

Statement under section 172 of the Companies Act 2006

This statement, which forms part of the Strategic Report, describes how the Directors have had regard to the matters set out in section 172(1)(a) to (f) of the Companies Act 2006 (the “Act”) during 2023. The statement has been prepared in response to the obligations as set out in the Companies (Miscellaneous Reporting) Regulations 2018.

As required by section 172 of the Act, a Director of a Company must act in a way s/he considers, in good faith, would most likely promote the success of the company for the benefit of its shareholders. In doing this, the Director must have regard, amongst other matters, to the:

- likely consequences of any decisions in the long term;
- interests of the Company’s employees;
- need to foster the Company’s business relationships with suppliers, customers and others;
- impact of the Company’s operations on the community and environment;
- Company’s reputation for high standards of business conduct; and
- need to act fairly as between members of the Company.

In discharging our section 172 duties we have regard to the factors set out above. In addition, we also have regard to other factors which we consider relevant to the decision being made. As a Board our aim is always to uphold the highest standards of governance and conduct, taking decisions in the interests of the long-term sustainable success of the Company, generating value for our shareholders and contributing to wider society. We recognise that our business can only grow and prosper over the long term by understanding the views and needs of our stakeholders. Understanding our stakeholders is key to ensuring the Board can have informed discussions and factor stakeholder interests into decision-making. Those factors, for example, include the interests and views of the Company’s workforce, customers, consumers, suppliers, regulators, other members of our Group and the local communities in which the Company operates. By considering the Company’s purpose and values, together with its strategic priorities and having a process in place for decision-making, we aim to make sure that our decisions are consistent and appropriate in all the circumstances. In particular:

- The strategy of the Group applies to the Company, as a member of the Group, and shapes the Company’s business operations and activities. Details of the Group’s long-term strategy can be found on pages 8 to 11 of the Group 2023 Annual Report, which does not form part of this report but is available at www.reckitt.com.
- We understand the importance of engaging with, and understanding the perspectives of, our workforce. Amidst the ongoing cost of living pressures, ensuring continued wellbeing for employees, both physical and mental, has been a high priority. We also recognise the benefits of personal interaction and informal discussions in learning more about the day-to-day operations; the development and execution of strategy and gathering direct insight into our culture and workforce engagement. For further details on how the Company has engaged with employees, please see page 6 of the Directors’ Report.
- The Company is committed to responsible and ethical corporate behaviour. This includes high standards of business conduct in our relationships. The Company operates under documented policies approved by the Group, including the Group’s Code of Business Conduct, Global Anti-Bribery Policy and Sourcing for Sustainable Growth Policy, Data Privacy Policies and Global Anti-Money Laundering Policy and processes are in place to ensure compliance therewith. All employees of the Company engage in regular training on ethics and compliance matters and are encouraged to report any ethics concerns through a confidential “Speak Up” helpline.
- In conjunction with our executive management team, there is a regular review of quality, including health and safety matters, financial and operational performance and legal and regulatory compliance. We also review other areas over the course of the financial year including the Company’s business strategy, key risks, stakeholder-related matters, diversity and inclusivity, corporate responsibility and governance, compliance and legal matters.

Board meetings are held periodically where the Directors consider the Company’s activities and make decisions. Most decisions made by the Board during the year are deemed to be routine in nature and are taken on a regular basis. As a part of those meetings the Directors receive information on section 172 matters when making relevant decisions. The Directors then consider a range of factors. These include the long-term viability of the Company; its expected cash flow and financing requirements; the ongoing need for strategic investment in our business and the expectations of the Group.

