

Eversholt Finance Holdings Limited

Section 172(1) statement for the year ended 31 December 2022

In their duty to promote the interests of the Company under section 172 Companies Act 2006, the Directors have had regard to the Company's particular circumstances and how these affect their actions. Specifically, the Company:

- is the holding company for Eversholt Funding plc and is itself a wholly owned subsidiary;
- does not undertake any transactions other than the preparation of tax computations and to account for any group tax relief surrendered to/by fellow group undertaking;
- has no employees, nor any external stakeholders;
- is funded through equity and an intercompany loan; and
- is expected to be liquidated in 2023.

In light of the above therefore, the Directors do not consider the factors listed in section 172(1)(a), (b), (c), (d) and (f) set out below, as relevant to the proper discharge of their responsibilities:

- (a) the likely consequences of any decision in the long term;
- (b) the interests of the Company's employees;
- (c) the need to foster the Company's business relationships with suppliers, customers and others;
- (d) the impact of the Company's operations on the community and the environment; and
- (e) the need to act fairly as between members of the Company.

In relation to Section 172(1)(e) - the desirability of the Company maintaining a reputation for high standards of business conduct – the Directors recognise this matter is vital in the context of its limited operations. The Company expects all counterparties to its transactions to always act with integrity, acting openly, honestly and ethically. The Company has zero tolerance to fraud and consistently maintains effective oversight and scrutiny processes, executed with independence and impartiality.

As regards the Company's investment in Eversholt Funding plc, the Directors of the Company also draw attention to the Section 172(1) statement set out in the Annual report and financial statements of Eversholt Funding plc for the year ended 31 December 2022. The statement describes how the Directors of that company, discharge their duties under section 172 Companies Act 2006.