

MCGILL AND PARTNERS HOLDINGS LIMITED - SECTION 172 (1) STATEMENT

The directors of the Company consider that they have responsibly and appropriately discharged their duties under the Companies Act 2006 (the “Act”), including their duty to act in the way that they consider, in good faith, will be most likely to promote the success of the Company for the benefit of its members as a whole, having due regard in doing so to the matters set out in section 172 (1) (a) to (f) in the Act (“s.172”).

The Company is part of the McGill and Partners group of companies (“the Group”). Consequently, the Board of McGill and Partners Group Ltd (“the Group Board”) has overarching decision making authority for the Group on a number of reserved matters. These include setting the Group’s strategy and values, approving the Group’s budget and business plan, and reviewing and approving the Group’s policies, processes and management structures, amongst others. Responsibility for actioning the Group Board’s decisions and strategic direction and the day-to-day management of the Group then rests with the Group

Board’s executive directors and the senior leadership team. The directors of the Company therefore ensure that they give due care and consideration to discharging their duties and having regard for the matters in s.172 by adopting and adhering to the Group’s internal governance arrangements as outlined above.

In particular, the directors of the Company have considered the likely consequences of decisions in the long term, and the need to maintain a reputation for high standards of business conduct by ensuring that the Group’s strategy, policies and standards are adopted and supported by the Company. The Company’s principal activity is to be an intermediate holding company of group entities, and therefore the directors consider the needs of the Group in its decision-making as its direct stakeholders. Furthermore, as the Company relies on the resources of the Group, including its employees, suppliers and other business relationships, the directors also consider the needs of these indirect stakeholders, and any consequent impacts on them, by adopting and supporting the Group Board’s decisions where these stakeholders were directly considered.

For each matter that comes before it, the Board considers the likely consequences of any decision in the long-term and identifies stakeholders that may be affected, carefully considering their interests and any potential impact of the decision-making process.

A key decision taken during the period was to refresh and extend the trade receivables facility. In considering this matter, the Board had regard to the Company’s and the wider group strategy to continue to build out at pace, the firm’s ability to provide (re)insurance intermediary services over the longer-term and the Group’s shareholder interests.

In December 2024, The Group was included in Warburg Pincus’ first ever multi-asset continuation fund, demonstrating Warburg Pincus’ ongoing commitment to McGill & Partners.

Further information on how the Group Board had regard to the matters set out in s.172 can be found on the McGill and Partners website: <https://www.mcgillpartners.com>.

Approved by the Board and signed on its behalf by:

A handwritten signature in black ink, appearing to be 'D P N Mignon', with a stylized, flowing script.

D P N Mignon – *Director*
7 May 2025