

Group Risk Management Policy

Gamma Communications plc (“Gamma”)

Introduction

Risk management plays a critical role in Gamma. Executing Risk Management well enables us to maintain our agile business practices, push boundaries and continue to grow rapidly in a way which doesn't introduce unnecessary risk.

The purpose of this Policy is to set out Gamma's risk management vision and summarise the main elements of its risk management framework.

Audience

Gamma Group

Aims and goals

The aim of this policy is to ensure Gamma manages risk in line with our risk appetite, driving growth in an informed way.

Our goal within risk management is to ensure we are aware of the risks we face, taking action in the most appropriate way to manage the risk and leverage our opportunities.

Scope of policy

Gamma Group

Policy statements

Our risk management policy aims to achieve the following objectives:

- Empower us to grow in a safe way, by managing risks which arise as Gamma seeks to achieve its strategic objectives.
- Facilitate conversations around risk to make informed decisions as we challenge our boundaries.
- Create trust and assurance for key stakeholders, including our regulators, customers, investors, employees, and wider society.
- Enable us to respond to risks in a timely and proportionate manner, relative to the size of the risks we are facing.
- Provide clarity for our employees on the boundaries within which our business operates and when to challenge them, ensuring they work within our defined risk appetite.
- Clearly communicate Gamma's risk management approach to all of its stakeholders.

Education & Training

Training will be role specific and managed through various learning and development initiatives.

Roles and Responsibilities

| Who | Key roles and responsibilities |
|---------------------------------|---|
| Board | <ul style="list-style-type: none"> Have ultimate accountability to ensure that risks are identified and managed effectively throughout the business by maintaining effective systems of risk management and internal control. Challenge and approve the risk appetite for the business. Challenge and approve Gamma's risk management vision and strategy. |
| Business Risk owner | <ul style="list-style-type: none"> Accountable for monitoring their specific risk(s) to identify any material changes or issues. Responsible for assessing, defining, and agreeing the severity of the risk(s) and mitigation plan(s). Responsible for managing the risk(s), including having an oversight of the control activities Where appropriate, responsible for preparing quarterly progress updates for Executive Committee / Risk Committee |
| Executive Committee | <ul style="list-style-type: none"> Responsible for identifying and managing risks within their business unit. Own and manage risks which have been impact assessed as 'Severe', working closely with the risk category owner to assess the risk and any associated actions. Responsible for ensuring business-wide adoption of the risk management policy and framework. Support and sponsorship of risk management in their function, across regions or countries. Work in partnership with the Risk Management Team to monitor and escalate identified risks if appropriate, in line with reporting requirements and defined risk methodology. Report risk management strategies and progress to the Executive Committee members |
| Control Owner | <ul style="list-style-type: none"> Accountable for ensuring the control activity is in place and is operating effectively. Responsible for working with the Risk Owner regarding risk mitigation planning and oversight of the control activities Responsible for input to governance used to oversee the effectiveness of the control. |
| ESG and Audit Committees | <ul style="list-style-type: none"> Work in conjunction with the Risk Committee, to oversee the identification and mitigation of risks relating to ESG and Financial Matters |
| Principal risk owner | <ul style="list-style-type: none"> Act as the Company's Principal risk owners. Identify emerging risk areas that warrant focus (e.g., geo-political, regulatory shifts, etc.). Responsible for leveraging insight related to how the risk profile is evolving including relevant trends / forecasts and therefore assess the threat this may pose to Gamma. Report to the Executive Committee on this risk annually, as a minimum. Review external material to remain informed on the risk area Be informed regarding aligned Business risk to reflect whether internal factors or control gaps are exacerbating the risk. Draft the risk appetite statement, based on business objectives and strategic direction, for review and sign off by the Executive Committee. This must be delivered as part of the annual review. |
| Risk Committee | <ul style="list-style-type: none"> Work in line with the Committee Terms of Reference on behalf of the Board. The Risk Committee Terms of Reference can be found on the Gamma website at: www.gammacommunicationsplc.com/about-us/corporate-governance/overview/ |
| Risk Management Team | <ul style="list-style-type: none"> Report to the Risk Committee all high-risk areas / matters that have been identified at least quarterly and to immediately report risks to the Board that could have a material impact on the group either financially or reputationally. Work with stakeholders to define, assess and categorise new risks Assign owners to each Risk ("Risk Owner") Develop and maintain the risk management framework as the centre of excellence, and provide guidance, support, and challenge to the business on the effective management of risk. Provide feedback on the overall quality and rigour of risk identification and management activities to individuals and leadership and support continuous improvement. |

Governance and Reporting

The Risk Management Policy is enacted through the Risk Management process. The process, along with the roles and responsibilities above, outline formal reporting expectations.

The risk management policy is governed, as a controlled document, in line with our Group Policy Framework. Changes to the policy and related processes are managed through formal document change management.

All documentation pertaining to risk management is reviewed at least annually to ensure it is evolving in line with business objectives.

Adoption

Those who believe the company is facing a risk should discuss this with their line manager and where appropriate raise it to the Risk Management team.

Document Control

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