

**Thalia WB ODC Limited**

**Strategic Report for the Year Ended 31 December 2021 (continued)**

**Statement by the Directors in performance of their statutory duties in accordance with s172(1) of the Companies Act 2006**

The Directors consider, 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 (having regard to the stakeholders and matters set out in s172(1)(a-f) of the Act) in the decisions taken during the year ended 31 December 2021 (see also the Corporate Governance statement and a detailed s172(1) statement on the Amey Group's website: [www.amey.co.uk](http://www.amey.co.uk) and the Amey UK Limited 2021 group financial statements for more information).

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

<p>The likely consequences of any decision in the long-term, such as strategic planning, Brexit impact and business development opportunities</p>	<p>The directors monitored the Strategic Plan adopted at the start of the financial year using both non-financial and financial key performance indicators. The strategic plan is designed to have a long-term beneficial impact on the Company and to contribute to its success in delivering better quality and more innovative services to clients to 2024 and beyond. Other activities included:</p> <ul style="list-style-type: none"> <li>• Agreeing a more robust approach to risk management</li> <li>• Agreeing the budgets for current and future years</li> <li>• Cashflow forecasting and monitoring</li> <li>• Reviewing the impact and recovery of the cyber incident and ensuring learnings are implemented across the business</li> <li>• Regular reviews of contractual performance</li> <li>• Considering the initial stages of the divestment from the Amey Group</li> </ul>
<p>Interests of the Company's employees including health and safety, employee involvement and initiatives, diversity, inclusion and gender pay gap issues.</p> <p>Note that the Company does not have any employees but that staff were seconded into it from Amey Services Limited during this period.</p>	<p>The directors recognise the value of an ongoing focus on creating and engaged workforce to support the Company's long-term growth. They are committed to creating a diverse workforce, keeping our people engaged, safe and nurture a culture of wellbeing.</p> <p>Regular employee feedback surveys were conducted and actions taken to improve the experiences employees have within the workforce. The Gender and Ethnicity Pay gap Reports influenced decisions on attraction and diversity initiatives across the business.</p> <p>Regular Health and Safety reporting is shared across the business to ensure to reduce accidents in the workplace.</p>
<p>The need to foster the Company's business relationships with suppliers, customers and others including supplier evaluation, social values and payment practices.</p>	<p>The board received updates on relationships with supply chain and strategic partners from the operational and financial reviews as well as from routine business updates and presentations.</p> <p>Management had regular meetings and dialogue with the Company's key clients and regulators.</p>
<p>Impact of the Company's operations on the community and the environment.</p>	<p>The directors believe in creating a sustainable future for the communities the Company operates in and has supported the implementation of social value measurement tools to measure and report on social impact.</p> <p>The directors recognised the urgency and focus needed to reduce carbon emissions. As well as focussing on reducing our carbon emissions by approving our long-term corporate commitment to be net zero by 2040, the directors focused on reducing our resource consumption and investing in the opportunity to reduce the carbon emissions of our customers and the UK at large through the services we deliver.</p>

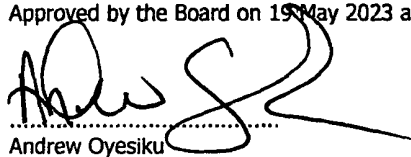
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**Strategic Report for the Year Ended 31 December 2021 (continued)**

<p>The desirability of the Company maintaining a reputation for high standards of business conduct</p>	<p>The directors are committed to ensuring we consistently uphold the highest standards of conduct and ethics in how we work and the way we operate.</p> <p>Updated ethical training modules to be launched across the business in 2022.</p> <p>During the year reviews of whistleblowing reports and allegations of unethical behaviour were reviewed.</p>
<p>To act fairly between members of the Company.</p>	<p>The Board considers which course of action best enables delivery of our strategy through the long-term, taking into consideration the impact on stakeholders. In doing so, our Board act's fairly as between the Company's members but are not required to balance the Company's interest with those of other stakeholders, and this can sometimes mean that certain stakeholder interests may not be fully aligned.</p>

As the Company was a subsidiary of the Amey group of companies, and ultimately wholly owned by the Ferrovial group of companies, the Company's Directors discharge their duties within policies, procedures and authorisation limits set out on a group-wide basis. Further information on how officers within the Amey Group of companies discharge their duties is included in the Amey UK Limited 2021 group financial statements. The Directors of this Company also achieve this through attendance at relevant executive meetings, involvement in executive briefings and training, and through having responsibility for implementation of group-wide initiatives to promote best practice.

Approved by the Board on 19 May 2023 and signed on its behalf by:



Andrew Oyesiku  
 Director  
 19 May 2023