

## **Section 172 statement**

During the period ended 28 June 2024, the company's directors acted in a way that they considered, in good faith, would most likely promote the success of the company for the benefit of its members as a whole and, in doing so, have had regard to the matters set out in section 172(1)(a)-(f) of the Companies Act 2006 when performing their duties and making decisions.

In the performance of their duty to promote the success of the company, the directors had regard to a number of matters, consistent with the size and complexity of the business and its purpose. They had also considered, as appropriate, the views of the company's key stakeholders, as described in more detail below.

### ***Key decisions of the company***

As a result of the company's activity, the decisions of the board mainly relate to the procurement of Global Delivery Services from its subsidiaries, which are then provided to the Member Firms and other EY entities. The principal decisions taken in the period include:

- the determination of the Global Delivery Services to be provided and preparation and approval of the company's annual budget and rate cards (including rebates) for these services; and
- the sale of the company's entire interest in a subsidiary company, Ernst & Young Global Talent Hub (Dalian) Limited, to another EY network entity, Ernst & Young (China) Advisory Limited.

The company also paid a dividend of \$215m during the period.

In taking these decisions, the directors have focused, among other things, on what they considered may have an impact on the business of the company and the delivery of Global Delivery Services to the Member Firms in the long term.

### ***Culture and strategy***

The company's approach to business ethics and integrity reflects EY shared values as embedded in the EY Code of Conduct and other EY Global Policies.

### ***Stakeholder engagement***

The directors recognise the importance of engaging with the views of the company's key stakeholders to understand and consider their views and issues when making decisions and in maintaining a reputation for high standards of business conduct.

The main categories of stakeholders with whom engagement takes place and how such engagement takes form are described below.

- Ultimate shareholders and customers: the Member Firms are the company's customers and ultimate owners (through EY GDS Holdings Coöperatief U.A.). The company creates value for the Member Firms by coordinating the provision of Global Delivery Services subcontracted to its subsidiaries. Engagement with the Member Firms and their evolving needs mainly takes place within the relevant EY network governance arrangements.
- Subcontractors: engagement with subcontractors is required for the provision of Global Delivery Services to the Member Firms and to provide such services in accordance with applicable policies, procedures and contractual framework. Subcontractors include the companies' subsidiaries.
- People: the quality of the Global Delivery Services that the company provides and procure to the Member Firms is central to the sustainability of the business of the company in the long term. Accordingly, the professionals who are responsible for the delivery of such services are an important part to the success of the company. The company's engagement and communication with these professionals (who primarily work for the companies' subsidiaries) have been conducted in conjunction with the relevant service line and Talent leaders of its subsidiaries. Wherever the directors are not directly involved in these initiatives and activities, they are still able to access the outcome of this engagement and to consider it in the board decision-making process.
- Community and Environment: the company assists its subsidiaries in their engagement with the environment and local communities through a series of initiatives which are part of the EY global Corporate Responsibility programme, which encourages the participation of EY professionals in opportunities which have a social or environmental impact, and contribution toward Member Firm sustainability targets.