

BRIT INSURANCE HOLDINGS LIMITED

SECTION 172 (1) STATEMENT

31 DECEMBER 2023

Registered No. 03121594

This Section 172 (1) Statement is reproduced from Brit Insurance Holdings Limited's 2023 'Strategic Report, Directors' Report and Financial Statements' document which was approved by its Board on 24 June 2024.

Introduction

As Directors, our key responsibility is to promote the success of the Company. This principle is the cornerstone of our discussions and our decision making. Each Director is cognisant that in discharging this key responsibility, they must have regard to matters set out in s172(1)(a-f) of the Companies Act. The Directors consider, both individually and collectively, that they have acted in the way they consider, in good faith, would be most likely to promote the success of the Company.

Our strategy

The Board is responsible for a number of key strategic decisions and on-going performance monitoring. The Directors' assessment of long-term value creation considers the Company's resilience. They determine and monitor risk appetites and tolerances, and they ensure the Company has an effective risk management framework in place.

Board information

The Board receives information on a range of relevant topics, and receives information on other areas as requested by the Directors from time to time.

Our policies and practices

All relevant factors are appropriately addressed by the Board when considering matters reserved for it. It ensures that all relevant considerations to discharge its responsibilities are embedded in the key operations of the business, in order to help promote the long-term success of the Company.

Training

To assist the Directors discharge their responsibilities, they are provided with on-going training and development opportunities. For the wider workforce who provide operational services under outsourcing arrangements with other Brit Limited Group companies, there is a comprehensive staff development program tailored to meet individual needs. Elements of this training are mandatory, with all staff required to successfully complete e-learning modules on key areas such as money laundering, bribery and corruption, data protection, fraud and cyber risk.

Our culture

Building and maintaining the Company's reputation and its high standards of business conduct are essential to the future success of the Company. This is embedded in our culture. Although the Company has no employees, the wider workforce of its subsidiaries is subject to a Code of Conduct setting out the standard we expect from all our staff. This is regularly reviewed and updated, and compliance is attested to by each employee on an annual basis.

Our stakeholders

The Board recognises the importance of engaging with its broader stakeholder base. The Company's primary stakeholder is its sole shareholder, Brit Limited. The Board is also mindful of the interests of its ultimate majority shareholder, Fairfax Financial Holdings Limited, and wider Brit Limited Group. The Company's ultimate majority shareholder is represented on the Brit Limited Board and there is regular contact between Company executives and senior management and those of the ultimate majority shareholder. This engagement helps ensure that the Company's strategy is aligned to, and supported by, our shareholders.

Key decisions made by the Directors during the year

- On 25 May 2023, following the sale of Ambridge US and Ambridge Europe, the Board approved an interim dividend of \$275,000k payable to members appearing on the register of members as at that date.
- On 26 June 2023, the Board approved the statutory financial statements of the Company for the year ended 31 December 2022.
- On 2 October 2023, the Board approved an additional interim dividend of \$110,000k payable to members appearing on the register of members as at that date.
- On 16 November 2023, the Board approved the sale of the associated undertaking in Sutton to the Amynta Group.
- On 13 December 2023, the Board approved the cancellation of 6,000,002 ordinary shares of £1 each in the capital of Brit Investment Holdings Limited.