

BlackRock International Limited
Companies Act s172 Statement
31 December 2023

Under section 172 of the Companies Act 2006 ("s172"), the Board of directors ("the Board") of BlackRock International Limited ("the Company") must act in the way that 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. In doing so, they should have regard to other factors, including but not limited to:

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

The Board has had regard to each of the above requirements of s172 during the year ended 31 December 2023 as follows:

The likely consequences of any decision in the long-term

As a subsidiary of BlackRock Inc., ("BlackRock" or "the Firm") the Board shares the purpose developed by the BlackRock board of directors and considers how best to implement that purpose in the Company's values, strategy and culture.

The Board delegates responsibility to formulate the Company's strategy to the Head of Europe, Middle East and Africa ("EMEA"), who serves as a member on the Board, and takes primary responsibility for: formulating the strategic objectives of the Company within the Company's risk tolerance; developing business plans, budgets and operating strategies for the Company; and defining financial objectives, plans and budgets. The Head of EMEA engages with senior management to ensure that the Company's strategy is designed and implemented in a manner that is consistent with BlackRock's global growth priorities, and in a manner that is suited to the markets in which the Company operates.

The Board is responsible for overseeing the implementation of the Company's long-term strategic objectives and receive regular updates from the Head of EMEA on the delivery of corporate strategy, regional and industry trends, both in Board meetings and informal briefing sessions. The Company's strategy is regularly communicated with the workforce by way of executive announcements from senior leaders and employee townhalls.

Key examples of how the Board has considered the likely consequences of any decision in the long-term for the year ended 31 December 2023 include:

- approving the Company's annual Risk Appetite and Risk Tolerance statement;
- approving the Company's Public Disclosure Document;
- considering and approving the Company's operational resilience self-assessment;
- receiving regular updates on the implementation of Consumer Duty;
- approving Senior Manager appointments;
- reviewing the impact of Larry Fink's CEO letters on the strategy of the EMEA region;
- approving cash repatriation transactions and liquidity management;
- reviewing the Company's stewardship strategy outlining how BlackRock intends to engage with companies in which it is invested;
- overseeing the management of conflicts within BlackRock's businesses from the Company's perspective; and
- identifying matters that might impact BlackRock Group Limited's internal capital adequacy process.

The interests of the Company's employees

The Company does not have any direct employees, however does second employees (“secondees”) from other BlackRock entities (here after any reference to employees refers to the secondees). Employees are subject to high standards of compliance and conduct training, in line with BlackRock’s global and regional standard requirements. BlackRock’s Code of Conduct requires all employees to comply with the Financial Conduct Authority’s (“FCA”) individual conduct rules: to act with integrity; to act with due skill, care and diligence; to be open and cooperative with the FCA and other regulators; to pay due regard to the interests of customers and treat them fairly; and to observe proper standards of market conduct.

It is the Company’s policy that there should be effective communication with all employees who, subject to practical and commercial considerations, should be consulted on and involved in decisions that affect their current and future job prospects and working environment. Senior management engage with employees throughout the year through executive communications, employee pulse surveys and regional townhalls. Employees are also encouraged to report concerns relating to business integrity through established whistleblowing processes, and anonymised concerns are reported to the Board on a quarterly basis. The Board is kept informed of the results of BlackRock’s employee engagement activities through reports from the EMEA Head of Human Resources.

The Company believes a diverse workforce and an equitable and inclusive work environment are key factors in achieving better outcomes across all levels of its business. The Company adopts BlackRock’s global strategy in relation to diversity, equity and inclusion, details of which are set out in the Working Together report which can be accessed at the following website address:

<https://www.blackrock.com/corporate/literature/fact-sheet/dei-annual-report.pdf>

The need to foster the Company's business relationships with suppliers, customers and others

The Company uses suppliers to help support and enhance business activities. BlackRock has a dedicated service vendor management team responsible for onboarding and monitoring of its key vendors. In addition, BlackRock has formal processes and procedures in place to manage supplier risk and service delivery, such as regular performance reviews for key suppliers. BlackRock maintains a Supplier Code of Conduct & Ethics which outlines the minimum expectations and standards of all of BlackRock’s suppliers in relation to human rights, inclusion and diversity, environmental sustainability, integrity and ethics in management practices.

In response to the evolving needs of clients, BlackRock has developed its distribution model across all BlackRock products, platforms and technology, to encourage the Company’s growth as a regional business in the United Kingdom (“UK”). The Head of the UK drives UK client strategy whilst being directly responsible for the UK Institutional, Wealth, Charities and Endowments, Investment Trusts and Defined Contribution/Unit Linked businesses.

The Company is subject to regulatory oversight by the FCA in the UK. The Board and senior management have regular interactions with the FCA, providing open and transparent information on a proactive and reactive basis at all levels of management. A comprehensive control framework exists across Risk, Compliance and Internal Audit functions in order to oversee the Company’s business operations, with regular reporting provided to the Board on regulatory matters.

Material matters relating to business relationships with suppliers, customers and other stakeholders are reported to the Board by senior management as required.

The impact of the Company's operations on the community and the environment

The Company’s purpose, to help more and more people experience financial wellbeing, reflects the belief that BlackRock has an important role to play in helping improve people’s lives, the community and the environment. BlackRock has a responsibility to millions of people around the world, and an urgent social purpose. By improving the relationship people have with their money, BlackRock can help improve their financial wellbeing, and their overall wellbeing. BlackRock has committed to integrate sustainable business practices into its strategy and operations. As a subsidiary of BlackRock, the Company has committed to:

- operate a sustainable corporation, recognising that long-term sustainability delivers the best outcomes for stakeholders; emphasise that the workforce is central to the Company’s sustainability efforts; and pursuing a strategy that decouples company growth from the impact on the environment;

- make sustainable investing BlackRock's standard, providing sustainability-integrated portfolios and making sustainability integral to the way BlackRock manages risk, deepening the integration of environmental, social and/or governance factors into risk management and investment processes, and putting integration of environmental, social and/or governance analysis at the centre of BlackRock's technology platform;
- act as responsible steward of BlackRock's client assets by engaging with companies to understand how they are managing and disclosing sustainability-related risks and encouraging companies to adopt corporate governance and business practices consistent with delivering sustainable long-term financial returns; and
- make a positive social impact through charitable contributions and empowering the Company's employees to give back to their communities.

The Company's strategy in relation to sustainability and environmental, social and/or governance factors were regularly communicated to the Board through reports from the Head of EMEA, the EMEA Head of Corporate Strategy and BlackRock Investment Stewardship.

The desirability of the Company maintaining a reputation for high standards of business conduct

BlackRock's culture is a key differentiator of the Company's strategy and helps to drive results and long-term growth. The Company's culture unifies the Firm and helps to reinforce ethical behaviour at all levels. BlackRock's approach to instilling, reinforcing and enhancing our culture is deliberate and intentional. The Board embeds BlackRock's culture of fiduciary commitment to serve clients and stay ahead of their needs. BlackRock's Code of Conduct requires all employees to comply with the FCA's individual conduct rules: to act with integrity; to act with due skill, care and diligence; to be open and cooperative with the FCA and other regulators; to pay due regard to the interests of customers and treat them fairly; and to observe proper standards of market conduct.

The Board hold regular meetings with management, by way of formal meetings and education sessions, to ensure that oversight and control of the Company's business operations is maintained, and where necessary, constructive challenge can be provided. This enables the Company's businesses to deliver strategy in a manner consistent with BlackRock's purpose and culture.

The need to act fairly between members of the Company

The Company is a separate legal entity and is therefore making this statement as such, but in practical terms, the Company is part of a wider group and therefore the duties of the directors of the Company are exercised in a way that is most likely to promote the success of the Company for BlackRock as a whole, while having regard to factors outlined in s172.

This is issued by BlackRock International Limited, authorised and regulated by the Financial Conduct Authority. Registered office: Exchange Place One, 1 Sempie Street, Edinburgh, EH3 8BL. Tel: + 44 (0)20 7743 3000. Registered in Scotland No. SC160821. For your protection telephone calls are usually recorded. Please refer to the Financial Conduct Authority website for a list of authorised activities conducted by BlackRock.

This document is for information purposes only and does not constitute an offer or invitation to anyone to invest in any BlackRock funds and has not been prepared in connection with any such offer.

© 2024 BlackRock, Inc. All Rights reserved. BLACKROCK, BLACKROCK SOLUTIONS and iSHARES are registered and unregistered trademarks of BlackRock, Inc. or its affiliates. All other trademarks are those of their respective owners.

Contact Information

Email: CorporateCommunications-EMEA@blackrock.com