

Companies Act Section 172 Statement

The Amey Group delivers the very best sustainable infrastructure solutions spanning asset management, engineering and strategic consulting services and projects. Our business strategy is focused on improvement and sustainability in our chosen markets while promoting innovation and environmental, social and governance excellence.

The Board of Directors of Amey UK Limited considers, both individually and collectively, that they have acted in the 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 having regard to our stakeholders and matters set out in s172(1) (a-f) of the Act in the decisions taken during the year ended 31 December 2023.

While the Board has overall responsibility for managing relationships with our stakeholders, it delegates some of the practical responsibilities for engaging with stakeholders to the Executive Committee. This engagement plays a key role in ensuring directors fully understand stakeholder needs and make well informed decisions address differing priorities. An overview of our stakeholder engagement can be found on pages 52 to 53.

The Board, supported by the Executive Committee, has a diverse set of skills, knowledge and experience. This allows for informed decision-making that promotes Amey's long-term success but also considers stakeholder needs. Further information on our Board composition, including the skills and experience of the directors, can be found in the Board Leadership section on pages 67 to 69.

The Board receives detailed papers and in-person updates from management. This includes stakeholder priority and outcome analysis, which is reviewed and challenged to ensure careful consideration of conflicting views. Progress reports on agreed actions allow the Board to review and adapt to evolving stakeholder priorities. During the year, the Directors also received refresher training on director duties and responsibilities, including decision making and conflicts of interest, from an external law firm.

In discharging their duties in relation to s172(1) of the Companies Act 2006, Directors and the Executive Committee have paid regard to the following matters:

<p>The likely long-term consequences of any decision</p>	<p>The Board monitors the Strategic Plan using financial and non-financial Key Performance Indicators. The Plan is designed to have a long-term beneficial impact on the Group and to contribute to its success in delivering better quality and more innovative services to clients. Other activities included:</p> <ul style="list-style-type: none"> • Agreeing the 2024 budget • Monitoring a 100 day plan to control and reposition Amey with stakeholders following the acquisition of the Amey Group by OEP and Buckthorn • Launching an ESG strategy • Reviewing the work winning capability of the business which resulted in the adoption of the Miller Heiman work winning methodologies and additional resources • The review and approval of key bids <p>More information can be found in the:</p> <ul style="list-style-type: none"> • CEO foreword, pages 2 to 6
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<p>The interests of our employees</p>	<p>The Board recognises the value of its ongoing focus on creating an engaged workforce to supporting long-term growth. It is committed to creating a diverse workforce, keeping our people engaged and safe and nurturing our culture of wellbeing.</p> <p>Feedback from employee surveys - in addition to directors' site visits and attending corporate events - influence Board decisions regarding our people. Gender and Ethnicity Pay Gap Reports influence decisions on attracting talent and diversity initiatives Amey-wide. The impact of the cost of living was a consideration in determining our 2023 pay awards and Amey's ongoing commitment to being a Real Living Wage employer supports retention and recruitment.</p> <p>Regular Safety Council reports ensure that best practice is shared across the business, reducing accidents in the workplace.</p> <p>More information can be found in the following sections:</p> <ul style="list-style-type: none"> • Social section of the Environment, Social and Governance part of the Strategic Report on pages 20 to 48
<p>The need to foster business relationships with suppliers, clients and others</p>	<p>The Board receives updates on relationships with supply chain and strategic partners from the ESG Committee and from the Operational and Financial reviews as well as routine business updates and presentations.</p> <p>The Board and Executive Committee met key clients during the year and undertook reviews of significant contracts. There was also dialogue and regular meetings with the Crown representative, including an annual supplier assessment which informed our strategy.</p> <p>Amey has become a member of the Supply Chain Sustainability School and is a member of Social Enterprise UK's Buy Social corporate challenge.</p> <p>More information can be found in the following sections:</p> <ul style="list-style-type: none"> • Environment and Social sections of the Environment, Social and Governance part of the Strategic Report on pages 20 to 24 and pages 34 to 47 respectively • Stakeholder engagement, pages 52 to 53
<p>The impact of the Group's operations on the community and the environment</p>	<p>The Board recognises the urgency and focus needed to reduce carbon emissions. As well as approving our long-term corporate commitment to be a net zero organisation by 2040, the Board has focused on reducing our resource consumption and investing in reducing the carbon emissions of our customers and the UK at large through the services we deliver.</p> <p>The Board approved the adoption of the UN Sustainable Development Goals (SDGs) as part of our ESG strategy. In particular, Amey contribute to SDG 9 industry, innovation, and infrastructure and SDG 11 sustainable cities and communities.</p> <p>The Board believes in creating a sustainable future for the communities we operate in and has supported the implementation of Social Value measurement tools to measure and report our social impact.</p> <p>More information can be found in the following sections:</p> <ul style="list-style-type: none"> • Environment, Climate Change and Social sections of the Environment, Social and Governance part of the Strategic Report on pages 20 to 24, pages 25 to 33 and pages 34 to 47 respectively