

Computacenter (UK) Limited

Directors' duties – compliance with section 172 of the Companies Act 2006

Section 172 of the Companies Act 2006 requires Directors to promote the success of the company for the benefit of the members as a whole and in doing so have regard to the interests of stakeholders including clients, employees, suppliers, regulators and the wider society in which it operates. Computacenter (UK) Limited is a wholly owned subsidiary of Computacenter Plc and is part of Computacenter Group ("Group").

On pages 38 to 44 of the Computacenter plc Annual Report and Accounts 2024, we have set out how we have engaged with our key stakeholders and how the Board has considered their interests during the year.

The Chair's Statement on page 10 of the Computacenter plc Annual Report and Accounts 2024 outlines how the Board considered the Group's environmental impact in 2024, and information on our environmental performance can be found on pages 53 to 75 of the Computacenter plc Annual Report and Accounts 2024.

Section 172 also places a number of other obligations on company Directors, namely, to consider the likely consequences of any decision in the long term, the desirability of the company maintaining a reputation for high standards of business conduct, and the need to act fairly between members of the Company.

Computacenter (UK) Limited Board naturally takes a long-term view in its decision making. The Company's business is based on developing multi-year relationships with customers, as evidenced by more than half of our top 50 customers having been with us for more than a decade. The Directors of the Group also have a substantial combined shareholding in the Group (which includes Computacenter (UK) Limited), totalling 41.2% of total voting rights as at 31 December 2024, and therefore have a significant interest in ensuring the business's continued success in the long term.

The Group (which includes Computacenter (UK) Limited) has a reputation for high standards of business conduct, including putting customers first and delivering on its promises. This is shown both by our Winning Together values and by the work we have done in recent years to turn around problem contracts. Maintaining a strong reputation in the market is also important to our Technology Providers, who are crucial stakeholders for our business.

The size of the Directors' shareholding of the Group (which includes Computacenter (UK) Limited) directly aligns their interests with other shareholders, while the Board has a majority of independent Non-Executive Directors. Both these factors ensure that all shareholders are treated fairly in the Board's decision making.

Information on the matters considered by the Board during the year can be found on pages 87 to 89 of the Computacenter plc Annual Report and Accounts 2024.

Stakeholder engagement

Our stakeholders are an important part of our operations and are referenced throughout this report. Details of our key stakeholders and how we engage with them are within page 38 to 44 of Computacenter plc Annual Report and Accounts 2024.