

STREAMLINED ENERGY AND CARBON REPORTING

We are aware of the impact our business has on the environment and it is our aim to ensure that we minimise any adverse impacts from our operations.

Given the nature of its activities, the Group's direct impact on the environment is relatively modest. Nonetheless, policies and standards are in place which aims to minimise this impact wherever possible. These include:

- compliance with all relevant national legislation as a minimum standard
- employment of practical energy efficiency and waste minimisation measures
- use of technology to reduce the need for business travel

Greenhouse gas emissions and kWh consumption data for the 18 month period for Time Out England Limited, the Group's UK trading subsidiary, is set out below:

Scope	Activity	Tonnes CO ₂ e	kWh
Scope 1	Natural gas	26.24	129,291
Scope 2	Grid-supplied electricity	70.25	330,838

Energy Intensity measure

Tonnes CO ₂ e per £m revenue	2.1
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We have used the UK Government GHG Conversion Factors for Company Reporting 2021 to calculate our total CO₂ emissions figures.

HUMAN RIGHTS

The Group communicates its ethical standards to employees through the Group's Business Ethics Policy and our Code of Conduct, which includes bribery, competition, conflicts of interest, inside information, confidentiality, gifts and entertainment, discrimination, harassment and fair dealing with customers and suppliers. Information on the above as well as a statement of compliance with the Modern Slavery Act 2015 is contained on our website. In addition, the Group's whistleblowing policy and procedures means every employee can have a voice and a means to raise concerns to the Group.

INDEPENDENT AUDITORS

PricewaterhouseCoopers LLP ("PwC") has expressed willingness to continue in office as Auditors and a resolution to reappoint them will be proposed at the Annual General Meeting.

ANNUAL GENERAL MEETING

The Annual General Meeting will be held on 9 December 2021. The ordinary business comprises receipt of the Directors' report and the audited financial statements for the period starting 1 January 2020 and ending 30 June 2021, the re-election of Directors, the reappointment of PwC as independent Auditors and authorisation of the Directors to determine the Auditors' remuneration.

The Notice of Annual General Meeting and ordinary and special resolutions to be put to the meeting are included at the end of this Annual Report and Accounts.

OTHER POLICIES IN PLACE

The Group has policies in place to mitigate risk surrounding fraud, bribery, modern slavery and whistleblowing amongst other things. It operates a Code of Conduct.

STATEMENT S172

The Directors are required by law to act in a way that promotes the success of the Company for the benefit of shareholders as a whole. In doing so, the Company must also give due consideration to the wider expectations of responsible business behaviour, having regard to the interests of its key stakeholders, as set out in the Strategic Report on page 29. The Board is conscious of its obligations under the Companies Act 2006, including s172 duties.

DUTY TO PROMOTE THE SUCCESS OF THE COMPANY

As required by Section 172 of the UK's Companies Act, a director of a company must act in the way he/she considers, in good faith, would most likely promote the success of the company for the benefit of 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.

By understanding our key stakeholder groups, we can factor their concerns and needs into boardroom discussions.

Board processes are reviewed and will be updated where necessary to ensure key stakeholders are considered in those discussions.

The Directors' report was approved by the Board on 29 October 2021 and signed by order of the Board.

Anne Crompton
Company Secretary