

SECTION 172(1) STATEMENT

The Directors fully understand their responsibilities under Section 172 of the Companies Act to promote the success of the Company, having regard to:

- The likely consequences of any decision in the long-term;
- The interests of the Company's employees;
- The need to foster the Company's business relationships with suppliers, customers and others;
- The impact of the Company's operations on the community and the environment;
- The desirability of the Company in maintaining a reputation for high standards of business conduct; and
- The need to act fairly as between members of the Company.

The Board has identified our key stakeholders which are set out below, along with details of the forms of engagement undertaken by the Board:

Our shareholders	
Why they matter to us	As well as being providers of capital, our shareholders provide valuable insight into the market and the impact of our strategy, which are key to enabling us to grow and invest in the future success of the business.
Types of engagement	<ul style="list-style-type: none"> • AGM. • Annual Report & Accounts, half yearly trading results, notices of general meetings. • Stock exchange announcements and press releases. • Investors' section of the Group's website.
How the Board engages	<ul style="list-style-type: none"> • CEO and CFO meetings with major shareholders and retail investors to outline performance and future direction of the business. • CEO feedback to the Board on shareholder interactions. • Non-Independent Non-Executive Director intermediation with respective sponsoring shareholders.
How consideration for them influenced the Board's decision making	<p>During the year a nominee director of each of the two major shareholders was appointed to the Board.</p> <p>The AGM remains a key means of communication with our shareholders. Although unable to hold an 'in person' AGM in 2020 due to COVID-19 restrictions, shareholders were given the opportunity to ask questions via our website in advance of the meeting and were encouraged to vote via an online portal.</p> <p>Among the resolutions put to the AGM was a proposal for a 1:100 consolidation of the Group's ordinary shares. The Board believed this would benefit shareholders by helping to reduce the volatility in the Company's share price and enable a more consistent valuation of the Company.</p>

Our business partners	
Why they matter to us	The long term sustainability of our business depends on building and maintaining long lasting mutually beneficial relationships with our partners.
Types of engagement	<ul style="list-style-type: none"> • Commercial discussions. • Face to face meetings (where possible). • Press releases. • Communications such as Annual Report & Accounts, half yearly trading results, trading updates, RNS Reach announcements and investor fact sheets.
How the Board engages	<ul style="list-style-type: none"> • Although the ability to travel to the Group's territories was extremely limited in 2020, the Board retains oversight through regular communications between the executive team and in-country management and their feedback to the Board as a whole. <p>Further details of our focus on partner needs is given on page 8 of our Annual Report and Accounts.</p>
How consideration for them influenced the Board's decision making	The Board continues to place significant emphasis on our assurance framework, which has been developed further during the year, ensuring that strong standards are applied throughout the Group, thus enabling us to give assurance of regulatory compliance and strong business processes to our business partners and ultimately, to build a strong, sustainable business for our shareholders.

Our colleagues	
Why they matter to us	Our colleagues continue to be our most valuable resource, being key to the continuing success of our business.
Types of engagement	<p>Maintaining colleague wellbeing and morale has been a major focus for the business in 2020, with all our territories impacted by the global pandemic and most colleagues working from home at some point during the year. With this in mind the following additional measures have been put in place during the year:</p> <ul style="list-style-type: none"> • All colleagues across the Group invited to join weekly or fortnightly video calls with the CEO. • Group intranet expanded to include a 'Stay Well' section to help colleagues with their wellbeing. • Periodic global conversations, known as 'Real Life Connect', open to all colleagues, with a member of the senior leadership team in attendance, to exchange views on their experience of working during the pandemic and the Company's response. • Introduction of 'Home Support' which provides a network of colleagues who volunteer to provide support and encouragement to colleagues on an informal basis and entirely in confidence.

	Further details of how our culture has responded to the exceptional circumstances of the year is included on page 9 of our Annual Report and Accounts .
How the Board engages	<ul style="list-style-type: none"> Continued investment in cultural development. The Board receives regular reports from the People & Culture Director on colleague engagement and cultural matters. The CEO has reported to the Board throughout the year on the ongoing impact of COVID-19 from a colleague and overall business perspective.
How consideration for them influenced the Board's decision making	<p>From the Real Life Connect sessions, it became apparent that a flexible approach to homeworking (even when return to the office is allowed) would be of benefit to colleagues and, ultimately, the productivity of the business. As well as regular reports from the executive team, the Board received a presentation on a framework of ten principles proposed for 'CPP Next Generation'.</p> <p>See pages 18 and 19 of our Annual Report and Accounts for more on a culture driven from the Centre.</p>

The Section 172(1) statement was reviewed and approved by the Board of Directors on 23 March 2021.