

Statement of Compliance with the QCA Corporate Governance Code

Chair's Introduction

As Chair of Fintel ("the "Company"), I am pleased to introduce the Company's statement of compliance with the QCA Corporate Governance Code. The Board of Fintel plc is committed to ensuring sound governance arrangements are both embedded and operated effectively in practice.

The Board has, since its IPO in 2018, adopted the Quoted Companies Alliance Corporate Governance Code, which it believes is the governance framework that is most suitable for the Company, its subsidiaries and subsidiary undertakings, having regard to its strategy as well as its size, nature and resources.

It is the Board's responsibility to ensure that the Company is managed in the long-term interests of both its shareholders, and its wider stakeholders. The Board believes a strong and effective corporate governance culture is critical in this respect, as we endeavour to grow a resilient and sustainable business for the benefit of our shareholders, customers, people, and suppliers. The QCA code is constructed around ten broad principles and the report below sets out how we comply with the code. Compliance with the code will be reviewed and updated annually.

Phil Smith, Non-Executive Chair

Published: March 2024

The Company continues to use the QCA Corporate Governance Code ("QCA") as its recognised corporate code. The QCA is based on ten broad principles and a corresponding set of disclosures, and states what they consider to be appropriate arrangements for growing companies and ask them to provide an explanation about how they are meeting each principle through various disclosures. The Board believes that it does not depart from any of the principles of the QCA. Outlined below is a summary of the Company's compliance with the QCA Code principles as at the date of this statement. The Board will provide annual updates on the Company's compliance with the QCA Code in its annual report and accounts and on its website.

Principle 1: Establish a strategy and business model which promotes long-term value for shareholders

The Company's business model is built on a strategy of being customer-led, data-driven and innovative. Its documented strategic plan is kept under regular review by the Board and focuses on expanding the business with a view to growth in shareholder value.

Principle 2: Promote a corporate culture that is based on ethical values and behaviours

- The Board is committed to promoting a strong ethical and values-driven culture throughout the organisation. We are continuing to develop and communicate a set of values that explain who we are as a Company and what is important to us.
- Having a people-oriented ethos, where teamwork and commitment are recognised, is central to the success of our strategy and we pride ourselves on nurturing talent, with a number of our colleagues being supported through professional qualifications and work-based training programmes.

Further details on the Company's culture can be found in the Company's Annual Report here

https://www.wearefintel.com/investors/financial-information/

Principle 3: Seek to understand and meet shareholders' needs and expectations

- The Company engages with its shareholders via numerous channels including:
 - shareholder roadshows;
 - trading and other statements made via the stock exchange;
 - ad hoc shareholder meetings;
 - our annual general meeting; and

Principle 4: Take into account wider stakeholder and social responsibilities and their implications for long-term success

• The Company maintains its reputation of integrity, transparency and delivering on its promises. This has allowed it to build strong and mutually beneficial relationships with consumers, financial intermediaries, employers and employees, product providers and regulators.

- direct contact from shareholders.
- Feedback from these channels is discussed by the Board and, as appropriate, our adviser teams to ensure solid understanding of the shareholder voice.

For any investor relations queries, please get in touch with us at: investors@fintelplc.com

- Principle 5: Embed effective risk management, internal controls and assurance activities, considering both opportunities and threats, throughout the organisation
 - The Board is responsible for oversight of risks to safeguard that the business is exposed to neither unnecessary risks nor insufficient management of those risks.
 - Principal risks are therefore monitored and overseen by our Board and Committees whilst oversight of the remaining lower materiality risks rests with our leadership teams.
 - We understand that some risks are inherent in our business activities, and we recognise that not all risks are created equal. Our system involves assessing both the likelihood of a risk event occurring and the impact a realised risk would have on our operations. We then categorise the risk as minor, moderate or major.
- Principle 7: Maintain governance structures and processes that are fit for purpose and support good decision-making by the Board
 - The Chair leads the Board, ensuring its governance structures, performance, and

- The Company places significant importance on social engagement. Although the nature of the business minimises the risk of it having a negative effect on society and the environment, there is a clear understanding that the conduct of both the Company and its employees requires vigilant monitoring.
- A detailed report on how the Company has taken into account both immediate and wider stakeholders can be found in the ESG and Wellbeing report and in the Section 172 Statement of the Company's Annual Report here https://www.wearefintel.com/investors/financial-information/

Principle 6: Maintain the Board as a well-functioning, balanced team led by the Chair

- The Company Board is comprised of three executive directors and four non-executive directors (NEDs) (including the Chair).
- In the 2023 AGM, Phil Smith was appointed as the Chair of the Company and Ken Davy stepped down and now holds the role of a NED.
- All Board members have clearly defined roles and responsibilities. We have articulated these roles and responsibilities and have clearly documented matters reserved for the Board as well as having clear and transparent terms of reference for all the Committees of the Board. These can be found on the Company's website.
- The Company complies with this provision and a full disclosure of how this is applied is set out in the Company's Annual Report and Accounts here https://www.wearefintel.com/investors/financial-information/
- Principle 8: Evaluate Board performance based on clear and relevant objectives, seeking continuous improvement
 - The annual evaluation of the Board is carried out internally by way of a self-evaluation questionnaire and is

- effectiveness. Additionally, the Chair plays a key role in maintaining strong and efficient connections between the Board and shareholders. The Chief Executive Officers and Chief Financial Officer are responsible for the day-to-day management of the business and for implementing strategic goals agreed by the Board. These responsibilities are reviewed annually and updated accordingly.
- The Board has also established an Audit Committee, Risk Committee, Remuneration Committee, Nomination Committee and ESG and Wellbeing Committee, the authorities and responsibilities of each Committee are derived from their terms of reference, which are reviewed and updated on a yearly basis and can be seen here <u>Directors'</u> <u>Responsibilities - FINTEL</u> (wearefintel.com)
- From time to time, separate committees may be set up by the Board to consider and address specific issues if and when the need arises.

an important way to monitor the progress made over the years. The questionnaire includes a focus on Board composition and expertise, the Board's role in setting strategy, its understanding of risks facing the Company, succession planning and the effectiveness of the Board Committees.

 No significant issues that require improvement are highlighted. However, given the increasing scale and size of the Company this remains a key area of focus.

Principle 9: Establish a remuneration policy which is supportive of long-term value creation and the company's purpose, strategy and culture

- A full refresh of the Remuneration Policy was implemented in 2023 and an annual review of the Remuneration Policy is scheduled to take place in Q1 of FY24 by the Remuneration Committee.
- The Board continues to review the requirement for a 'vote on pay' but at this time has not made such a change.
- Details of the Company's remuneration policy, as well as the responsibilities and actions of the remuneration committee can be found in the Company's Annual Report and Accounts here https://www.wearefintel.com/investors/financial-information/

Principle 10: Communicate how the Company is governed and is performing by maintaining a dialogue with shareholders and other relevant stakeholders

- The Company places a strong emphasis on the standards of good corporate governance and maintaining an effective engagement with its shareholders and key stakeholders, which it considers to be integral to longerterm growth and success. Details of how the company engages with its various stakeholders can be found in the Section 172 Statement of the Company's Annual Report here
 - https://www.wearefintel.com/investors/financial-information/
- The Company's reports, presentations and notices of Annual General Meetings are made

available on the website here
https://www.wearefintel.com/inve
stors/aim-rule-26/, as are the
results of voting at shareholder
meetings.