

## **FRP Advisory Group plc**

### **QCA Corporate Governance Code - Website Disclosures**

#### **Chairman's Statement**

The latest Chairman's Statement setting out the information required under the QCA Corporate Governance Code was released with the Company's Annual Report for the year ended 30 April 2021.

#### **Engagement with Shareholders**

The Company engages with its shareholders in a variety of ways including:

- through announcements
- through its website
- at its Annual General Meeting
- at individual investor meetings
- through its Annual Report

The Company has retained the services of a professional financial PR firm to ensure that its communications are appropriately directed and reach the appropriate audiences.

The executive directors are primarily responsible for investor liaison. The Senior Independent Director, David Chubb, will assist where material shareholder issues and concerns are unresolved or cannot be raised through the usual channels.

General shareholder queries can be directed as appropriate to the registrar, Engine MHP (the Group's financial PR firm) or the Company Secretary, ONE Advisory Limited on [co-sec@oneadvisory.london](mailto:co-sec@oneadvisory.london).

#### **Key Resources and Relationships**

As a professional services business, the Group's key resource is its staff and its key external relationships are with its referral network. Further information is set out in the Company's Annual Report.

#### **Board Evaluation and Succession Planning**

The Board plans to undertake a formal evaluation exercise during the financial year ending 30 April 2022. Until that time, the Board and Committees will be subject to ongoing and continual informal review (led by the Chairmen of each) to ensure that they function efficiently and effectively.

Succession planning is a matter for the Nominations Committee. Their terms of reference are available for download on the Corporate Governance Section of the Website.

#### **Ethical Values and Behaviours**

The Group has Anti-Bribery and Corruption, Anti-Money Laundering, Whistleblowing, Modern Slavery and Equal Opportunities policies in place.

The Audit & Risk Committee undertakes oversight of the integrity of financial reporting and internal controls and audit independence. It also keeps the anti-bribery policy under review.

The Group has a Whistleblowing Policy enabling staff to express any concerns in confidence. This policy is also monitored by the Audit Committee.

Around half of the Board meetings are held at the Group's offices around the country. This ensures the Board has "on the ground" visibility of the day-to-day operations and behaviours of the Group and the opportunity to establish and maintain relationships with management other than the executive directors.

### **Board Roles**

There is a clear division of responsibility between the Chairman and the Chief Executive. The Chairman is responsible for leading the Board, setting its agenda and monitoring its effectiveness. He has overall responsibility for corporate governance and ensuring the effectiveness of the Board. The Chief Executive is responsible for leading execution of the strategy set by the Board within the Group's risk parameters.

David Chubb is the Senior Independent Director. The role of the Senior Independent Director is to act as a sounding board and intermediary for the chair or other Board members, as necessary and provide an alternative route of access for Shareholders and other directors who have a concern that cannot be raised through the normal channels.

No other non-executive directors have specific responsibilities beyond their participation in relevant Board committees.

The Board maintains a list of matters reserved for the Board which is reviewed periodically.

The Board keeps its corporate governance arrangements under review and revises them where appropriate.

The list of matters reserved to the Board and the terms of reference of the Audit & Risk, Remuneration and Nomination Committees are available for download from Corporate Governance section of the website.

### **Votes**

The Company discloses voting results in line with the requirements of the QCA Code.

This information was last updated on 24 February 2022.