

URBAN&CIVIC PLC (“the Company” or “Urban&Civic”)

Annual Modern Slavery Statement

Urban&Civic plc and all companies within its group of companies has a zero-tolerance approach to modern slavery, both within the business and throughout its supply chains. We recognise the need to operate to the highest standards morally, ethically and lawfully across all the work we do and in all our business dealings and relationships. We expect those we work with to uphold our standards within their own operations.

This statement is a combined group statement on behalf of both Urban&Civic plc and its subsidiary companies (a list of which is attached) and is made pursuant to our obligations under the Modern Slavery Act 2015 in respect of the financial year ending 30 September 2021.

Our Structure

Urban&Civic plc is a UK based property development and investment company registered in Scotland (registration number: SC149799), with approximately 85 subsidiary companies throughout the UK. The total number of direct employees of the Urban& Civic group is currently 103. In January 2021 Urban&Civic was acquired by the Wellcome Trust as an investment within their investment portfolio.

Our Business Model and Stakeholders

Urban&Civic is the leading Master Developer of large-scale strategic sites in the UK, undertaking responsibility for obtaining planning and delivering the sustainable green, grey and community infrastructure to establish high quality, sustainable and community focused residential-led sites. We work with a range of national and small and medium sized housebuilders and housing associations to bring forward high quality homes across our sites using broad spectrum of contractors, consultants and utility providers at various stages of the Master Developer process.

As a business we passionately believe in the importance of ongoing engagement; not only with our customers, contractors, consultants and utility providers, but also with our partners and the local communities in which we operate. Typically, we use regular dialogue to ensure stakeholders are fully appraised of project and corporate objectives and we seek to put in place contractual arrangements and obligations, where appropriate, to reinforce these project and corporate objectives. For example, in many of our contracts with housebuilders, contractors or other customers, we include “jobs brokerage” provisions so as to support local people into work within their respective operations. This collaborative approach helps us to leverage our combined involvement to promote not only employment and training, but also promote higher standards and a sense of fair play.

We currently have 8 sites in delivery and 3 sites in planning.

Our Employees

Given the Company's size, operational locations and nature of Urban&Civic's workforce, the risk of modern slavery or human trafficking in the recruitment and engagement of Urban&Civic employees is considered to be low. We have Human Resource processes in place to ensure that recruitment and onboarding is completed in line with regulatory requirements and our employees are supported by a number of legally compliant policies and practices which support a high standard of working conditions and a quality employment experience. Urban&Civic are a Living Wage and London Living Wage employer.

In January 2020, the Company established its Employee Advisory Group, which is a representative body made up of members from across the Company that ensures employee interests, needs and concerns are represented to the Board and Executive Management Committee, resulting in actionable insights on workforce matters.

Our Supply Chains

Urban&Civic engages a range of suppliers and third parties to design and deliver construction and other services (for example, housebuilders in relation to development contracts, construction contractors in respect of direct construction works, design and planning consultants and some minor building material suppliers). Our direct construction contracts may also require our contractors to use subcontractors to assist in the delivery of their contractual obligations.

We acknowledge that the industry in which we operate is deemed to have an elevated risk of modern slavery, particularly given the often complex supply chains, lack of visibility around certain subcontracting processes and employment of low-skilled temporary workers.

Given these characteristics, we consider people within our supply chains to be at higher risk than our own employees, although we continue to mitigate this risk through select **policies and procedures** and **due diligence** (during the supplier onboarding process), as detailed below.

Our Policies and Procedures

We have a number of policies and procedures which reflect our commitment to acting properly in all our business relationships and to implementing and enforcing effective systems and controls.

Our key policies and procedures, which support fair and ethical treatment and contribute to minimising the risk of modern slavery and human trafficking in our organisation and supply chain include:

- **Anti-Corruption & Bribery** – designed to ensure that Urban&Civic upholds the highest standards of professional integrity;
- **Anti-Facilitation of Tax Evasion** – designed to support Urban&Civic's commitment to acting professionally, fairly and with integrity in all its dealings and relationships and to implement and enforce effective systems to counter tax evasion facilitation;
- **Bullying & Harassment** – designed to help ensure that all of Urban&Civic's employees and anyone we work with is treated with fairness, dignity and respect;

- **Diversity & Equal Opportunities** – designed to support a working environment that fosters fairness, equity and respect for social and cultural diversity and promotes equality in all that Urban&Civic do;
- **Ethical Labour** – designed to confirm fundamental expectations in respect of conduct for anyone working for or on behalf of Urban&Civic to promote the protection of human rights;
- **Health & Wellbeing** – designed to ensure the positive wellbeing of our employees.
- **Health & Safety** – designed to support Urban&Civic’s approach to H&S and our commitment to working practices that influence strong safety performance and compliance;
- **Risk Management** – designed to keep all business activities compliant with applicable laws, regulations and codes of governance.
- **Whistleblowing** – designed to support employees in reporting any concerns of unethical behaviour.

All our policies were reviewed in the financial year ending 30 September 2021 and are reviewed annually by our Board. Our Whistleblowing Policy was updated to better encourage employees to raise any concerns and to provide greater clarity around internal and external reporting.

Our policies confirm our zero-tolerance approach to modern slavery and human trafficking in our business and supply chain. We remain committed to acting ethically and with integrity, maintaining systems and controls that are designed to prevent modern slavery and human trafficking from taking place in our business or across our supply chains.

Our Due Diligence Processes

As part of our commitment to identify and mitigate the risk of modern slavery and human trafficking, we have put in place the following controls and processes:

- With respect to our main contractors, we operate a relatively small list of preferred contractors, which allows us to:
 - have a deeper understanding of those contractors and their labour practices,
 - influence their policies and attitudes to their own supply chain in this area, and
 - reinforce our values in respect of modern slavery and human trafficking.
- We actively communicate our ethical standard to our all suppliers via our onboarding processes, contracts and policies.
- All contractors, consultants and housebuilders must complete a Pre-Qualification Questionnaire (PQQ) in order to be considered for preferred status. The PQQ has a number of questions dedicated to modern slavery, which seeks to provide Urban&Civic with a greater knowledge of the third party’s own supply chain and the steps they have put in place to encourage responsible behaviour and practices, including their own due diligence processes.
- We operate a tendering and contractual documentation process that requires contractors to maintain records that trace their supply chain for all direct and subcontract labour and requires them to implement an annual audit process of these records. These processes also give Urban&Civic the right to request statements of compliance and demonstration of adherence to the contractual requirements with regard to all matters concerning modern slavery. The processes also require relevant training for employees and their supply chain and also requires the implementation of a planned course of action in response to actual or suspected instances of modern slavery.

- We put in place contracts that explicitly require our contractors, consultants and housebuilders to comply with Modern Slavery Act obligations and every contract appends our Ethical Labour Policy, legally binding our counterparties to compliance.
- We monitor and update (on a monthly basis) our preferred contractor list.

Training

We try to ensure that adequate information and training is provided to all employees on the importance of ethical business conduct.

- On joining the Company, every employee undergoes an induction process that outlines Urban&Civic's expectations around working relationships and how these must be based on high standards of personal and professional ethics.
- All employees are made aware of the Company's policies (as outlined above) as part of their induction and must sign an annual declaration which asks them to confirm that they have upheld and complied with the provisions of these policies and that there have been no breaches or potential breaches for which a declaration ought to have been made.
- Every employee at Urban&Civic is required to complete mandatory training modules through our online learning platform on modern slavery, whistleblowing and bullying and harassment. All employees must complete this training as part of onboarding and biannually thereafter. These modules include a testing element to ensure employee understanding of the risks involved and the legal requirements for businesses.
- We hold regular discussions (at site-based consortia meetings) with our contractors and housebuilder customers on their (and our) modern slavery policies and procedures.

Further steps

As part of our zero-tolerance approach to modern slavery and to ensure that we continue to reinforce our zero-tolerance approach, in the next 12 months we intend to take the following steps (and will report on progress made against these steps in our next statement):

- Continue to monitor contracts with contractors, consultants and housebuilders relating to obligations with respect to modern slavery.
- Carry out an annual review of compliance for contractors, consultant and housebuilders.
- Update the Ethical Labour policy to include wider commitments as to the ethical labour standards we require our contractors, consultants and housebuilders and suppliers to achieve. This will include prohibitions around child labour.
- Look to incorporate the Ethical Labour Policy (along with other policies) into a wider Code of Conduct that sets out the Company's obligations on its suppliers on these matters.
- Build on the current data gathering from our contractors, consultants and housebuilders to provide annual declarations that they continue to comply with Urban&Civic's requirements in respect of modern Slavery.
- Identify further opportunities for enhanced employee awareness training on modern slavery. There are certain teams and employees who by the nature of their role should receive more in-depth and specific training.

- Look at ways in which we can build further employee engagement on modern slavery and consider how we can best use our communication channels (including Learning and Development offerings) to help support this.
- Explore possible partnerships with organisations committed to tackling modern slavery who can advise on and help develop a best practice approach.
- Look at our supplier screening process beyond its current focus on consultants, contractors and housebuilders and look to how we procure other services in the business and the due diligence process.
- Engage with local police forces to provide briefings to consortia meetings (to raise awareness of issues relating to modern slavery).

This statement is made pursuant to section 54(1) of the Modern Slavery Act 2015 and constitutes our Group's slavery and human trafficking statement for the financial year ending 30 September 2021. It was approved by the Board of Directors on 31 March 2022.

Peter Pereira Gray

Chairman of the Board of Directors of Urban&Civic plc

31 March 2022

Subsidiary undertakings

At 30 September 2021 the subsidiaries held directly or indirectly by the Company were as follows:

Incorporated in the United Kingdom, unless otherwise indicated	Proportion of voting rights and ordinary shares held	Nature of business
Alconbury Weald Estate Management Company Limited ¹	100%	Property management
AW Management Company (KP1C) Limited ¹	100%	Property management
AW Management Company (KP1R) Limited ¹	100%	Property management
Catesby Development Land Limited ²	100%	Property development
Catesby Estates (Developments) Limited ²	100%	Property development
Catesby Estates (Developments II) Limited ²	100%	Property development
Catesby Estates (Grange Road) Limited ³	100%	Property development
Catesby Estates (Hawton) Limited ³	100%	Property development
Catesby Estates (Newark) Limited ³	100%	Property development
Catesby Estates (Residential) Limited ³	100%	Property development
Catesby Estates plc ³	100%	Property development
Catesby Estates Promotions Limited ²	100%	Property development
Catesby Land and Planning Limited ²	100%	Property development
Catesby Land Limited ³	100%	Property development
Catesby Land Promotions Limited ²	100%	Property development
Catesby Promotions Limited ²	100%	Property development
Catesby Strategic Land Limited ³	100%	Management and administration
Greyhound Inn Developments Limited ³	100%	Property development
Manydown Investco LLP ¹	51%	Investment holding company
Newark Commercial Limited ³	100%	Property development
Priors Hall Park Management Company ¹	100%	Property management
T.H (Development Partnership) Limited ¹	100%	Investment holding company
T.H (Development Partnership) General Partner Limited ¹	100%	Investment holding company
Terrace Hill (Awdry) Holdings Limited ¹	100%	Investment holding company
Terrace Hill (Herne Bay) Limited ¹	100%	Property development
Terrace Hill Deansgate Operations Company Limited ¹	100%	Property management
Terrace Hill Foodstore Development Company Parent Limited ¹	100%	Investment holding company
Terrace Hill Foodstore Developments Limited ¹	100%	Property development
Urban&Civic (Bradford) Limited ¹	100%	Property development
Urban&Civic (Management) Limited ²	100%	Management and administration
Urban&Civic (Property Investment No 1) Limited ¹	100%	Property investment
Urban&Civic (Property Investment No 2) Limited ¹	100%	Property investment
Urban&Civic (Property Investment No 3) Limited ²	100%	Property investment
Urban&Civic (Secretaries) Limited ²	100%	Administration
Urban&Civic Alconbury Limited ¹	100%	Property investment and development
Urban&Civic Alconbury S.à.r.l. (incorporated in Luxembourg) ⁴	100%	Investment holding company
Urban&Civic Armadale No. 1 Limited ²	100%	Property development
Urban&Civic Bishop Auckland Limited ¹	100%	Property development
Urban&Civic Buckingham Limited	100%	Property development
Urban&Civic Central Funding Limited ¹	100%	Investment holding company and property development
Urban&Civic Central Scotland Limited ²	100%	Property development
Urban&Civic Corby Limited ¹	100%	Property development
Urban&Civic Deansgate Limited ¹	100%	Property development
Urban&Civic Developments Limited ¹	100%	Property development
Urban&Civic Feethams Limited ¹	100%	Property investment and development
Urban&Civic Foodstores Company Limited ¹	100%	Investment holding company
Urban&Civic Galashiels No.2 Limited ¹	100%	Property development
Urban&Civic Group Limited ¹	100%	Investment holding company and property development
Urban&Civic Holdings S.à.r.l. (incorporated in Luxembourg) ⁴	100%	Investment holding company
Urban&Civic Houghton Le Spring Limited ¹	100%	Property development
Urban&Civic Howick Place Investments Limited ¹	100%	Investment holding company
Urban&Civic Investments Limited ¹	100%	Investment holding company and property development
Urban&Civic Jobs and Skills Limited ¹	100%	Property development
Urban&Civic K L Limited ¹	100%	Property development

Urban&Civic (Manchester New Square) Limited ¹	100%	Property development
Urban&Civic Manydown Limited ¹	100%	Property development
Urban&Civic Middlehaven Limited ¹	100%	Investment holding company and property development
Urban&Civic Middlehaven Properties Limited ¹	100%	Property development
Urban&Civic Miscellaneous Properties Limited ¹	100%	Property development
Urban&Civic Molesworth Limited ¹	100%	Property development
Urban&Civic North East Limited ¹	100%	Investment holding company and property development
Urban&Civic Northam Limited ¹	100%	Property development
Urban&Civic Penzance Limited ¹	100%	Property development
Urban&Civic Princess Street Limited ¹	100%	Property development
Urban&Civic Projects Limited ¹	100%	Project co-ordination and management services
Urban&Civic Property Developments Limited ¹	100%	Investment holding company
Urban&Civic Property Developments No. 1 Limited ¹	100%	Property development
Urban&Civic Property Developments No. 2 Limited ¹	100%	Property development
Urban&Civic Property Investments No. 4 Limited ¹	100%	Investment holding company
Urban&Civic Redcliff Street Limited ¹	100%	Property development
Urban&Civic Resolution Limited ¹	100%	Property development
Urban&Civic Rugby Limited ¹	100%	Property development
Urban&Civic Rugby (Member) Limited ¹	100%	Property development
Urban&Civic Sandy Limited ¹	100%	Property development
Urban&Civic Stokesley Limited ¹	100%	Property development
Urban&Civic St Neots Limited ¹	100%	Property development
Urban&Civic Tunbridge Wells Limited ¹	100%	Property development
Urban&Civic Tyttenhanger Limited ¹	100%	Property development
Urban&Civic UK Limited ¹	100%	Management and administration
Urban&Civic Victoria Street Limited ¹	100%	Property development
Urban&Civic Waterbeach Limited ¹	100%	Property investment and development
Urban&Civic Westview Investments Limited ¹	100%	Investment holding company and property development
Urban&Civic Wolverhampton Limited ¹	100%	Property development

1. Registered address: 50 New Bond Street, London W1S 1BJ.

2. Registered address: 115 George Street, Edinburgh EH2 4JN.

3. Registered address: Catesby House, 5b Tournament Court, Edgehill Drive, Warwick, Warwickshire CV34 6LG.

4. Registered address: 40 Avenue Monterey, L-2163, Luxembourg.