

QCA Corporate Governance Code Website Disclosures

The Board is committed to high standards of corporate governance. Facilities by ADF plc (“**ADF**”, “**Group**” or the “**Company**”) complies with the ten principles of the QCA Corporate Governance Code (the “**Code**”) in all material respects. A brief explanation of how it does so can be found in the Chairman’s Corporate Governance Statement in the latest Annual Report available on the [Reports and Presentations](#) page of the Company’s website.

This document contains the disclosures (or links to the relevant materials) that the Code considers appropriate for inclusion on the Company’s website only. Please refer to the Company’s latest [Annual Report](#) for the additional disclosures that the Code considers appropriate for inclusion in the Company’s Annual Report.

1. Chairman’s Corporate Governance Statement

Code requirement:

- *Inclusion of the Chairman’s Corporate Governance Statement (which complies with the requirements of the Code) on the Website.*

Please see the Chairman’s Corporate Governance Statement in the Company’s latest [Annual Report](#).

2. Shareholder Engagement

Code requirement:

- *Identify those responsible for shareholder liaison or specification of the point of contact for such matters.*

The Board is committed to maintaining good communication and having constructive dialogue with shareholders by providing effective communication through our annual and interim financial statements along with Regulatory News Service (“RNS”) announcements, and information on the Company’s website.

The Company also offers shareholders the opportunity to meet the Directors in person at the Company’s AGM. Shareholders are invited to attend and there are opportunities to ask questions during the AGM and to meet with the Directors after the formal proceedings have ended.

The Company undertakes investor roadshows following the release of its results and uses the Investor Meet Company platform to present its results roadshows to all interested stakeholders and potential investors. Recordings of Investor Meet Company presentations are available on the [Reports and Presentations](#) on the Company’s website and on the Investor Meet Company platform. The company also receives investor feedback via its broker.

Information on the “Investors” section of the Group’s website, <https://facilitiesbyadf.com> is

comprehensive and is kept updated.

Shareholders who wish to contact the Company can get in touch with the Company's Investor Relations contact, Alma Strategic Communications, at +44 (0)20 3405 0205 by telephone, or at facilitiesbyadf@almastrategic.com via email. A contact form is available on the Group's website [here](#).

3. Stakeholder Engagement

Code requirement:

- *Explain how the company identifies the key resources and relationships on which it relies.*
- *Explain who is responsible for stakeholder engagement, including whether particular responsibilities lie with any individual director or board committee.*
- *Explain how the company and/or board obtains feedback from different stakeholder groups, how this is fed into board discussions and the outcomes/actions of major/significant changes that have been generated as a result of this feedback (e.g. changes to decision-making, inputs or improvements in products)*

Please refer to the Strategic Report (in particular the section 172 statement incorporated therein) in the Company's latest [Annual Report](#) for information on how the Group takes into account wider stakeholder interests, including social and environmental responsibilities, and their implications for long-term success.

4. Governance Framework

Code requirement:

- *Describe the roles and responsibilities of the chair, chief executive and any other directors who have specific individual responsibilities or remits (e.g. for engagement with shareholders or other stakeholder groups) and how, if at all, these have evolved.*
- *Describe the roles of any committees setting out any terms of reference and matters reserved by the board for its consideration and how, if at all, these have evolved.*
- *Describe any actions taken and/or plans for evolution of the governance framework in line with the company's plans for growth in the year ahead.*

Individual Roles

Please refer to the Board of Directors section of the latest [Annual Report](#) on the individual roles of the directors.

Committees

The Board has Audit & Risk, Remuneration, Nomination and Disclosure Committees. Details of

membership of the Committees and descriptions of their respective remits and terms of reference are available on the [Corporate Governance](#) page of the Company's website.

Please also see the Audit Committee Report and Remuneration Report in the latest [Annual Report](#).

Corporate Governance Development and matters reserved for the Board

The Board is committed to, and ultimately responsible for, high standards of corporate governance, and has chosen to adopt the QCA Code. The Board reviews the Company's corporate governance arrangements regularly and expects to evolve these over time, in line with the Company's growth. The Board delegates responsibilities to Committees and individuals as it sees fit.

Ultimately, authority for decision-making on strategic and operational matters rests with the Board, with certain issues delegated to committees of the Board and other issues delegated to management; the Board however retains responsibility and accountability for all delegated matters. All Directors participate in the key areas of decision-making, including the following matters:

- review, formulate and approve the Company's strategy;
- review, formulate and approve the Company's budgets;
- review, formulate and approve the Company's corporate actions; and
- oversee the Company's progress towards its goals.

5. Board Performance and Evaluation

Code requirement:

- *Describe Include a description of the board performance review process/cycle adopted by the company.*
- *Explain how the company approaches succession planning and the criteria and processes by which it determines board and other senior management appointments, including any links to the board performance review process*

Board, Committee and Director Evaluation Process

The Company conducts annual, in-depth reviews and evaluations of the performance of the Directors as a whole to ensure that members of the Board collectively function in an efficient manner, as well as reviewing the effectiveness of each Committee. The purpose of the in-depth review is to ensure that members of the Board collectively function in an efficient manner, as well as to review the effectiveness of each Committee, and to focus upon the key areas of focus for the Board in going forward over the short-, medium- and long-term.

Anonymised questionnaire data is collected by One Advisory Limited in its capacity as Company Secretary, and the results of the data and underlying analysis will be formally presented to the Board.

Please see the Chairman's Corporate Governance Statement in the Company's latest [Annual](#)

[Report.](#)

Succession Planning

The Company has a Nomination Committee, which considers succession planning and nominates candidates to fill Board vacancies, as well as keeping under review key positions outside the main board and other personnel considered critical to the business.

6. Voting and Annual Report Disclosures

Code requirement:

- *Disclose the outcomes of all votes in a clear and transparent manner.*
- *Where a significant proportion of votes (e.g. 20% of independent votes) have been cast against a resolution at any general meeting, the company should include, on a timely basis, an explanation of what actions it intends to take to understand the reasons behind that vote result, and, where appropriate, any different action it has taken, or will take, as a result of the vote.*
- *Include historical annual reports, investor presentations and other governance-related materials, including notices of all general meetings over the last five years, and ensure they are accessible to all types of shareholders.*

Vote Disclosure

The Company announces the results of proxy/poll voting by RNS following the conclusion of the relevant meeting.

Negative Voting Patterns

Should a significant proportion of votes be lodged against a resolution at a shareholder meeting, the Company intends to follow the disclosure requirements of the Code.

Historic Annual Reports and AGM Notices

For copies of our historic Annual Reports , AGM Notices and other shareholder circulars please see the [Reports and Presentations](#) page of the Company's website.

Statement Review

This statement was last reviewed on 11 September 2025.