

CHAIRMAN'S STATEMENT



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Andrew Martin
Chairman, Hays plc



Dear Shareholder

On behalf of the Board, I am pleased to introduce to you the Company's Corporate Governance Report. The past year continued to present us all with challenges both as a business and as a Board. However, we have remained vigilant and agile in our decision-making. I have been impressed with the Group's performance in continuing to deliver a strong financial performance, despite the setbacks of the Covid-19 pandemic and more recently the knock-on effect of the war in Ukraine and economic volatility.

Hays reports against the Financial Reporting Council's (FRC) UK Corporate Governance Code 2018 (the Code). The Board has applied all Principles, and complied with all Provisions, in the Code for the year ended 30 June 2022 with the exception of Provision 38.

In keeping with the demands made on the Board, circumstances have made it vital to maintain engagement with our stakeholders and workforce. The global pandemic presented challenges for travel and physical meetings that the Board would have expected to conduct during the year. However, I am delighted that physical meetings have now resumed following the lifting of travel restrictions.

We have developed an increasingly inclusive culture, especially following our recent rebrand. Our numerous channels and forums have enabled us to engage more than ever before with a broader cross-section of employees and provided the opportunity to listen directly to their challenges, opinions and ideas. Employee wellbeing has remained important to us, as well as continuing to provide appropriate support and a sense of connection. The Board believes firmly that when employees see, hear and feel the alignment between organisational purpose, strategy, values, culture and leadership behaviours, it has a positive effect on their engagement, performance and consequently our success and the interests of our stakeholders.

Following the Russian invasion of Ukraine, the Board quickly met, and after careful consideration, including of colleagues and clients within the region, agreed that business in Russia should cease immediately. The Board also agreed to donate and fundraise for charitable causes in support of Ukraine. A case study of the range of matters that the Board discussed in relation to this decision can be found on page 87.

We announced our commitment to a path to Net Zero last year and put in place permanent policies to ensure our Science-Based Targets (SBTs) of halving Group GHG emissions by 2025 and reducing air travel by 40% by 2026 are met.

Our registered SBTs were approved by the Science-Based Targets initiative (SBTi). These targets are a key part of the Group's ambition to be the first global specialist recruitment firm to reach Net Zero, an ambition of which I am very proud.

This year we commissioned an external Board and Committee evaluation. The results of the assessment established that the Board continues to operate effectively and seeks to both challenge and support management. The findings also show there are some changes we can make to further enhance our performance and I look forward to implementing various changes and seeing further progress. You can read more about this in my Nomination Committee Report.

In May we announced that Torsten Kreindl retired from the Board. During his nine years' service Torsten provided an invaluable contribution to the Company and I would like to thank him for his wise counsel and support. We welcomed Joe Hurd as a Non-Executive Director on 1 December 2021 and Joe brings valuable new and relevant skills and perspectives to our Board. I am pleased to report that we are well advanced in the appointment of an additional Non-Executive Director, details of which will be provided at the appropriate time. Details of the formal process can be found within the Nomination Committee Report. We will also be saying goodbye to Paul Venables and welcoming a new Finance Director later in the year and you can read more about that too in my Nomination Committee Report.

Appointments are always based on merit and relevant experience, while taking into account the broadest definition of diversity. Hays supports the principles of the Hampton-Alexander and Parker reviews on gender and ethnic diversity and maintains a diverse Board. Our Board currently includes 37% female directors and one director from an ethnic minority background.

As I sign off, I hope the following pages provide you with further understanding of our work on your behalf. We are always interested to hear your thoughts on all our activities and look forward to seeing you at our AGM this year. I would like to extend my thanks to all of our shareholders for your continued support. Finally, on behalf of the Board, I would again like to thank all of our amazing people and teams across the business for all of their commitment and hard work during the year.

Andrew Martin
Chairman