

## **Statement on s172(1) for Trading Companies**

*Published in the annual report for the year ended 31 December 2019*

### **The Board's Statement on s172(1)**

The Board of Directors ('the Board'), in line with their duties under s172(1) of the Companies Act 2006, act in a way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole, and in doing so have regard to a range of matters when making decisions for the long term. Key decisions and matters that are of strategic importance to the Company are appropriately informed by s172(1) (a-f) factors.

Through engagement with our various stakeholders as described in the Stakeholder Engagement in the Director's Report on page 8, the Board of Directors have a clear understanding of their needs, assess their perspectives and monitor their impact on our strategic goals. As part of the Board's decision-making process, the Board considers the potential impact of decisions on relevant stakeholders whilst also having regard to a number of broader factors, including the impact of the Company's operations on the community and environment, responsible business practices and the likely consequences of decisions in the long term.

Illustrations of how s172 factors have been applied by the Board are summarized below:

### ***Key Business Decisions***

The Board has considered its stakeholders interests as a component of its response to recent IR35 legislation. The Company has proactively engaged with its clients to seek mutually beneficial arrangements that meet both regulatory and commercial requirements. In addition, we have engaged with our contractor base to propose alternative engagement models and payment structures that seek to mitigate any adverse impacts on both parties.

### ***Risk Management***

We provide business critical services to our clients, often in complex and highly competitive environments. It is therefore vital that we effectively identify, manage and mitigate the risks we face.

### ***Our People***

The board is committed to being a responsible business. Our behaviour is aligned with the expectations of our people, clients, suppliers and the communities we work alongside. The board has a Code of Conduct policy in place that sets out our expectations and company values we adopt when conducting business.

For our business to succeed we must manage our people's performance and develop and grow talent while ensuring we operate as efficiently as possible. We have a competitive remuneration policy that works alongside a well-established performance management system.

### ***Business Relationships***

At the core of our strategy is the goal of establishing and growing strong relationships with our clients, our contractors and our suppliers. We regularly evaluate the quality of the services we deliver and our client and contractor satisfaction through Voice of Customer surveys. Where we have strategic relationships with suppliers we enter into long-term contractual relationships with them.

### ***Community and Environment***

The board uses its position of strength to create positive change for the people and communities with which we interact. We leverage our expertise and enable colleagues to support the communities around us.