

FDM GROUP (HOLDINGS) PLC
INVESTOR RELATIONS POLICY

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FDM GROUP (HOLDINGS) PLC (“FDM”, “we” or “the Group”)

INVESTOR RELATIONS POLICY

1 Introduction

- 1.1 FDM’s goal is to ensure that its investment community has a clear understanding of FDM’s strategy, business model, competitive position, financial information and strategic progress. FDM aims to meet this goal by engaging in clear and transparent communication to the investment community.
- 1.2 FDM’s procedures for communicating with investors aim to ensure that relevant information about the Group’s activities is communicated in a professional, disciplined and timely manner, to parties with a legitimate interest (subject to any overriding considerations of business confidentiality).
- 1.3 FDM aims to have in place channels to enable effective two-way communication with investors so that the effectiveness of these procedures can be assessed regularly.
- 1.4 Accordingly, this policy outlines the objectives and processes for effective communications between the Group and its various audiences.

2 Policy

- 2.1 In order to ensure that information released by the Group is clear, accurate and consistent, and complies with the legal and regulatory requirements applicable to FDM, we will ensure that appropriate channels are established for the management of information. Accordingly, only the following individuals are authorised to speak to investors on behalf of the Group:
 - (a) Rod Flavell, Chief Executive Officer;
 - (b) Mike McLaren, Chief Financial Officer;
 - (c) the Chairman of the Board;
 - (d) the Chairman of the Audit Committee and/or the Chairman of the Remuneration Committee (after consultation with the CEO and the Chairman of the Board);
 - (e) The Company Secretary in conjunction with either the CEO or CFO.
- 2.2 This policy is supported by internal guidelines with regard to price sensitive information which are also disseminated throughout the Group, with regular reminders to members of staff about their obligations.
- 2.3 FDM encourages feedback on its activities through face-to-face meetings with key stakeholders and stakeholder groups, and provides information and contact details on its website, as well as contact details in its press releases, annual and interim reports, and third party directories.
- 2.4 FDM will review the effectiveness of its tactical and strategic communications activities on a regular basis.

3 Publication of Information

- 3.1 FDM will comply with UKLA/London Stock Exchange disclosure requirements and will publish financial and regulatory information as required within the timetables specified in the applicable statutes and regulations.
- 3.2 Financial aspects of the business will not be discussed during the Company’s closed periods and investor meetings/calls of any kind will be discouraged.

- 3.3 The company will not comment on media or other reports containing market speculation unless they contain information of substance which requires formal disclosure in accordance with the applicable regulation.
- 3.4 All regulatory announcements will appear on the FDM website promptly after they are published, and annual reports will appear on the FDM website on the day of despatch to shareholders.
- 3.5 Share price data will be available via the company website.
- 3.6 The company will ensure that, as far as is practicable, all investors have access to the same level of information.

4 Investor Engagement

- 4.1 FDM's CEO and CFO will develop an investor engagement strategy to be followed in each financial year, involving a combination of one-to-one meetings with a number of larger institutional investors and, where appropriate, some group meetings which may be attended by a wider range of smaller institutional investors. Where appropriate, meetings will also be planned with investors in other territories where FDM carries on its business.
- 4.2 In addition to the formal results reporting process, FDM will consider what additional levels of engagement may be appropriate outside the results cycle, for instance in relation to issues arising ahead of the Company's AGM, or key strategic developments.
- 4.3 In developing the strategy the Company will consider:
- (a) the expectations of key institutional investors;
 - (b) the balance between cost and benefit connected with the amount and type of engagement activity which will help FDM to achieve its engagement objectives;
 - (c) the desirability of ensuring that relationships are developed and maintained with a degree of continuity;
 - (d) the use of collective meetings, where appropriate.
- 4.4 The engagement strategy will be reviewed annually, taking account of investor feedback, so that FDM can continue to ensure that its engagement objectives are being met. Given the requirement of the UK Corporate Governance Code that the board should assume responsibility for ensuring that a satisfactory dialogue with shareholders takes place, the board will be involved in the annual review, and will approve the annual engagement strategy.
- 4.5 FDM will report on the annual review of its engagement strategy in the Corporate Governance section of its Annual Report & Accounts.
- 4.6 FDM will seek to optimise the value of the AGM, and will seek early engagement on, and resolution of, potentially controversial matters to improve the success of the AGM.

5 Contacts

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