

S.172 Directors Duties Statement

EDF Energy (UK) Limited (2020)



Statement approved by the Board of Directors on 23 August 2021 as part of the Company's Annual Report & Financial Statements (2020) and signed on its behalf by Rob Guylor, Director, on 23 August 2021.

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 principal activity of the Company is to be the holding company for the Électricité de France SA's (**EDF SA**) interest in power generation and supply in the United Kingdom (**UK**) with the Company being the top UK holding company of the EDF Energy Group (the **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 Group; working with its shareholder, EDF International SAS, and EDF SA to ensure the Group has sufficient funding available to it to fund the activities and pipeline projects and transactions of each business unit. As a result of this, the breadth of stakeholder and other considerations that would often apply to decision making for those operational companies within the Group have generally not applied to the decisions made by the Directors of the Company. The Directors primarily consider the impact of the Company's activities on its shareholder, its subsidiaries and the EDF Energy businesses as a whole with regard to performing their duties on matters set out under Section 172 of the Companies Act 2006.

The main governance oversight board of the Group is EDF Energy Holdings Limited, the Company's direct subsidiary, which frequently meets to discuss matters which are of strategic importance for the 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 (2020) of EDF Energy Holdings Limited.

Impact on Principal Decisions

The key board decisions approved during the year related to the provision of funding to the Group which included the acquisition of Pod Point by the Customers business, various corporate financing matters including ongoing funding of the Hinkley Point C project, corporate re-organisation activities and the approval of the annual report. These decisions were in line with the strategic goals of both the Company and its shareholder.

To ensure strong corporate governance practices are maintained, the Group acts in accordance with 13 overarching internal policies which are underpinned by EDF Energy's sustainable business roadmap that sets out how we are delivering our Company purpose: Helping Britain Achieve Net Zero (the **Purpose**). The Board is committed to ensuring that high standards of corporate governance are maintained across its subsidiaries within the Group and complies with company policies as well as maintaining high standards of business conduct in the spirit of the corporate governance codes and principles.

EDF Energy launched its Purpose in July 2020, and it forms the basis of all company decision making and all communication and engagement with both internal and external stakeholders. The reason for its creation, as well as that of the sustainable business roadmap, was to firmly align the Group with the values and goals of its ultimate parent, EDF SA, being to build a net zero energy future with electricity and innovative solutions and services to help save the planet and drive wellbeing and economic development (the **Raison d'être**). The Purpose is a UK articulation of the Raison d'être with which it is entirely consistent and underpins all strategy setting and decision making by the Board, ensuring activity within the Company is compatible with achieving these objectives.

The Company and its Directors actively engage with its shareholder, EDF SA and the Company's subsidiaries along with their respective teams to ensure appropriate funding is met as and when required to support ongoing projects within the UK and to promote the long-term success and prosperity of the Company and the Group as a whole.
