

## Corporate governance report

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Working within a highly regulated environment, the board of Premier Miton Group plc (the Board) recognises the importance of good corporate governance and that best practice be adopted and applied wherever possible to help manage risk within the business. The Board has adopted the corporate governance guidelines issued by the Quoted Companies Alliance (the QCA) and, where appropriate, also adopted certain principles of the UK Corporate Governance Code issued by the Financial Reporting Council (FRC). We feel these standards continue to be the most appropriate for the Company given our growing size and stage of development.

Each AIM company, such as Premier Miton Group plc (the Company), is required to make available details of a recognised corporate governance code that it applies in its dealings and how it complies with that code.

Last year, the Company adopted the Corporate Governance Code (the Code) issued by the QCA and we have set out in the report below how we continue to apply the ten broad principles that the QCA identified that focus on the pursuit of medium to long-term value for shareholders without stifling the entrepreneurial spirit of growing companies, such as ourselves. The Board believes that the Premier Miton group of companies (Premier Miton or the Group) complies with the principles of the Code in full and, going forward, we will continue to monitor how the Code is interpreted in practice to ensure we can continue to make this statement.

Adherence to the Code sits alongside our existing regulatory obligations, which include analysing and managing risk within our business with the support of our Risk and Compliance teams. The ten principles have also been adopted within our internal reporting which feeds in to the Board's overall oversight of governance. In addition, several of the Group companies and their products are already subject to significant regulation imposed by authorities such as the Financial Conduct Authority (FCA) and the Guernsey Financial Services Commission.

The Board continues to develop and set standards and values within the business to assist our staff in dealing with our stakeholders and shareholders and to enable them to continue to deliver good investment outcomes for investors in Premier Miton funds.

Shareholders will be aware that the Boards of Premier Asset Management Group plc and Miton Group plc ("Miton") announced in September 2019 that they had reached agreement on the terms of a recommended all share merger, to be effected by means of a court-sanctioned scheme of arrangement between Miton and the Miton Shareholders. This was approved by Miton shareholders on 9 October, 2019 and regulatory consent for the merger was received from the FCA on 23 October 2019. The court sanctioned the scheme on 13 November and the merger became effective on 14 November, 2019 with the Company's name being changed from Premier Asset Management Group PLC to Premier Miton Group plc.

Two Miton Directors, David Barron will, and Katrina Hart has, become non-executive directors of the Company and Piers Harrison, Chief Operating Officer of Miton, has become the Chief Financial Officer for the Company. Neil Macpherson and Luke Wiseman are stepping down from the Board and on behalf of all our Board members we would like to thank them for their contribution over the years.

**Mike Vogel**

Chairman

14 November 2019



## Principle 1

### Establish a strategy and business model which promote long-term value for shareholders

The Group's investment-led strategy is to offer relevant products that are designed to meet the different long-term needs of investors, and to produce good long-term investment outcomes for investors through active management.

The Group aims to maintain and develop a scalable business platform to support our strategy, covering investment, distribution and operations.

The Group's investment products currently include open-ended UCITS and non-UCITS funds, closed-ended investment companies, a portfolio management service and segregated accounts. These products offer investors access to a range of asset classes including multi-asset, equities, fixed income and alternatives. These products have different primary objectives, including income, capital growth and absolute returns.

The Group aims to hire talented and experienced investment professionals to manage our products. The Group also aims to provide a supportive and collaborative working environment that gives our investment teams the appropriate freedom to manage portfolios to produce good long-term investment results. We support this with a strong business platform and an effective risk and compliance framework.

The Group currently maintains an extensive distribution and client service capability exclusively focused on UK professional investors, including financial advisers and wealth managers.

The Group's operations function includes investment administration, risk monitoring and portfolio analytics, legal and compliance, information technology and finance. We maintain key outsourcing partners to allow flexibility and scalability of our operation platform to help support business growth.

The five key pillars of the Group's strategy to deliver shareholder value in the medium to long term are as follows:

1. To offer relevant investment products
2. To deliver strong investment outcomes
3. To maintain a strong and focused distribution capability
4. To maintain a strong and scalable operating platform
5. To follow a disciplined approach to financial management

The Board believes these pillars are underpinned by a clear set of values within Premier Miton designed to establish a responsible way of working, including ethical values and behaviours, aimed at protecting the Group from unnecessary risk.

There are a number of potential challenges and risks relating to the Group and its business, including but not limited to the following: fluctuations in capital markets; adverse economic, political and market factors, including the UK's termination of its membership of the European Union; the loss or inability to recruit key personnel; failure to maintain attractive investment performance; compliance breaches of investment mandates or operational errors; asset classes managed by the group becoming less attractive to investors; competitive pressures; regulatory compliance and system security breaches.

The Board believes the Group's strategy and business model, including its investment product range and strong focus on risk and compliance management, is well suited to help manage these challenges and risks as effectively as possible.

## Principle 2

### Seek to understand and meet shareholder needs and expectations

The Group aims to develop a good understanding of the needs and expectations of all elements of the shareholder base.

The Executive Directors of the Group together with the Company's brokers meet with existing and potential shareholders to discuss business strategy, plans and progress, at various points during the year but in particular following the announcement of the Group's half year and full year results. These meetings give the Executive Directors and the Company's brokers the opportunity to understand the needs and expectations of different shareholders and to receive feedback on how they view the Company's progress. They also give the Company the opportunity to manage shareholders' expectations and to set out the management team's views on the period ahead. The Group uses these meetings and other contact with existing shareholders to seek to understand the motivations behind shareholder voting decisions. The Board receives regular updates and feedback from the Executive Directors and the Company's brokers about these meetings.

The Group maintains a website for existing and potential shareholders, which includes a business overview, share price information, information about the Board members and corporate advisers, regulatory announcements, reports and results information, shareholder documents, company information disclosures and contact information.

Shareholders are welcome at the Company's Annual General Meeting (AGM), where the Directors give an update on the performance of the Group over the previous financial year and shareholders are able to ask questions and meet the Directors. Details of the AGM are included in our Report & Accounts, our stock exchange announcements and on our website.

Shareholders or potential shareholders are invited to contact Premier Miton if they have any questions. Contact details are available on the Group's website at [www.premiermiton.com](http://www.premiermiton.com).



## Principle 3

### Take into account wider stakeholder and social responsibilities and their implications for long-term success

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#### Social responsibilities

The Group is committed to taking a responsible approach to investing which includes complying with the principles for business of our regulator, the FCA, and treating customers fairly.

The stewardship of clients' assets in the Group's investment products encompasses more than the exercise of votes in investee companies at general meetings. In order to meet the objective of delivering good long-term investment outcomes for our clients, Premier Miton will monitor different aspects of an investee company as well as financial performance. Furthermore, we will engage with investee companies and their advisers when necessary in order to encourage good standards of governance and creation of shareholder value.

Although the Group retains ultimate responsibility for their votes in investee companies at general meetings, the Group retains the services of a specialist third party company, ISS, who have decades of specialist corporate governance expertise and provide relevant research, vote recommendations and rationale.

In terms of social responsibilities, the Group complies with relevant regulations, including the Modern Slavery Act and details of how we adhere to this Act is available on Premier Miton's website.

The Group also manages the Premier Ethical Fund, which looks to produce long-term capital growth by investing in the shares of UK companies whose business is based on ethical, or socially responsible principles, both in the UK and overseas. The fund actively invests in companies, which benefit the community or the environment whilst avoiding those with any significant involvement in gambling, the arms trade or other activities considered to have an adverse overall effect on health, the environment or human dignity. The fund has an independent Committee of Reference, which meets regularly to discuss research on topical issues relating to the fund's ethical criteria.

The Group operates various recycling facilities in its offices, which aim to reduce and recycle waste materials. The Group encourages its employees to participate in charitable events with a matching facility for fund raising. Employees are also asked to nominate local charities or those with a personal connection as beneficiaries of the Company's charitable donation program.

#### Engagement with stakeholders

Premier Miton has a small group of key outsourcing partners, who we engage with on a regular basis to ensure all parties understand the others' needs, interests and expectations. This engagement includes reporting and meetings whereby we can solicit, consider and act on feedback. These controls are all designed to meet our operational and regulatory requirements and to enhance the services we receive to help support business growth.

Through our membership of the Investment Association, we engage on wider regulatory matters to ensure the Group is aware of pending legislative changes and able to implement them effectively. We also deal directly with the FCA on issues affecting the Group.

The Board meets with senior executives and heads of department on a regular basis, including the Chief Operating Officer and Chief Risk Officer. Through the regular reporting structures, the Board is kept updated with information on key customer and supplier relationships. The Head of Compliance & Legal reports to the regulated firms' boards on all regulatory matters as well as having direct access to both the Chairman and Senior Independent Director if required. The Company's Nominated Adviser updates the Board on stock exchange regulatory matters. The external auditor also regularly attends meetings of the Audit & Risk Committee.



## Principle 4

### Embed effective risk management, considering both opportunities and threats, throughout the organisation

The Group's governance and risk appetite frameworks allow it to understand and articulate its risk appetite and to manage its tolerance to risk. This allows the Group to assess the impact of new or changing strategies, projects or emerging risks. The Group's control process is set out in a Systems and Controls document which details the individual committees that govern operations. The Board is the body with ultimate responsibility for the risk management of the business. The Board meets at least four times per annum and consists of two Executive Directors and four Non-Executive Directors, one of whom acts as Non-Executive Chairman. An ICAAP (Internal Capital Adequacy Assessment Process) is in place for the Group and is reviewed regularly by the Board and Premier's external auditor. The Pillar 3 Disclosure documents are also available on the Company's website.

The Risk team has responsibility for the operational risk monitoring system and processes (in addition to market, credit and liquidity risks). The Risk team is overseen by the Chief Risk Officer who reports to the Chief Operating Officer. The identification of operational risks and incidents are embedded within the various business units and logged centrally within the Premier Miton operational risk monitoring system, including SONAR. This is a bespoke system that includes processes for monitoring the remedial actions undertaken to reduce the risk of operational incidents re-occurring and helps to identify future areas of risk, including those relating to our service providers and end-customers.

The chair of the Audit & Risk Committee meets regularly with the Chief Operating Officer, Group Finance Director, Chief Risk Officer, Chief Investment Officer and Head of Compliance & Legal to identify risks in the business and the effectiveness of their management within the control environment.

## Principle 5

### Maintain the board as a well-functioning, balanced team led by the chair

#### Composition

Following the merger with Miton Group plc on 14 November, 2019 Neil Macpherson and Luke Wiseman stepped down as directors of Premier Asset Management Group PLC. Joining the Board are new directors, drawn from Miton Group plc. The Board comprises of two executive directors, Mike O'Shea and Piers Harrison, and four Non-Executive Directors, including Mike Vogel as non-executive Chairman and Robert Colthorpe as Senior Independent Director. The Directors are listed below, as well as their biographies:

- Michael Andrew Vogel – Non-Executive Chairman Mike joined Premier in 2007 as Chairman of the Board. He is also the Chairman and Chief Executive Officer of Elcot Capital Partners and a director of Think Digital Group Ltd. Prior to this, Mike was the Chief Executive Officer of Framlington Group and before that Chief Executive Officer of Prolific Financial Management.
- Michael Patrick O'Shea – Chief Executive Officer Mike started his investment career as a private client portfolio manager. He joined Premier in 1986 to develop the asset management business of the Company and was one of the founding directors of Premier Fund Managers Ltd in 1988. Mike became Chief Executive Officer in May 2005. Mike is also on the main board of the Investment Association.
- Piers Harrison – Chief Financial Officer. Prior to joining the Miton Group in 2013, Piers was the Deputy Finance Director and Head of Operational Risk with Neptune Investment Management Ltd. Before that Piers specialised in the financial services sector and in 2008 became a partner in Matterley, a Fund Management business whose interests were acquired by Charles Stanley Group Plc in September 2009. He is a Fellow of the Institute of Chartered Accountants in England & Wales having trained and qualified with Saffery Champness in 2001. Piers joined the Board in November 2019.
- Robert Charles Lumsden Colthorpe – Senior Independent Director Robert is a highly experienced corporate financier with over 25 years' track record of advising a wide range of clients, mainly in the financial services sector. He has worked at major merchant and investment banks (Morgan Grenfell, Deutsche Bank, Société Générale and ABN Amro) and boutique advisory firms (Hawkpoint and Europa Partners). He qualified as a Chartered Accountant with Arthur Andersen. Robert joined the Board in October 2016.
- William Longden Smith – Non-Executive Director Will is a founding partner and Chief Investment Officer at Westbeck Capital Management LLP, an energy focused hedge fund based in London. He is also currently a non-executive director of George Hattersley (1985) Limited, a textile manufacturer based in Yorkshire. Will was lead fund manager of City Natural Resources High Yield Trust, an Investment Trust, and co-manager of a number of other closed end funds. Will started his career in the securities industry at Pinchin Denny in 1977, and traded equities at Phillips and Drew-UBS from 1986 to 1998. Will joined the Board in October 2016.
- David Barron – Non-Executive Director. David joined Miton in 2013 as Director of Investment Trusts and Product Strategy and was appointed Chief Executive in March 2017. He has over 30 years of experience in the City, of which 20 have been focused on asset management. He was previously at JP Morgan Asset Management where he became Managing Director and Head of the Investment Trust business, the largest in the UK, and a member of the senior management team of the UK business. Before joining Fleming Investment Management in 1995, David worked in corporate finance at Hambros Bank and Merrill Lynch & Co. David is expected to join the Board later in 2019.



- Katrina Hart – Non-Executive Director. Katrina spent her executive career in investment banking, advising, analysing and commenting on a broad range of businesses. Initially working in corporate finance at ING Barings and Hawkpoint Partners, she then moved into equities research at HSBC, covering the General Financials sector. Latterly, Katrina headed up the Financials research teams at Bridgewater Group plc and Canaccord Genuity, specialising in wealth and asset managers. Katrina joined the Board of Miton Group plc in 2011. She is also a non-executive director of Polar Capital Global Financials Trust plc, Blackrock Frontiers Investment Trust plc, Keystone Investment Trust plc and AEW UK REIT plc.

Directors do not have specific time commitments. Executive Directors are full time employees and Non-Executive Directors are required to spend sufficient time to fully discharge their roles.

### Independence

In assessing the independence of Non-Executive Directors at the date of this report, the Board took account of their experience, character and judgment, and their dependence on, or relationships with the Group. In light of this, Robert Colthorpe, William Smith and Katrina Hart are deemed by the Board to be independent and are free from any associations or relationships with the Group or its investment funds, with the exception of the fees that they receive as Directors.

### Roles and responsibilities

The Board members have a collective responsibility and legal obligation to promote the interests of the Company and are collectively responsible for defining corporate governance arrangements. To assist with this, the Board receives copies of all minutes and relevant management information from subsidiary companies, as well as reports and feedback from other parts of the business on suppliers, shareholders and investors in the Group's funds. This is all provided in a timely manner to facilitate proper assessment of the matters requiring a decision or insight.

The role of the Non-Executive Directors is to challenge constructively, and contribute to, the development of strategy; to scrutinise the performance of management in meeting agreed goals and objectives, monitor their performance; and, through the various committees set out below, to satisfy themselves that financial information is accurate and that financial controls and systems of risk management are robust and defensible. A procedure has been established for Non-Executive Directors to have access to independent professional advice at the Company's expense where they judge it necessary to discharge their responsibilities as Directors.

### Committees

The Board is supported by the Audit & Risk, Remuneration and Nomination committees, each of which has the necessary skills and knowledge, and access to the resources, information and advice that it deems necessary, in order to enable it to discharge its duties and responsibilities effectively. These duties are set out in the Terms of Reference of each committee, copies of which are available on the Group's website.

### Conflicts of Interest

Each new Director on appointment is required to declare any potential conflict situations. Directors are reminded at each Board meeting of their obligations to notify any changes in their statement of conflicts and also to declare any benefits received from third parties in their capacity as a Director of the Company. The register of conflicts is formally reviewed annually and the Board has concluded that the process has operated effectively during the period.

The Board is satisfied that there is the necessary mix of skill and qualities among the Directors to meet the Group's strategy and requirements.

## Principle 6

### Ensure that between them the directors have the necessary up-to-date experience, skills and capabilities

All new Directors are given a full induction to the Company and its business plans as well as participating in training on issues relevant to their roles. The Directors receive regular updates on business progress as well as on issues relevant to the Group and the asset management sector from all of the departmental heads including Investment, Sales, Marketing, Compliance & Legal, Operations, Risk, Finance and HR. The Directors also receive briefings on existing and new regulatory issues as they emerge as well as specific training on any issues considered relevant during the year. The Directors may also attend external training or courses that are relevant to their ongoing development. Regular compliance, cyber-crime, health and safety and money laundering training is required of all Executive Directors.

All of the Non-Executive Directors are able, at the Company's expense, to seek independent professional advice where they deem it necessary to do so in order to fulfil their obligations as directors. For example, Premier Miton's external advisers have assisted with the review of this disclosure document.

Piers Harrison and Robert Colthorpe are chartered accountants, therefore continuing professional development is kept up to date via the institute.



## Principle 7

### Evaluate board performance based on clear and relevant objectives, seeking continuous improvement

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On the Company's listing in 2016, the Chairman reviewed the composition of the Board in conjunction with the Company's advisers and determined that, absent any significant change in conditions, it contained the right balance of skills and experience to carry the business through the first three years of its time as a listed entity. The Board agreed with this conclusion and determined that it would undertake a review of its composition prior to the third anniversary of the listing and bi-annually thereafter. The results of this process will be reported to the Board in due course.

The Nomination Committee is tasked with monitoring and planning for succession within the business and this a standing agenda item.

The Board meets formally at least four times a year and as required to deal with issues that arise outside the schedule of regular meetings. The Directors receive regular written reports from all of the departmental heads including the Chief Executive Officer, the Group Finance Director, the Chief Operating Officer, the Chief Risk Officer, the Chief Investment Officer and the Head of Compliance & Legal, Sales, Marketing and HR. These cover the financial performance of the Group, investment performance, sales performance, operational performance and compliance and risk issues as well as commenting on current trading conditions and industry developments. In addition, the Board receives regular updates from the Chair of the Audit & Risk Committee who also sits on the Group's Risk Committee.

In addition, the Board receives presentations on an ad hoc basis from members of the sales, marketing, operations and investment teams on specific issues of interest or concern as they arise.

## Principle 8

### Promote a corporate culture that is based on ethical values and behaviours

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We understand the importance of our people in everything that we do. We aim to attract and retain high calibre, talented individuals who have diverse skills, experience and backgrounds. We encourage and support the continuing development of their skills with appropriate training and development. It is our policy to ensure that employment by, and progression within, the Group is based on merit.

The Board seeks to create a working environment which is positive and productive for our employees and our clients, including an effective management team and good staff communication. We support staff with a range of benefits including company pension, ill health protection, life cover and private medical insurance. Staff are provided quarterly updates from the Chief Executive Officer, which act as a forum for discussion and feedback.

The Board has adopted a remuneration strategy that they believe will attract and retain the appropriate people to meet the Group's long term objectives. This includes aiming to provide remuneration that is competitive within our market, and which offers an appropriate balance between fixed and variable components as well as short term and longer term remuneration. The Board also seeks to operate a remuneration strategy that is aligned with the interests of our clients and shareholders as well as with sound risk management.

The Group's approach is to treat job applicants and our staff in a consistent and fair way, regardless of gender, sexual orientation, religion or belief, age, race, ethnic origin, marital or civil partnership status, pregnancy, maternity or disability. This equal opportunities policy applies to recruitment and selection as well as terms and conditions of employment, including remuneration and personal development.



## Principle 9

### Maintain governance structures and processes that are fit for purpose and support good decision-making by the board

The Board believes the current governance structure is appropriate for a company of our size and complexity and in line with our plans for growth.

#### Board governance

All Directors of the Company receive appropriate and timely information to ensure that they are properly briefed in advance of Board meetings and have unlimited access to the advice and services of the Company Secretary and other senior management should further information be required. The Company Secretary is responsible for advising the Chairman and the Board on governance matters.

The Board has established guidelines requiring specific matters to be decided by it, including material acquisitions and disposals, investments and capital projects. Matters that are reserved for the Board are forwarded to the Board for consideration with a recommendation from the executive management or appropriate committee. The Board meets formally at least four times a year but meetings can be convened when necessary to address issues that arise outside of the regular schedule.

The papers circulated prior to Board meetings include the following:

- a report from the Chief Executive Officer covering performance and forecasts, an update on strategy and details of any matters referred for Board approval;
- a report from the Group Finance Director covering financial results, comparison of forecasts with published consensus. This report also covers financing and tax matters;
- reports from senior management responsible for key functions such as risk, compliance, legal, operations, investment strategy and performance, sales, marketing and human resources;
- capital expenditure approval requests and investment proposals; and
- papers on issues scheduled for Board consideration.

As mentioned above, the Executive Directors of the Company, together with the Company's brokers meet with existing and potential shareholders to discuss our business strategy, plan and progress.

A full set of Board papers is circulated on a quarterly basis. In other months, the Directors receive a summary report providing an update on performance and flagging any issues for consideration by the Board. In addition, all Board Committees will receive the papers required in order to fulfil their duties in accordance with their Terms of Reference

#### Board committees

The Board is supported by the Audit & Risk, Remuneration and Nomination committees, each of which has access to the resources, information and advice that it deems necessary, at the cost of the Company, in order to enable each committee to discharge its duties. These duties are set out in the Terms of Reference of each committee, copies of which are available on the Group's website. The Executive Directors are not members of any of the Board committees, however they may be invited to attend meetings. The minutes of committee meetings are produced as soon as possible after the meetings and are circulated to all committee members for comment. Once approved, the minutes of each meeting are circulated to all other members of the Board unless it would be inappropriate to do so in the opinion of the committee Chairman.

#### Audit & Risk committee

The Audit & Risk Committee is chaired by Robert Colthorpe, who took over as chair on 1 January 2018, and its other members are William Smith and Katrina Hart. The Audit and Risk Committee meets formally at least twice a year.

This committee monitors the integrity of the financial statements of the Company and the Group, including its annual and half-yearly reports, interim management statements, preliminary results announcements and any other formal announcements relating to its financial performance, reviewing significant financial reporting issues and judgements that they contain.

This committee reviews and challenges where necessary, the consistency of, and any changes to, the accounting policies both on a year on year basis, and across the Company and the Group. It considers the clarity of the disclosures in the Company's financial reports, in addition to the context in which statements are made, and all material information presented with the financial statements, such as the business, strategic and financial reviews together with the corporate governance statements.

The committee keeps under review the adequacy and effectiveness of the Company's internal financial controls and internal control and risk management systems, and monitors and reviews the effectiveness of the Company's internal financial controls in the context of the Company's overall risk management system and, specifically, considers and keeps under review whether the Company requires an internal audit function.



The external auditors of the Company will attend the meetings on a regular basis and will have unrestricted access to the committee and its chairman. The purpose of the Audit and Risk Committee is to assist the Board in discharging its corporate governance responsibilities in relation to the Company's external auditors and to provide assurance regarding the reliability and appropriateness of the disclosure of the financial statements.

During the financial year ended 30 September 2019, the committee met four times.

### Remuneration Committee

The Remuneration Committee is chaired by Mike Vogel and its other members are Robert Colthorpe, William Smith and Katrina Hart. David Barron is expected to join the Remuneration Committee once appointed to the Board. The Remuneration Committee meets as required and at least once each year. Other senior management and external advisers may be invited to attend meetings as the Remuneration Committee considers appropriate.

The Remuneration Committee considers all material elements of remuneration policy, remuneration and incentives of Executive Directors and senior employees with reference to independent remuneration research and professional advice and will make recommendations to the Board on the framework for executive remuneration and its costs.

The Board is then responsible for implementing its recommendations and agreeing the remuneration packages of individual Directors. Non-Executive Directors' fees will be determined by the Board.

During the financial year ended 30 September 2019, the committee met two times.

### The Nomination Committee

The Nomination Committee is chaired by Will Smith and its other members are Robert Colthorpe, and Mike Vogel.

The Nomination Committee is responsible for, amongst other matters, evaluating the balance of skills, experience, independence and knowledge on the Board, the size, structure and composition of the Board, retirements and appointments of additional and replacement directors and will make appropriate recommendations to the Board on such matters.

The Nomination Committee also considers succession planning, taking into account the skills and expertise that will be needed on the Board in the future. During the financial year ended 30 September 2019, the committee met twice.

| 01 October 2018 to 30 September 2019 | Board | Audit & Risk Committee | Remuneration Committee | Nomination Committee | AGM (February 2019) |
|--------------------------------------|-------|------------------------|------------------------|----------------------|---------------------|
| Number of meetings                   | 15    | 4                      | 2                      | 2                    | 1                   |
| Mike Vogel                           | 15    |                        | 2                      | 2                    | 1                   |
| Mike O'Shea                          | 14    |                        |                        |                      | 1                   |
| Neil Macpherson                      | 15    |                        |                        |                      | 1                   |
| Robert Colthorpe                     | 14    | 4                      | 1                      | 2                    | 1                   |
| William Smith                        | 15    | 4                      | 2                      | 2                    | 1                   |
| Luke Wiseman                         | 15    |                        | 2                      | 2                    | 1                   |

## Principle 10

### Communicate how the Company is governed and is performing by maintaining a dialogue with shareholders and other relevant stakeholders

As mentioned above, the Executive Directors of the Group, together with the Company's brokers meet with existing and potential shareholders to discuss our business strategy, plan and progress. This enables a healthy dialogue to exist, to enable all interested parties to come to informed decisions about the Company.

In the Annual Report and Financial Statements on the Company's website [www.premiermiton.com](http://www.premiermiton.com) there are the most recent reports from the Audit & Risk Committee and Remuneration Committee. The outcomes of all Company votes since our listing are also on our website and can be found here: [www.premiermiton.com](http://www.premiermiton.com)

### Piers Harrison

Chief Financial Officer

14 November 2019

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