lapsed during the year	At 31.12.23	Option price (£)	Market price at date of award (£)	Market price at date of vesting (£)	Vesting period
Kris Licht										
Deferred Bonus Plan	25.03.21	8,059	–	–	–	8,059	–	64.22	–	Mar 2024
Deferred Bonus Plan	21.03.22	5,997	–	–	–	5,997	–	57.92	–	Mar 2025
Deferred Bonus Plan	21.03.23	–	10,041	–	–	10,041	–	58.28	–	Mar 2026
Jeff Carr										
Deferred Bonus Plan	25.03.21	9,163	–	–	–	9,163	–	64.22	–	Mar 2024
Deferred Bonus Plan	21.03.22	13,131	–	–	–	13,131	–	57.92	–	Mar 2025
Deferred Bonus Plan	21.03.23	–	14,721	–	–	14,721	–	58.28	–	Mar 2026
Nicandro Durante										
Deferred Bonus Plan	21.03.23	–	8,895	–	–	8,895	–	58.28	–	Mar 2026

1. One-third of the annual bonus is delivered in the form of conditional share awards which are deferred for three years
2. Dividend equivalents accrue on deferred bonus shares during the vesting period and will be disclosed on vesting

Executive employees may also participate in the all-employee Sharesave Scheme on the same basis as all other employees. The table below details options held.

Sharesave Scheme	Grant date	At 01.01.23	Granted during the year	Exercised during the year	Lapsed during the year	At 31.12.23	Option price (£)	Market price at exercise (£)	Exercise period
Jeff Carr	31.08.21	403	–	–	–	403	44.56	–	Feb 2025–Jul 2025

There have been no changes to the Directors' interests as set out in the above tables between 31 December 2023 and 21 March 2024.

Directors' Remuneration Report continued

Directors' interests in the share capital of the Company (audited)

The Directors in office at the end of the year and those in office at 21 March 2024 had the following beneficial interests in the ordinary shares of the Company:

	21 March 2024	31 December 2023	31 December 2022
Chris Sinclair	14,322	14,322	12,733
Olivier Bohuon	1,149	1,149	931
Andrew Bonfield	1,121	1,121	873
Jeff Carr	51,069	51,069	30,000
Jeremy Darroch	234	234	0
Nicandro Durante[1]	1,105	1,105	1,105
Shannon Eisenhardt[2]	1,471	1,471	–
Mary Harris	3,262	3,262	3,017
Tamara Ingram[3]	215	215	–
Mehmood Khan	1,083	1,083	833
Pam Kirby	5,462	5,462	5,219
Kris Licht[4]	25,995	25,995	13,271
Alan Stewart	427	427	191
Elane Stock	2,992	2,992	2,732
Margherita Della Valle	738	738	504
Marybeth Hays[5]	0	–	–

1. Nicandro Durante stepped down from the Board on 31 December 2023 and his interest in shares is shown up to this date
2. Shannon Eisenhardt joined the Board on 17 October 2023
3. Tamara Ingram joined the Board on 1 February 2023
4. Kris Licht joined the Board on 1 June 2023
5. Marybeth Hays joined the Board on 1 February 2024
6. No person who was a Director (or a Director's connected person) on 31 December 2023 and at 21 March 2024 had any notifiable share interests in any subsidiary
7. The Company's Register of Directors' Interests (which is open to inspection) contains full details of Directors' shareholdings and options to subscribe for shares

As approved and signed on behalf of the Board of Directors.

Alan Stewart
Chair of the Remuneration Committee
Reckitt Benckiser Group plc

21 March 2024

This Directors' Remuneration Report has been prepared in accordance with the provisions of the Companies Act 2006 and Schedule 8 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (as amended). The report meets the requirements of the FCA Listing Authority's Listing Rules and the Disclosure Guidance and Transparency Rules. In this report we describe how the principles of good governance relating to Directors' remuneration, as set out in the UK Corporate Governance Code (July 2018) (the Code), are applied in practice. The Remuneration Committee confirms that throughout the financial year the Company has complied with these governance rules and best practice provisions.