

Statement approved by the Board of Directors on 5 August 2024 as part of the Company's Annual Report & Financial Statements (2023) and signed on its behalf by Robert Guyler, Director, on 5 August 2024.

The Directors are fully aware of their responsibilities to promote the success of the company in accordance with Section 172 of the Companies Act 2006. Further details on how the Directors' duties are discharged and the oversight of these duties are included in the Directors Report.

The Company is the top UK holding company of the EDF Energy Group, which consists of the Company and its subsidiaries in the UK (the EDF UK Group).

The Company is non-trading, has no employees, customers or suppliers with its' primary role being to act as the financing vehicle for the EDF UK Group; working with its shareholder, EDF International SAS, and EDF to ensure the EDF UK Group has sufficient funding available to fund the activities and pipeline projects and transactions of each business unit. As a result of this, the breadth of stakeholders and other considerations that would often apply to decision making for those operational companies within the EDF UK Group have generally not applied to the decisions made by the Directors of the Company.

The Directors support the corporate governance practices of the EDF UK Group, ensuring decision making and activity within the Company is compatible with the overall EDF UK Group strategy to promote long term success. As such, the Company ensures its Directors have due regard to their duties when making decisions by ensuring the Company cooperates and adheres to overall EDF UK Group strategy and governance arrangements.

The Board is made up of four Directors, each with expertise in Finance. Considering the Company's primary role as a financing intermediary company, the Board composition has been designed to allow for intra-group matters to be dealt with efficiently by individuals with relevant expertise.

In taking decisions, the Company and its Directors primarily consider the impact of the Company's activities on its shareholder, its subsidiaries and the wider EDF UK Group. The Directors actively engage with those stakeholders along with their respective teams to ensure adequate funding is available as necessary and when required to support ongoing projects within the UK. This ensures the Company considers such impacts as a whole with regard to performing their duties on matters set out under Section 172 of the Companies Act 2006.

Impact on Principal Decision

The key decisions taken by the Board during 2023 related to the provision of funding to the EDF UK Group which included various corporate financing matters including the ongoing funding of the Hinkley Point C project and the approval of the annual report. These decisions were in line with the strategic goals of both the Company and its shareholder.

The Company purpose and strategy is set out in the Strategic Report and published on the EDF UK website. The purpose is summarised as 'Helping Britain Achieve Net Zero - Together'. The strategy and purpose are guided by: i) feedback from stakeholder engagement; ii) consideration of the long-term impact of strategic decisions on the long-term objectives of the Company and the wider EDF UK Group; and iii) the environmental impact of those decisions.

The Company continues to support the corporate governance practices of its parent company, EDF Group. The purpose is a UK articulation of the EDF Group Raison d'etre. It underpins strategy setting and decision making by the Board and ensures activity within the Company is compatible with achieving these objectives in order to promote long term success.

Although EDF is no longer publicly listed, to ensure strong corporate governance practices are maintained, the EDF UK Group acts in accordance with multiple overarching internal policies. These policies align with the policies and strategy of the EDF Group and are tested on an annual basis to satisfy the French Securities Markets Authority (Autorite des Marches) Listing Requirements.

Climate-Related Financial Disclosures

The main governance oversight board of the EDF UK Group is EDF Energy Holdings Limited (EEHL), the Company's direct subsidiary, which frequently meets to discuss matters which are of strategic importance for the EDF UK Group. For more information on these matters please consider the comprehensive s.172 Directors Duties Statement as detailed in the Consolidated Annual Report & Financial Statements (2023) of EEHL (**EEHL s.172 Statement**).

The Company now falls within the scope of the Companies (Strategic Report) (Climate-related Financial Disclosure) Regulations 2022 and so is required provide climate-related financial disclosures within its annual report. As outlined herein, the principal activity of the Company is to the holding company for its ultimate parent company EDF, with its primary role being to act as the financing vehicle for the EDF UK Group. As such, the Company in and of itself does not consider many topics where climate-related risks and opportunities are key considerations, however, the Directors continues to apply the corporate governance practices of the EDF UK Group when taking decisions, ensuring they have due regard to such factors where relevant.

Further detail on the EDF UK Group's governance arrangements on climate-related risks and opportunities can be found in the EEHL s.172 Statement.