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SHARESAVE 2014
SAVING FOR YOUR FUTURE

Sharesave is a savings plan which will enable you to buy Hays plc shares at a specially discounted option price.

What is Sharesave?
Sharesave is a Save As You Earn (SAYE) share option scheme which gives you the opportunity as an employee to buy Hays plc shares at a specially discounted option price at a future date. SAYE involves two elements, shares and savings.

Shares
The scheme offers you a chance to buy Hays plc shares at a future date at the option price which is set before you start saving.

Savings
You will decide how much you wish to save from your net pay, fixed at the outset. This is called a Sharesave contract.

How does Sharesave work?
You decide on the fixed contribution amount you wish to save. This amount will be deducted from your net pay and paid into a personal Sharesave account set up for you with Manulife Financial.

Once your application has been accepted you will receive an option certificate confirming the option price at which you may buy the shares, your saving amount, your new personal Sharesave account number and the number of shares you will be able to buy within six months following the maturity date. Keep this option certificate in a safe place.

What happens at the end of your saving contract?
After you have made all your contributions into the SAYE scheme, you will have six months from your maturity date to exercise your option and purchase the Hays plc shares at the specially discounted option price set at the beginning of the Scheme. You will receive documentation before your maturity date explaining your available choices and the process through which to purchase your options. You are not obliged to exercise your option and purchase Hays plc shares, the choice is yours.

What happens if the Share price drops below the option price?
If the stock market price of a Hays plc shares falls below the option price, you do not need to exercise your option and can take your savings in cash instead.

If your circumstances change
If you are unable to complete the savings contract due to redundancy, retirement, injury, disability or death, you or your personal representatives will be able to exercise your share option earlier than your maturity date to the value of your savings at that time.

Why choose to save with Sharesave?

- ✓ **Fixed savings amount**
  You save only as much as you can afford between CAD 5 and CAD 200 every two weeks, fixed at the outset.

- ✓ **Flexible payments**
  You can stop payments for up to six months if you need to. Each missed payment will defer your maturity date by one month. If you miss more than six payments you will lose the option to buy shares at the specially discounted price.

- ✓ **You are not locked into Sharesave**
  If your circumstances change you may withdraw from the savings contract at any time and get all your savings back.

- ✓ **You choose how to use your savings**
  If the stock market price of a Hays plc share falls below the option price, you do not need to exercise your option and can take your savings in cash instead. It's risk free!

How many shares will you receive?

The number of shares you will have under option is based on the amount you save every two weeks over the three-year savings period. However, the Company may set a limit over the total number of options to be granted. In this case your application may be scaled back to reflect this limit. For example, if you save CAD 35 per two -weekly period over three years making your total amount saved CAD 2,520 and the option price is £1.20 based on an exchange rate of CAD 1 = GBP 0.56, you could have an option of 1,175 shares (2,520* GBP 0.56) = (1,411/1.20) = 1,175)

What happens after you've finished saving?

After you have made your 36 contributions, it's time to decide what to do with your savings. You can either:

- ✓ Use all or some of your savings to buy the Hays plc shares at the option price within six months following your maturity date. If you choose to use some of your savings only to buy the shares under option, any surplus funds will be returned to you and the remaining shares under option will lapse immediately; or

- ✓ Take your savings in cash and spend or re-invest it as you wish. However, you will lose the right to buy shares if you do not exercise your option by the end of the six-month exercise period

The benefits of becoming a shareholder

- ✓ Once you have exercised your option to buy Hays plc shares, you will become a registered shareholder with a stake in the Company;

- ✓ You will have the right to vote, along with other shareholders; and

- ✓ You will receive any dividends paid.

Remember that the stock market price can fall and rise and you may not get back the amount you invested.

More information regarding the Hays 2014 Sharesave scheme can be found in the Brochure.

HOW TO JOIN

It's so simple:

- ✓ Log onto **hayssharesave.com**;
- ✓ Follow the on-screen instructions;
- ✓ Read this document and the attached Terms & Conditions carefully;
- ✓ Check that your personal details are correct; and
- ✓ Complete the online application with the amount you wish to save. Paper application forms are available on request.

Contact Details

If you have any queries on the Sharesave Plan, you should contact the Equiniti Sharesave Helpline on 0871 384 2010* (or + 44 121 415 7147 if calling from outside the United Kingdom).

Sharesave is administered by Equiniti on behalf of Hays.

** Calls to 0871 telephone numbers are charged at 8p per minute plus network extras. Lines are open 8.30am to 5.30pm Monday to Friday, excluding public holidays*