

We welcome our responsibilities to promote the success of the group in accordance with section 172 of the 2006 Companies Act.

Ideagen is a leading provider of quality, safety, audit and risk solutions. We depend on the trust and confidence of our wide-ranging stakeholder base to operate sustainably in the long term and high quality engagement is a key part of this relationship. We invest significantly in the Group's employees, seek to foster long term relationships with our customers, support the communities in which we operate and strive to generate sustainable profits for shareholders.

The Directors of the Company have acted in accordance with their duties codified in law, in particular their duty to act in the way in which they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole, having regard to the stakeholders and matters set out in section 172(1) of the Companies Act 2006.

Within Ideagen the Directors fulfil their duties partly through operation of a governance framework that appropriately delegates day-to-day decision making to the employees of the company. The Board recognises that such delegation needs to be part of a robust governance structure, which covers our values, how we engage with our stakeholders, and how the Board assures itself that the governance structure and systems of controls continue to be robust.

Within this context, throughout this annual report and the corporate governance web page on our website, we provide examples of how we:

- take into account the likely consequences of decisions in the long term;
- have regard to the interests of the Group's employees;
- understand the need to foster the Group's business relationships with suppliers, customers and others;
- understand our impact on our local community and the environment;
- take into account the desirability of the Group maintaining a reputation for high standards of business conduct; and
- have regard to the need to act fairly.

This statement should be read in accordance with the remainder of this strategic report, the corporate governance statement and the corporate governance web pages on our website. Section 172 of the Companies Act 2006 requires Directors to consider the interests of stakeholders as part of their decision-making process. The Directors continue considering the interests of its employees and stakeholders as part of their decision-making process, including the impact of decisions on the community, the environment and the reputation of the Group. The Directors assess and take into account what is most likely to promote the success of the Group for its members in the long term. This assessment is carried out in good faith and fairly.

The Directors are fully aware of their responsibilities to continue promoting the success of the Group in accordance with section 172 of the Companies Act 2006.

The Board often reviews and reflects on how Ideagen is engaging with its stakeholders. The views of stakeholders are regularly communicated to the Board by management and via direct engagement with stakeholders, for example via an annual strategy day and scheduled attendances at Board meetings. Within this report and on the corporate governance pages of the Company's website at <https://investors.ideagen.com>, we set out how we engage with stakeholders and the purposes and benefits of doing so.

Employees

The Board continues to strive for improvements in employee engagement as we see very clearly that employees are key to the success of our business. In addition to aiming to be a responsible employer in our approach to pay and benefits, we continue to engage with our teams to ascertain which training and development opportunities should be made available. We continue to invest in our People and Culture team which includes an increased level of investment into learning and development. In the last year, for example, we created the Ideagen Learning Prospectus and the Ideagen Sales Excellence Academy, which is externally certified to level-4.

We continually invest in employee wellbeing to create and encourage an inclusive culture within the organisation. Our employee engagement programme gives detailed, regular snapshots of engagement across the Group right down to individual manager level. We have also introduced a more formal approach to objective setting and performance management to support personal development across the organisation. Employee goals are reviewed on an ongoing basis through our OKR's (objectives and key results) initiative and we hold weekly hangouts as an informal way to gather real-time feedback and develop engagement.

Our culture invites different perspectives, new ideas and opportunities for growth. We work hard to ensure employees feel welcome and are valued and recognised for their hard work. The regular CEO town halls give all employees the opportunity to ask questions and understand financial performance, progress against strategy and latest acquisitions.

Section 172 report (continued)

Customers

Ideagen strongly values its customers and seeks to deliver a world-class product backed by industry-leading customer service and support. Our customer success and sales teams build lasting relationships with current and potential clients to understand their objectives and requirements.

Ideagen routinely seeks customer feedback and performance appraisal inputs and takes active steps to remedy any instances of customer dissatisfaction. Key customers are also routinely invited to provide product improvement inputs through our product management teams and annual Horizon event, and in some cases to test key features or functionality prior to general release.

We have implemented a governance framework for the oversight of the provision of the Group's products and services to our clients. We take a consultative approach with clients focused on building long-term relationships and solving their investment challenges.

Suppliers

As a global business, we work with a wide range of suppliers both in the UK and globally. We remain committed to being fair and transparent in our dealings with all of our suppliers.

The Group has procedures requiring due diligence of suppliers as to their internal governance, including for example, their anti-bribery and corruption practices, data protection policies and modern slavery matters.

The Group has systems and processes in place to ensure suppliers are paid in a timely manner.

Internal Control

The Board has overall responsibility for the Group's system of internal control and for reviewing its effectiveness. The processes to identify and manage the key risks of the Group are an integral part of the internal control environment. Such processes, which are regularly reviewed and improved as necessary, include strategic planning, review and approval of annual budgets, regular monitoring of performance against budget (including full investigation of significant variances), control of capital expenditure, ensuring that proper accounting records are maintained, and the setting of high standards for health, safety and environmental performance.

The effectiveness of the internal control system and procedures is monitored regularly by management.

Regulators

Ideagen sets out to ensure that it is aware of, and takes steps to comply with, relevant laws, policies, and regulations at all times.

The Board's intention is to behave responsibly and to ensure that the management team operates the business in a responsible manner, acting with high professional and ethical standards and the high quality governance expected of a business like ours. In doing so, we believe we will achieve our long-term business strategy and further develop our reputation in our sector.

We have a risk and control framework to ensure that the Group complies with all legal and regulatory requirements relating to the provision of products and services to our clients.

Relations with Shareholders

The Company encourages two-way communications with all its shareholders and responds quickly to all requests or queries received. Communication is primarily through the Ideagen website and the Annual General Meeting which shareholders are encouraged to attend and where participation is encouraged so that the Board may answer questions.

As detailed in the corporate governance statement we also attend a number of private and institutional investor events to communicate our performance and long-term strategy.

All shareholders have at least twenty-one days' notice of the Annual General Meeting. All shareholders will receive a copy of the Annual Report and an interim report at the half year will be available on the Company's website.

In addition, we deliver our Annual and Interim results via a roadshow and webinars.

Section 172 report (continued)

Corporate responsibility & Communities

The Board views social responsibility, diversity & the community as an area of high importance.

Corporate Social Responsibility principles are part of our culture and decision making process. We take a consultative approach focused on building long-term relationships and solving business problems.

We strive to ensure that our business activities positively benefit all stakeholders by committing to conduct its business in a fair and responsible manner, to treat our employees fairly, supporting personal growth and development, and to have a positive impact in our local community.

The Board continues to commit and broaden the company's work and associations with local charitable organisations, in particular involving local schools, mentoring programmes and homeless projects.

Environment

Towards the end of 2019, Ideagen initiated a project to become carbon neutral. This project involves an in-depth review, analysis and evaluation of the carbon emissions of the Group, followed by the implementation of appropriate changes in policies, procedures and systems to enable the Group to strive towards its aim of obtaining and maintaining a carbon neutral status.

The organisation's current approach to the business/work related travel activities of our staff is likely to be the main area targeted by this project, along with the way in which such activities are recorded and reported. This project demonstrates the Board's awareness of and regard for our impact on the environment and the Board's intention to ensure that we reduce, as much as is reasonably possible, any negative impact of the Group's operations upon the environment.

We are also implementing a number of green initiatives through the year with aim of supporting new programs which will have a positive effect on our environment and community.

Further information is included in the Environment report section of the Director's Report.

Approved by the Board and signed on its behalf by

Ben Dorks

Director

[2020]