

## **SECTION 172(1) STATEMENT**

The Companies (Miscellaneous Reporting) Regulations 2018 (the “**Regulations**”) have been in force with effect from 1 January 2019. The Regulations aim to extend sustainable and responsible governance practice beyond listed companies to private limited companies. The Regulations require the Orange Brand Services Limited (the “**Company**” or “**OBSL**”) to report how the directors of the Company (the “**Board**”) have considered their duties under section 172 (of the Companies Act 2006 (the “**Act**”)) (“**Section 172**”) during the reporting period.

Section 172 duty is owed by the directors to the Company. In the context of a group, being the Orange group of companies, the Company’s directors owe their duty to the Company and not the parent company. The Board recognises that the overall framework that Section 172 promotes is to drive the long term success and economic viability of the Company for the benefit of its sole shareholder and stakeholders..

The directors are mindful of corporate governance and seek to demonstrate understanding of their accountability and statutory responsibilities, including application of their Section 172 duties under the Act. The Board receives a reminder of their Section 172 duties through the management information received from the senior management team (“**SMT**”) along with every board pack. The company secretary provides an annual corporate governance update to the Board on new and amended legislation, including the steps taken to comply. Our directors always consider whether the decision they are about to take leads to a positive long-term increase in the value of the Company for the benefit of the shareholder and the Company’s wider stakeholder base.

For details of the issues, factors and stakeholders the directors consider relevant in complying with Section 172 of the Act, and the main methods the directors have used to engage with stakeholders and understand the issues to which they must have regard, refer to the Statement of Corporate Governance Arrangements, Engagement with Employees Statement and Engagement with Suppliers, Customers and Others Statement on page(s) [ and ] respectively.

### Stakeholder Relationships and Engagement

As noted in the Statement of Corporate Governance Arrangements, at the present time, the Board delegates stakeholder engagement to the SMT and the Board has considered the stakeholders that are impacted by the Company and its business activities, and consider its employees, the brand licensees, charities, sponsored events and the shareholder to be its key stakeholders.

We engage with our employees to discuss employee-related matters and to provide information via the group’s intranet, webinars, social media channels, town halls and meetings and with our other stakeholders through collective CSR and employee activities including volunteering and donations, the provision of regular reports, business reviews and presentations, among other things.

The impact of this engagement is detailed in the following section.

### Principal Decisions

As noted in the Statement of Corporate Governance Arrangements, at the present time, the Board delegates day to day activities and stakeholder engagement to the SMT. Board meetings are held quarterly, and consider standing agenda items, with the Board receiving a reminder of their Section 172 duties with every board pack: this is embedded in our decision making process, enabling effective and consistent decision making, applying consideration to the Section 172 duties each time. Board papers are prepared on a template, providing the Board with the right levels of information to consider all relevant issues before making a decision.

To support effective decision-making, the directors and the SMT take into account Orange group-wide governance policies and practices, including the Orange Directors’ Programme, Code of Ethics, Fraud Ethics and Compliance Programme, Whistleblowing Policy, Group Societal Engagement, Speak Up Policy, Group Ethics and Compliance Day, Gifts & Hospitality Policy, Group Conflicts of Interest Policy and the Group Anti-Corruption Policy (the “**Orange Policies**”), when making decisions on behalf of the Company, together with local practices.

As defined and outlined in the Statement of Corporate Governance Arrangements, the 2020 Governance Roadmap includes the adoption of a governance policy. The processes behind decision making and the processes behind making principal decisions will be documented in the governance policy.

The SMT will continue to have delegated responsibility to ensure active engagement with key stakeholders is undertaken prior to the consideration of any principal decision, in order to understand and evaluate the stakeholders' perspective. Where a principal decision is to be made, an impact assessment will be undertaken by the SMT or on its behalf, the results of which will be documented for recommendation to the Board. The impact assessment will provide an assessment of the impact of the principal decision on key stakeholders, how each key stakeholders' interest was considered throughout the assessment process, details of any risks identified and resulting actions proposed to be taken to monitor and mitigate those risks. Consideration will also be given to any potential impacts on OBSL's reputation and how that impact will be monitored.

Principal decisions, defined as those which: (i) are linked to matters of strategic importance; (ii) are commercially material matters of financial or operational importance; and (iii) impact key stakeholders are reserved for the Board and include:

- dividends;
- substantial changes to the Orange brand; and
- matters that will substantially affect the Company's employees.

In making its decisions, the Board is required to consider the outcome of any stakeholder impact assessment that has been undertaken to support it making that principal decision.

The principal decisions made during the year were:

#### **Dividends paid to the shareholder**

We create value for our shareholder by managing, developing and exploiting the Orange brand, generating strong and sustainable results that translate into dividends.

In making their decisions, the directors took into account OBSL's strong capital position, the amount of its distributable reserves, as well as its cash position. Consideration was given to the Company's business and the actual and contingent liabilities inherent in that business, and the ability of the Company to be able to pay its debts as they fell due. The Company understands the importance of delivering dividends to its shareholder. The Company is therefore committed to maintaining an appropriate balance between total cash returns to its shareholder, investment in the business, and maintaining a strong capital position.

The Board paper accompanying the recommendation to declare interim dividends included a section reminding the directors of their Section 172 duties, amongst other things: *"When recommending or declaring the payment of a dividend, directors should have regard to their common law and equitable duties, and statutory duties under the Companies Act 2006 (the "Act"), in particular, sections 171 (Duty to act within powers), 172 (Duty to promote the success of the company) and 174 (Duty to exercise reasonable care, skill and diligence). The directors are also under a common law duty to safeguard the company's assets and to consider the company's future financial requirements before resolving to pay an interim dividend. These should be considered in full in relation to the Company."*

#### **Acquisition of Orange Corporate Services Limited ("OCSL")**

In March we approved the acquisition of OCSL. The acquisition supports our value creation strategy by safeguarding tax-related capital losses prior to commencement of OCSL's voluntary strike-off, allowing use across the UK group into the long term. Otherwise, crystallisation of the losses in OCSL's previous shareholder, Orange Telecommunications Group Limited ("OTGL"), would lead to any remaining capital losses being extinguished on OTGL's dissolution.

## **STATEMENT OF CORPORATE GOVERNANCE ARRANGEMENTS**

### Summary

The Board of OBSL is pleased to present its Statement of Corporate Governance Arrangements for the period to 31 December 2019. This statement includes a review of corporate governance arrangements which, together with the risk management processes, acts as the foundation to our business and the decisions we make. The Board is committed to the creation of long-term sustainable value for the benefit of our ultimate shareholder, Orange S.A. (“**OSA**”), and wider stakeholders, as discussed in the Engagement with Suppliers, Customers and Others Statement.

The Regulations (as defined in the Section 172(1) Statement) aim to extend sustainable and responsible governance practice beyond listed companies to private limited companies. As a large private company which meets the threshold, OBSL is required to disclose its corporate governance arrangements, including whether it follows any formal corporate governance code. As a private limited company OBSL is not subject to the UK Corporate Governance Code. Instead, the Company applies its own corporate governance practices and has recently undertaken a review of its corporate governance protocols and controls leading to several recommendations for the Company to implement during 2020 in order to enhance its current corporate governance arrangement (the “**2020 Governance Roadmap**”).

### Purpose

As announced on 10 December 2019 and set out on the Orange group website ,the Orange group purpose starts by explaining that “We are a trusted partner who gives everyone the keys to a responsible digital world”. OBSL is part of the Orange group and a wholly owned subsidiary of OSA. The Orange group has a number of group wide policies in place to support the execution of its purpose, which drives overall engagement with employees, shareholders and wider stakeholders across the group, including OBSL, as well as determining the culture. The Orange group’s code of ethics (“**Group Code of Ethics**”) applies to all Orange employees, including OBSL directors, and provides a set of principal actions (Commitment to Respect, Commitment to Integrity, Commitment to Quality and The Team Spirit) together with a set of guiding principles to strengthen the trust of its employees, customers, suppliers, shareholders, partners, and society as a whole. The Company’s culture is the combination of values, attitudes and behaviours demonstrated by OBSL and its employees in its activities and relations with stakeholders. Demonstrating the desired culture helps us to maintain the desired reputation for high standards of business conduct.

OBSL’s purpose is to own, manage, protect and license the Orange brand globally. Against this core purpose OBSL employs UK based staff to support the commercial activities of OSA and its subsidiaries around the world. The Orange brand represents a key asset of the Orange business. The Board has a responsibility to consider factors which will contribute to the Company’s long-term success, as well as a responsibility to the Orange group and OBSL’s stakeholders to fulfil its purpose. The Board is also responsible for policing and safeguarding the global use of the Orange brand, principally undertaken through the licencing framework for which the Board has responsibility, in respect of the territories in which OSA and its affiliates operate. Failure to do so may result in severe financial, commercial and reputational consequences for the Orange group due to, amongst other things, the impact on the revenues stream derived from the use of the brand by OBSL’s stakeholders.

The division of key responsibilities and purpose between the Orange group and OBSL is clearly defined in OBSL’s Board’s terms of reference. The Orange group is responsible for, amongst other things, setting the group strategy and deciding on new activities and territories into which the Orange group may expand its operations. Decisions around acquisitions, diversification or expanding into new territories are taken at Orange group level, whereas the OBSL Board is wholly responsible for any decisions affecting the rebranding of newly acquired entities and the launch of new activities under the Orange brand. Similarly, the Board is responsible for managing any extraction of the Orange brand from entities which are divested, pursuant to a decision made by the Orange group.

### **Corporate Governance Practices**

#### Application

This section provides an overview of how the Board applied its corporate governance practices for the year to 31 December 2019.

The directors are mindful of corporate governance and seek to demonstrate an understanding of their accountability and statutory responsibilities, including application of their Section 172 duties under the Act and broader obligations under wider regulatory responsibilities including the senior accounting officer and tax strategy regime and the General Data Protection Regulation as it applies in the UK (tailored by the Data Protection Act 2018), amongst others.

The Board is ultimately responsible for organising and directing the affairs of the Company in a manner most likely to promote the success of the Company for the benefit of its sole member whilst complying with legal and regulatory frameworks. At the present time, the Board delegates day to day activities and stakeholder engagement to the SMT. Brand related activities are delegated to the global brand team (GBT).

Board meetings are held quarterly, scheduled a year in advance, with a schedule of recurring matters. Board paper preparers are provided with a template to ensure sufficient information is provided to the Board of high levels of quality and integrity, and the Board receives a reminder of their Section 172 duties with every board pack. The company secretary provides an annual corporate governance update to the Board on new and amended legislation, including the steps taken by the Company to comply.

Board Composition:

The Company has composed a Board with a balance of skills, backgrounds, experience and knowledge required to compliment the promotion of the long term success of the Company and to identify the impacts of the Board's decisions on the Company's key stakeholders, and where relevant, the likely consequences of those decisions in the long-term. Individual directors have sufficient capacity to make a valuable contribution that is aligned to the Company's activities. Currently, the Board comprises members whose experience is not purely brand-related, bringing a more diverse thought process to its decision making, which helps identify the impacts of the Board's decisions on the Company's key stakeholders.

Below is a brief biography of the directors of the Company as at 31 December 2019:

<p><b>Christophe Naulleau – Chief Governance Officer Europe</b></p>
<p>Christophe is Chief Governance Officer Orange Europe, and is the Chairman of the Board at OBSL. He is also the Head of Group in UK and sits on the Group in UK SMT. He is a board member at Orange Belgium, Orange Spain and Orange Slovakia, indirect affiliates of Orange group. He is the director of the Orange Directors program, which aims at promoting best standards of governance across the Group, for its 500 subsidiaries. Christophe's dual roles are reviewed annually. Christophe has a finance background and a wealth of experience in operations within Telco.</p>
<p><b>Martin Crossley – Group Risk Manager</b></p>
<p>Martin is group risk manager of OSA, the parent entity in respect of all holdings and activities of the group; reporting to the corporate finance function. He is a qualified professional engineer who has occupied a wide range of cross-functional roles in the parent group since 2000 - including technical strategy, commercial analysis, design of banking controls, and organisational restructuring. In addition to his position as a director, Mr Crossley is the crisis management commander of the Company and chair of its corporate social responsibility committee.</p>
<p><b>Gillian Miles – HR and Operations Director</b></p>
<p>Responsible for the HR function, Health and Safety, and Facilities. Gillian has a business background and brings business and HR skill set to the Board. MBA qualified with over 30 years' experience working in HR.</p>
<p><b>Christine Walser-Sacau – Global HR Business Partner for Customer Services &amp; Operations at Orange Business Services, an affiliates of OBSL</b></p>
<p>Christine has a legal and business background and is Global HR business partner in Orange Business Services, an affiliate of Orange SA.</p>

**Mickael Faure – Brand Strategy and Performance Director**

Mickael has 20 years' international professional experience in Commercial, Marketing, Strategy, Brand & Communication within Telco & Digital industry. Mickael has occupied various telecommunications Senior Management positions based in Orange France, Orange Madagascar, Personal Argentina, Orange Botswana, Orange Moldova, Orange Spain and currently in the UK.

**Jean-Francois Rodriguez – Senior Vice President, Global Brand and Sponsorship**

Jean-Francois is responsible for the Orange brand and sponsorship management and strategy at Orange Group. His role includes defining global brand strategy, guidelines, developing international communication platform, media buying, digital activation, rebranding, sponsorship contracts and full activation. He has in-depth knowledge of telecoms, media and internet industries. His areas of experience include; strategy, brand, communication, media, marketing, digital media, partnerships with media industry, management, product and business innovation, business transformation.

In addition to the directors, the following are regular attendees at each Board meeting:

- General Counsel
- Finance Director
- Company Secretary
- Group Risk Manager
- Group Tax Manager
- Head Brand Strategy & Licensing

The following also attend the Board meeting on a scheduled basis:

- IT Director
- Group Director of Fraud Risk Intelligence and Investigative Analysis
- Director of Global Sponsorship and Partnership
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The regular attendees provide further diversity of thought to each Board meeting; enable the Board to engage in richer discussions; and help the Board debate and reach consensus on decisions by providing up to date commercial, legal and financial, amongst other, updates, perspectives and information, that supports the decision making process.

### Training

Newly appointed directors are provided with a bespoke induction, dependent on their previous exposure to a board, as well as their skills and experience. The Board and SMT will be undertaking training on their primary duties under the Act and broader regulatory responsibilities, e.g., General Data Protection Regulations, Anti-Money Laundering, Corporate Criminal Offence during 2020, with an annual refresher each year to ensure directors maintain a clear understanding of their responsibilities and accountabilities. Orange Policies remain in place to support these primary duties and broader regulatory requirements.

The company secretary is responsible for keeping the Board up to date with regulatory changes and, where appropriate, training will be extended to the SMT to enhance their effectiveness in supporting the directors. OBSL procedural documents provide a summary of directors' duties and the importance of management information to supplement decision making under Section 172. As noted above, each Board pack contains a reminder of the duties falling under Section 172 of the Act.

To support effective decision-making, the directors and the SMT take into account the Orange group-wide governance policies and practices, including the Orange Policies, when making decisions on behalf of the Company. Furthermore, in 2018 the Board underwent a governance refresh to ensure sufficient information is provided to the Board of high levels of quality and integrity. This led to the review of the Group in UK and OBSL Directors Manual (the "**Manual**") and the introduction of the OBSL BOD Procedure Guidance. The purpose of the Manual is to support directors of Group in UK subsidiaries (including OBSL) in the performance of their duties and responsibilities upon appointment, and to familiarise them with group policies as relevant. The OBSL BOD Procedure Guidance document sets out requirements and templates

for notice of meetings, agendas, Board papers, chairman, decision making, quorum and voting, annual timetable, exceptional Board meetings, minutes and company law considerations.

OSA has improved its training programme, to ensure that the members of governance bodies, including OBSL, gain a better understanding of the various requirements and responsibilities related to the exercise of their appointment as a director. To ensure expertise and principles of good governance are circulated more widely, additional actions are taking place:

- Training is improved, with more sessions and additional formats such as digital, for France and at an international level, and with the addition of modules for more specific themes, including both theoretical topics but also the sharing of best practices.
- Each new Orange board member must attend the relevant training that is offered, and must read the kit that will be provided in the context of the mandate which he or she exercises within the group.
- Best practices and experience sharing sessions will be implemented; board members will be able to contact mentors and specific experts if needed.

#### Opportunity & Risk:

The Board perceives its main opportunities lie in increasing revenue from the Orange brand through licensing activities and opportunities which arise from the activities of OSA in diversification, acquisitions and exploring new territories and developing new areas of activity, thus pursuing its objective to increase the Orange brand's value and to maintain, develop and protect the Orange brand.

The Company has a comprehensive risk management process in place, which is designed to identify, manage and mitigate business risk. Regular reporting of these risks and the monitoring of actions and controls is conducted by the Board. This process considers, among other things, the possibility of financial loss, business interruption or damage to our brand due to cyber (failure of IT systems) risk, civil disturbance and other events (details of our principal risks and uncertainties are set out on page [ ] - Strategic Report).

The Board is ultimately responsible for enhancing and protecting the Orange brand to achieve and maintain long term success, which it considers to be its main strategic objective. As such, the Board recognises the importance of receiving regular, timely and accurate information on any matter affecting the brand allowing it to take appropriate action when required.

The Board had delegated responsibility to the Fraud, Ethics and Compliance Steerco to, amongst other things, act as a point of reference for all issues relating to fraud, ethics and compliance and to present to the Board the fraud risk map, to discuss emerging risks and make recommendations to the Board as to what, if any, response should be made to address those risks.

#### Stakeholder Relationships and Engagement

As noted in this Statement of Corporate Governance Arrangements, at the present time, the Board delegates stakeholder engagement to the SMT. Going forward, we will formalise this stakeholder engagement delegation in the Governance Policy (defined below) as well as the processes behind decision making and making principal decisions; and provide detailed guidance on the application and execution of Section 172 duties. In order for the directors to adequately consider their Section 172 duties, it is important for them to identify OBSL's key stakeholders and the importance of those stakeholders on the long-term success of the Company.

The Board has considered the stakeholders that are impacted by the Company and its business activities, and consider its employees, the brand licensees, charities, sponsored events and the shareholder to be its key stakeholders.

#### 2020 Governance Roadmap

It is the Board's intention to adopt an overarching corporate governance policy during 2020, which will reflect the current delegations and operational governance and provide detailed guidance for directors and the SMT on the application and execution of Section 172 duties (the "**Governance Policy**"). The Governance Policy will formalise existing governance policies and controls and provide directors and the SMT with a clear process to follow when considering principal decisions, responsibility for which is reserved by the Board to ensure the directors can demonstrate sound and competent execution of

their statutory duties (including oversight of the management of relationships and engagement with stakeholders on their behalf) in accordance with the Act and the Regulations, as well as applicable UK legislation.

The 2020 Governance Roadmap will include:

- the adoption of the Governance Policy, which will:
  - formalise entity and operational governance over new and existing OBSL corporate governance practices and policies;
  - detail governance requirements (meeting requirements, board compositions etc);
  - provide a corporate approval policy, outlining matters reserved for the Board, the SMT and relevant information flows (requiring the SMT to report back to the Board on a regular basis, allowing the Board to demonstrate its oversight of the delegated responsibilities);
  - provide a formalised process for making principal decisions including a workflow to support the making of a principal decision – enabling the statutory boards to be able to meet their statutory duties and report whilst ensuring that the decision making process is consistent; and
  - detail a formalised stakeholder strategy which is reviewed regularly by the Board.
- ensuring that everyone involved in and contributing to the decision making process, from the Board to the Board paper preparers, understand the duties which the directors' are obligated to consider in the decision making process and the Regulations, in order to be able to provide relevant information and therefore lead to effective decision making.

## **ENGAGEMENT WITH SUPPLIERS, CUSTOMERS AND OTHERS STATEMENT**

The Company considers its employees, the brand licensees, charities, sponsored events and the shareholder to be its key stakeholders. The Company aims to build enduring relationships with its key stakeholder in the countries where it operates. The Company engages with its key stakeholders and considers their differing needs and priorities as an everyday part of its business and uses the input and feedback to inform its decision making.

The table below describes how the directors have had regard to the need to foster relationships with stakeholders, specifically its brand licensees, charities, sponsored events and shareholder, in a business relationship with the Company, and the effect of that regard, including on the decisions taken during the reporting period:

<b>Key stakeholders</b>	<b>Stakeholders' interests</b>	<b>How we have fostered relationships</b>	<b>How the fostering of relationships impacted decision making</b>
<b>Employees<sup>1 2</sup></b>	For details on how the Company has engaged with OBSL's UK-based employees, how the directors had regard to those employees' interests, and the effect of that regard, including on the decisions taken during the reporting period, refer to the Engagement with Employees Statement in the directors' report.		
<b>Brand licensees<sup>1 2</sup></b>	<p>The ongoing reputation of the Orange brand</p> <p>The acceptable use of the Orange brand</p> <p>Level of brand licence fees payable under brand licence agreements</p> <p>Renewal of brand licence agreements</p>	<p>There are three levels of engagement with brand licensees:</p> <ol style="list-style-type: none"> <li>1. with our brand legal affairs team who engage with licensees on matters related to brand enforcement, defence and protection</li> <li>2. with our brand strategy team who engage on matters relating to operational implementation, and use, of the brand</li> <li>3. with our finance team who engage with licensees on financial matters such as brand fees, invoices and payments</li> </ol>	<p>During the reporting period no principal decisions have been made that impact the brand licensees</p> <p>The Board is provided with regular reports on renewals of, and negotiations for new, brand licence agreements by our brand legal affairs team. In addition, our brand strategy team updates the Board on the ranking of the Orange brand and brand reviews undertaken. The Finance team provides updates relating to brand fees and aged debtors, amongst others. The information received supports effective decision making by the Board.</p>
<b>Charities<sup>1</sup></b>	<p>To continue to receive 1 day's volunteering each year from OBSL employees</p> <p>To continue to benefit from fundraising matching, matching up to £500 per</p>	<p>The Company engages with charities collectively through joint CSR and employee activities on multiple levels:</p> <p>There is a fund to match employee fundraising or volunteering in their own</p>	<p>During the reporting period no principal decisions have been made that impact our represented charities</p> <p>The board is provided with bi-annual report on people activities, in which the Company's CSR activities</p>

<sup>1</sup> Those stakeholders which are likely to be affected by the actions of the Company

<sup>2</sup> Those stakeholders whose actions can affect the operation or business model of the Company

	<p>employee each year</p> <p>'Dogs for Good' to continue to be the charity of choice by OBSL employees</p>	<p>time. Our employees volunteer every year and can take one day per annum to volunteer for a charity of their choice in work time and we will match employee fundraising up to £500 each year</p> <p>This year our employees have chosen to sponsor a special assistance puppy through the Dogs for Good charity</p> <p>We promote an initiative whereby employees can donate their last hour of pay to charity annually, which is taken up by a number of employees</p> <p>Our employees also have the option to make monthly donations through a GAYE payroll scheme</p>	<p>and employee engagement with charities are included.</p>
<b>Sponsored events<sup>1</sup></b>	<p>The ongoing reputation of the Orange brand to foster successful partnerships to create powerful experiences that have a positive impact and long-term legacy</p>	<p>Group Sponsorship engages with partners based on their relevance to the brand and business. Group sponsorship agrees terms for specific rights with the partners and works with OBSL legal teams to formalise contractual terms.</p>	<p>During the reporting period no principal decisions have been made that impact sponsored events</p> <p>The OBSL board are kept informed of any proposed partnerships and involved in the decision making process of OBSL partnerships. The OBSL board is provided rationale and support documentation to assist in the decision making process. The Group sponsorship teams engage directly with all partner stakeholders to manage the duration and fulfilment of agreements</p>
<b>Shareholder<sup>1 2</sup></b>	<p>The Company is 100% owned by OSA</p>	<p>The Company reports to its shareholder on a regular basis in the form of its financial statements, monthly and quarterly board reports and business reviews, presentations to the board of the Group, review of key strategic bids, business plans and strategic plans</p>	<p>The Company's strategy is to pursue strategic growth to create long term value for its shareholders.</p> <p>The receipt of this information, and the coordination with Group functions, aids the Board when considering the amount of dividend and</p>

		as well as risk reporting.	impact at local level  Dividends, which are categorised as a principal decision, were considered and approved during the reporting period. For further details on the principal decisions made, refer to the Section 172(1) Statement in the strategic report.
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## **ENGAGEMENT WITH EMPLOYEES STATEMENT**

The Company considers its employees to be a key stakeholder. Throughout the year, the directors engaged with the Company's employees in various ways to provide information on matters of concern to them as employees, to take into account their views in making decisions likely to affect their interests, to encourage involvement in the Company's performance and to achieve a common awareness on the part of all employees of the financial and economic factors affecting the Company's performance.

The table below describes how the directors engaged with OBSL's employees, how the directors had regard to those employees' interests, and the effect of that regard, including on the decisions taken during the reporting period:

<b>Employees' interests</b>	<b>How have the directors engaged with employees</b>	<b>How the directors have had regard to employee interests, and the effect of that regard</b>
<p>Providing information on matters of concern to them as employees and to achieve an awareness of factors affecting the performance<sup>3</sup> of the Company, such as quarterly results, strategy, sustainability, training, bi-annual performance related bonus scheme, career development and diversity and inclusion</p>	<p>ECON (Employee Consultation) discusses employee matters, changes to employee policies and anything affecting our employees. Matters are fed back to the OBSL SMT</p> <p>Group's intranet, webinars, social media channels, town halls, regular team and one-to-one meetings</p> <p>Providing training and development for a career pathway</p> <p>Annual company social event where all employees and directors interact in a social environment and discuss work related and non-work related matters</p>	<p>OBSL employees choose their own representative to attend ECON on their behalf, ensuring that the OBSL employee voice is represented and heard</p> <p>OBSL SMT act on matters fed back to them, and will refer to the Board as necessary</p> <p>Elected employee representatives from various areas of the business meet regularly with the SMT to discuss items of employee interest and issues arising from business proposals and changes</p> <p>The Company strives to promote inclusivity and does not discriminate between employees or potential employees on grounds of race or ethnic origin, disability, gender, sexual orientation, age, religion or belief. The Company is committed to valuing the diversity of its people and it monitors and reports internally on aspects such as gender and age equality</p>
<p>Being consulted on a regular basis so that the views of employees can be taken into account in making decisions which are likely to affect their interests</p>	<p>Our employees are encouraged to participate in our group annual survey, the social barometer</p>	<p>Results from the social barometer are provided to the Board by the HR director. Workforce-related issues are considered, addressed and the workforce updated on the action taken</p>

During the reporting period no principal decisions have been made that impact OBSL's employees.

<sup>3</sup> The Company does not offer an employees' share scheme

