

DAS UK Holdings Limited's Section 172(1) Statement for year end 2022

The below Section 172 (1) Statement was approved by the Board of DAS UK Holdings Limited ('the Company') on 31 March 2023 for disclosure on the Company's website in respect of the 2022 year end.

Section 172(1) statement

The Directors of the Company must act in accordance with a set of general duties. These duties are detailed in section 172 of the Companies Act 2006, which is summarised as follows:

A director of a company must act 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, in doing so have regard (amongst other matters) to:

- *the likely consequences of any decisions 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 environment;*
- *the desirability of the company maintaining a reputation for high standards of business conduct; and*
- *the need to act fairly as between shareholders of the company.*

All members of the Board recognise their duty to the Company and the following paragraphs summarise how the Directors fulfil their duties. DAS UK Holdings Limited and its subsidiaries are managed on a unified basis and comprise the DAS UK Group.

Consequences of any decisions in the long term

Each year, the Board undertakes a review of the Company's strategy and the business plan for the following four or more years. Once approved by the Board, the plan and strategy form the basis for financial budgets, resource plans and investment decisions, and also the future strategic direction of the Company. In making decisions concerning the business plan and future strategy, the Board has regard to a variety of matters including the interests of various stakeholders, the consequences of these decisions in the long term and its long-term reputation.

The Chief Executive is responsible for delivering the plans and strategy agreed by the Board, with authority delegated to executive managers but subject to all decisions being made on the basis of the values and standards mandated. The Directors fulfil their duties partly through a governance framework that delegates day-to-day decision-making to employees of DAS UK Group.

The primary objective of the Company's risk and financial management framework is to protect the Company from events which hinder the achievement of strategic objectives, including the delivery of good customer outcomes, and operational financial performance targets. Management recognises the critical importance of maintaining efficient and effective risk management systems.

Interests of the Company's employees

There are no individuals employed directly by the Company; all personnel within DAS UK Group are employed by a subsidiary, DAS Services Limited. DAS UK Group is committed to being a responsible business and doing the right thing for its employees. People are at the heart of its business.

For the Company's business to succeed it needs to manage its people's performance and develop and bring through talent whilst ensuring it operates as efficiently as possible. DAS UK Group also ensures it shares common values that inform and guide the employees' behaviour so the Company achieves its goals in the right way.

Bi-annual town halls are held for all employees of DAS UK Group where an update is given regarding the current performance and any strategic decisions which have been made.

DAS UK Group has a well-developed structure through which it engages regularly with trade union officials to understand matters concerning its employees. DAS UK Group also has an Employee Engagement Forum ('EEF') which acts as a method of communication between the Directors of the Company and the employees.

The EEF meet on a quarterly basis to discuss a range of different topics affecting the business.

There are regular engagement surveys which are rolled out across the ERGO Group in order to gauge the current engagement levels of employees and to determine areas needing improvement.

Business Relationships

DAS UK Group is committed to being a responsible business and doing the right thing for its customers and business partners.

DAS UK Group's strategy prioritises organic growth, driven by cross selling and up selling services to existing clients and bringing new clients into the Group. To do this, DAS UK Group needs to develop and maintain strong client relationships. DAS UK Group values all of its suppliers and has multi-year contracts with its key suppliers.

DAS UK Group's reputation with stakeholders, customers, business partners and suppliers is critical to the continued success of its business. DAS UK Group has set an appetite for threats to its reputation and the measures it will take to uphold its stakeholder's expectations.

Community and Environment

DAS UK Group is committed to being a responsible business and doing the right thing for its community and the environment.

DAS UK Group's approach is to use its position of strength to create positive change for the people and communities with which the Company interacts. DAS UK Group wants to leverage its expertise and enable employees to support the communities around us.

Business Conduct

All members of the Board recognise their duty to the Company, however the Company and its subsidiaries are managed by the Board on a unified basis. The Group includes an insurance company, which is authorised by the Prudential Regulatory Authority ('PRA') and regulated by the Financial Conduct Authority ('FCA') and PRA, and a legal company, which is regulated by the Solicitors Regulation Authority ('SRA'). The PRA, FCA and SRA regulate the conduct of these companies. The Company also recognises its commitments to other regulators arising from its operations, such as those relating to tax, data and pensions. Robust controls are in place to ensure that the Company meets the necessary conduct standards. There is also the Munich Re Code of Conduct where all employees, including Directors, must complete regular training and awareness activity.

Acting fairly between shareholders

The Company only has one shareholder, its intermediate parent undertaking, ERGO Versicherung AG. The Company's parent company and the wider ERGO Group and Munich Re Group of companies are considered in business decisions, although all members of the Board recognise their duty to the Company.