

## **Duty to promote the success of the Company in accordance with s172(1) Companies Act 2006**

Section 172 of the Companies Act 2006 requires the Board of Directors (the Board) to promote the success of the Company for the benefit of its members as a whole and, in doing so to have regard to the interests of stakeholders including shareholders, customers, employees, suppliers, regulators and the wider society in which the Company operates.

The Company is a wholly owned subsidiary entity of Zurich Insurance Group Limited (“ZIG”) and is subject to policies and governance arrangements set by the ZIG as well as UK local statutory and regulatory requirements. The Board derives its collective authority by direct delegation from its shareholder. Its key purpose is to ensure the Company’s prosperity by collectively directing the Company’s affairs whilst meeting the appropriate interests of its shareholder and relevant stakeholders.

The Board’s principal aim is to enhance the Company’s long-term value to its shareholder through the sustainable delivery of financial performance targets within a framework of prudent and effective controls.

When making decisions to further the Company’s strategic purpose, in accordance with s.172 of the Companies Act 2006. During the financial year, the Board has considered this duty when making decisions, including the:

- Likely consequences of any decision in the long term;
- Interests of employees;
- Company’s business relationships with suppliers, customers and others;
- Impact of the Company’s operations on the community and the environment; and
- maintaining the Company’s reputation for high standards of business conduct.

As a wholly owned subsidiary of the ZIG the Company only has one member and therefore the directors do not need to consider the fairness between members.

### **Long term decisions**

The Board continually assesses the long-term strategy of the Company and its long-term value to its shareholder. It ensures that the engineering inspection services, and risk engineering (now known as Zurich Resilience Solutions) consultancy services generated sufficient fee income and good customer outcomes. These considerations form the basis of its decision making in respect of the Company.

The Board receives quarterly reports on Zurich Resilience Solutions and engineering inspection matters to consider and oversees the operational and financial aspects of the business performance. This allows the Board to assess the appropriateness of its strategy and make alterations should it need to. The Board reviews risks each quarter, ensuring that all relevant and applicable risks that could impact the Company’s strategy and business are captured, monitored, and mitigated in the most appropriate way.

### **Interests of employees**

As the Company does not have any direct employees, a management charge is made to the Company from multiple employing entities (Zurich UK General Employee Services Limited, Zurich UK General Services Limited, Zurich Employment Services Limited and Zurich Global Corporate UK Limited) in respect of employees who work on behalf of the Company and have a responsibility for the Company. The principal disclosures in respect of these staff, including the approach to employee engagement appear in the financial

statements of Zurich UK General Employee Services Limited, Zurich UK General Services Limited, Zurich Employment Services Limited and Zurich Global Corporate UK Limited.

However, the following summarises how Zurich UK considers employees in its deliberations:

- The Company's employee engagement mechanisms include receiving regular updates on the results of employee surveys to keep fully apprised of employee engagement levels and the quality of leadership across the workforce, as well as a broad range of subjects including collaboration, working conditions, wellbeing, reputation, benefits and rewards, diversity and inclusion and responsible business.
- The Wellbeing hub provides a range of resources and tools to help employees keep active, healthy, and safe.
- For those unable to work from home (largely engineers and surveyors), the Company put a number of COVID-safe measures in place: regular supply of PPE equipment throughout the pandemic; introduction of working and training in bubbles or introduction of a walkaway policy for cases when surveyors might feel that their workplace was unsafe.

## **Stakeholder Relationships and Engagement**

### **Business relationships with customers**

The principal activity of the Company is the delivery of fee-based engineering inspection services and Zurich Resilience Solutions consultancy services to both private and public sector organisations.

The Zurich Engineering Inspection business helps customers to identify, manage and control engineering risks through its national team of approximately 600 highly trained and experienced engineer surveyors that help customers comply with a wide range of legislation through independent in-service examinations of plant and machinery. The vast majority of the inspection contracts with our customers are intermediated so as well as the engineers visiting the customers our underwriters will have interaction with the broker concerned.

The Zurich Engineering Inspection business interacts with its customers and brokers, through relationships that are established at multiple touch points throughout the engagement process. Customers and brokers are supported by:

- Underwriters who are in contact with brokers to renew or win new business predominantly via phone or electronic based transactions;
- Engineering relationship executives who visit brokers face to face to discuss either renewing or acquiring new inspection contracts;
- Engineers who interact with every customer throughout the inspection visits that we make; and
- For some of our customers we have another layer of relationships via our Technical Account Manager ("TAM") role (qualified engineers who also have a large propensity / skill for developing customer relationships).

Our high level of service translates to high retention rates for inspection income >95% by volume.

The Zurich Resilience Solutions) business interacts with its customers through relationships that are established through the sale of insurance products (Underwriters, Relationship Leaders, Insurance Consultants etc). Following appointment by the customer for the provision of service, the assigned engineer will continue to manage the customer relationship whilst providing the service and any reports required. In many cases, the Zurich Resilience Solutions service is a critical part of the entire risk transfer proposition, and so Risk Engineers will support the tendering and inception process as well. As a result of a high level of engagement with the customer prior to, during, and following the service provision customer feedback is good with positive anecdotal feedback.

### **Business relationships with suppliers**

ZIG operates in a global sourcing environment, endeavouring to work with third parties and suppliers who operate responsibly, share Zurich values and adhere to the spirit of the Zurich Code of Conduct. We expect all our business partners to embrace high standards of ethical and business conduct.

ZIG's commitment to respect human rights is part of our ZIG's Code of Conduct, which all Zurich employees are committed to following. Our recruitment process has inbuilt robust checks completed throughout the onboarding journey, to ensure we do not employ individuals that are facing or involved in, enforced servitude.

Our annual Code of Conduct training is completed by all Zurich staff and includes content around fair and compliant conduct, including the protection of human rights. Staff who are directly involved with onboarding and management of our suppliers receive additional UK Supplier Management training and are made aware of how to report any concerns.

Oversight of suppliers is the responsibility of the UK Chief Operating Officer. A governance framework is in place to support the supply management lifecycle to ensure effective and efficient management of our suppliers. The framework ensures that a rigorous diligent process is followed during the procurement process, whereby the third party's structure, operations, culture, human resources, supplier and customer relationships and outlook are assessed. Annually, the Board reviews the risk of modern slavery within the first tier of the Company's supply chain. As part of the assurance process, the Board reviews evidence for compliance and oversight of sub-contractors, following which it approves the Modern Slavery Statement.

## **Business relationship with community**

The Company believes in contributing positively to society to have a positive impact on the communities in which it operates.

- The UK Public Affairs Team is in place which aims to make Zurich an influential and prominent voice in all aspects of the public policy process. Its primary focus is the identification and monitoring of key regulatory and legislative developments, and the communication of these to the wider business to determine whether to lead, drive, or support, on any external engagement activity.
- The UK Public Affairs Team provides a weekly internal update on stakeholder engagement across the UK together with details of government consultations and inquiries of relevance to the company.
- There are a wide range of initiatives and activities that we have been involved with engaging with society. A complete description of these activities can be found on the following website: [www.zurich.co.uk/en/about-us/corporate-responsibility/workplace/diversity-and-inclusion](http://www.zurich.co.uk/en/about-us/corporate-responsibility/workplace/diversity-and-inclusion)

## **Business relationship with charities**

The UK business has got a long record of supporting charitable activities of Zurich Community Trust ("ZCT"). The funding to ZCT is provided on a three-yearly basis. The latest funding was approved in June 2023; the Company donated 60% (£1,589,163) and another Group subsidiary donated 40% (£1,059,442). The donations cover for example things such as running costs of ZCT, expenses associated with the employee volunteering programme (the programme engages around 40% of Zurich employees each year), matching funds raised by employee fundraising and support grants to encourage volunteering.

## **Impact of operations on sustainability**

The Chief Sustainability Officer holds responsibility for Sustainability at Zurich in the UK. Sustainability is the centre of the business and part of the Group's purpose which inspires us to leverage our business model to scale positive impact for customers, people and planet and to build partnerships that can drive transformative change. The Group aims to have a positive impact in its role as an insurer, investor, employer and in society and manage its own environmental, social and governance risks.

At the end of 2022, Zurich Group refreshed the sustainability framework so that we continue to build on our progress to date and aim to meet current and future needs of our stakeholders. Our ambitions are grouped across three focus areas— planet, customers and people. We will continue to use the levers we have as a global insurer to make a positive impact in the world. Under Planet Sustainability, we are committed to aligning our business activities with a net-zero future. Across Investment and Underwriting, which form the largest part of our emissions footprint, our decarbonisation approach is based on achieving targeted reductions through a process of engagement, in which we work with our customers and investee companies to understand how they are reducing emissions, influence them to build transition plans and encourage them to make commitments to reduce emissions. Customer sustainability means working together to help

advance the transition to a more sustainable future and under People Sustainability, as an employer and provider of protection solutions to millions of people, we seek to create a more skilled and inclusive society in our workforce and communities.

Sustainability is growing in importance for many of Zurich's stakeholders and the organisations we do business with. The passing of the Social Value Act in 2012 has increased this demand and many of Zurich's customers now require us to provide information about our corporate responsibility and sustainability activity and targets. At the end of 2023 Zurich UK published its first Climate Transition Plan outlining how we plan to reach net-zero.

## **Business conduct**

The Heads of the Engineering Inspection business and the Zurich Resilience Solutions business report on a quarterly basis to the Board on matters concerning the health and safety of the Company's engineers and consultants, risks, business performance and other issues affecting the Company.

The Company manages and mitigates health and safety risks by providing robust safe systems of work, risk assessments and escalation in the classification of defects to customers in a timely manner. It works closely with customers to provide a safe place of work for the engineers and specialist help where necessary. The Company employs only suitably qualified and experienced engineers and adheres to the SAFed health and safety passport scheme. All engineering inspection staff have access to a market leading training and induction programme and to regular technical bulletins and toolbox talks, which provide technical assistance during working hours by a duty senior engineer.