

### **Statement of Compliance – Corporate Governance**


The Directors recognise the value and importance of high standards of corporate governance and have put in place a framework to ensure that such standards are met. Investors should note however, that the Company falls outside the FTSE 350 Share Index so it will be a "smaller quoted company" for the purposes of the Combined Code on Corporate Governance.

In accordance with the Combined Code on Corporate Governance, the Company has established guidelines requiring specific matters to be subject to decision by a majority of the full Board including material acquisitions and disposals, investments and capital projects. As required by the Combined Code on Corporate Governance the Company has established an audit committee, a remuneration committee and a nomination committee.

The Combined Code on Corporate Governance also recommends that the Chairman of the Board should be independent. The Directors do not consider Jamie Boyton to be independent. However, in view of his knowledge of the Company and specific strategic role within the Company, the Board considers it appropriate for Jamie Boyton to be Chairman. In addition, the Company has appointed a senior independent director to be available to address any queries or concerns from shareholders.

Save for the independence of the Chairman, the Company complies with the requirements of the Combined Code on Corporate Governance as they apply to a smaller quoted company

Yours sincerely



Brian Rudd  
CEO