

e) Statement by the directors in performance of their statutory duties in accordance with Section 172 Companies Act 2006

Section 172 of the Companies Act 2006 requires a director of a Company to act in the way he or she considers, in good faith, would most likely promote the success of the Company for the benefit of its members. In doing this Section 172 requires directors to have regard, amongst other matters, to the:

- likely consequences of any decisions in the long-term;
- interests of the Company's employees;
- need to foster the Company's business relationships with suppliers, customers and others;
- impact of the Company's operations on the community and environment;
- desirability of the Company maintaining a reputation for high standards of business conduct; and
- need to act fairly between members of the Company.

In discharging our Section 172 duties, we have regard to the factors set out above. In addition, we also have regard to other factors which we consider relevant to the decision being made. Those factors for example, include the interests and views of members of the Group. By considering the Company's purpose, vision and values together with its strategic priorities and having a process in place for decision making, we aim to make sure that our decisions are consistent and predictable.

Board meetings are held periodically where the directors consider the Company's activities and make decisions.

The principal decisions of the business are mainly to ensure access to the network infrastructure is maintained and available for the Company to provide services to the customers and for the customers to remain connected and a suitable commercial strategy is in place for attracting and retaining customers.

There are no employees in the Company.

The Company's key external stakeholders are its customers, suppliers, regulators and the local communities in which it operates.

The Company is an MVNO receiving telecommunications network services from Hutchison 3G UK Limited ("**Three**"), its parent company, on a wholesale basis. The Company then onwards provides mobile services to its customers as principal and under the iD Mobile brand. CPW attracts those customers as an agent of the Company. Day to day customer service and retention is provided by CPW under a managed services agreement.

The key suppliers of the business are Three and CPW. Three provides wholesale telecommunications services. CPW provides retail distribution services for the acquisition and retention of customers and other managed services for the proper operation of the business. Executive management regularly discusses the business needs to cater to their customers.

The Company itself does not own any telecom equipment or any sites or facilities. All infrastructure used by the Company is either owned and managed by or on behalf of Three or CPW. Therefore, there is no direct impact the Company has on the environment and the community. The environment initiatives of CPW are publicly available in the annual report of Dixons Carphone plc. The environment initiatives of Three are publicly available on Three.co.uk maintained by Three. They have specific policies around waste disposal and also Three has introduced a new cloud core which consumes much less power than traditional telco core infrastructures. They promote consideration of the impact of activities on the environment.

As the Board of Directors, our intention is to behave responsibly toward our shareholders and treat

them fairly and equally, so they too may benefit from the successful delivery of our plan. Also, in a responsible manner, operating within the high standards of business conduct and good governance expected for a business such as ours, and in doing so, will contribute to the delivery of our plan. The intention is to nurture our reputation, through both the construction and delivery of our plan, that reflects our responsible behaviours.