



CORPORATE GOVERNANCE POLICY

Introduction

Tigers Childcare, is committed to good governance including a high level of transparency and accountability. We strive continuously to improve transparency, accountability and governance processes to ensure that we are at the forefront of corporate governance practice as a transparent and responsible organisation.

Scope

This policy applies to all Tigers Childcare colleagues, in all locations, including directors, board members and investors.

Definition

Corporate Governance is defined as the system, principles and process by which organisations are directed and controlled. The principles underlying corporate governance are based on conducting the business with integrity and fairness, being transparent with regard to all transactions, making all the necessary disclosures and decisions and complying with all the laws of the land. It is broadly concerned with the relationships between company boards and the company's shareholders, accountability and responsibility towards the stakeholders.

Aim

This policy aims to ensure accountability to all stakeholders and compliance with all legislative obligations in the overall management of the company. Tigers Childcare has policies and procedures to guide and assist colleagues to meet their obligations and this policy is designed to be read in conjunction with all other policies of the company.

Responsibilities

Effective corporate governance is a shared responsibility.

1. All Board Members, Executive Management Team (EMT) and Colleagues

- operate the company's business to achieve the agreed objectives
- comply with the law
- comply with the company's Code of Conduct, policies and procedures
- act in the best interests of the company
- disclose and manage conflicts of interest
- disclose and record any gifts and hospitality offered or received
- act within delegated levels of authority
- report any dishonest, fraudulent, unethical or illegal behaviour

2. The Board

- maintain and oversee a robust governance system
- understand and meet directors' legal duties
- understand and document matters reserved to the Board

- appoint Directors under a transparent, merit-based process
- maintain an appropriate mix of skills and experience on the Board
- remain independent and accountable to the company stakeholders and members
- undertake periodic Board evaluations
- maintain an effective relationship with management
- set and oversee the organisational budget
- define and model the company's desired culture and expectations of colleague conduct
- oversee compliance with the law and internal governance policies
- oversee meaningful stakeholder engagement
- develop, and evaluate the company's performance against, the organisational strategic plan
- develop and monitor the company's risk management approach

3. CEO & Executive Management Team

- manage day to day business operations within delegated levels of authority and the approved budget
- implement the strategic plan and risk management plan
- manage stakeholder relations and communication
- maintain an effective relationship with the Board
- provide timely and appropriate reports that allow the Board to understand and assess the company's performance (including financial position, strategic plan progress and risks)
- appropriately manage company resources
- model the company's desired culture and expectations of colleague conduct
- monitor and measure organisational culture and engagement

4. Managers

- manage team business operations within delegated levels of authority and approved budget
- make colleagues aware of all relevant company governance policies

Procedures

We believe in promoting good corporate governance practices and uphold the highest standards when it comes to managing risks and ensuring compliance with regulations.

We have strict policies in place to ensure compliance with all relevant regulations.

1. Legal Compliance

We are committed to maintaining compliance under the regulatory requirements by which we are governed in both the operational and financial aspects of our business.

2. Anti-Bribery & Corruption

One of the core values of Tigers is Integrity: *"We are honest, open, ethical, and fair. We speak up when our core values are not being respected"*.

In line with this core value, we take a zero-tolerance approach to bribery and corruption across all jurisdictions in which we operate. We do not engage in or accept any form of



bribery, collusive anti-competitive discussions, or arrangements. Our *Anti-Bribery & Corruption Policy* establishes controls to ensure that we live up to these values. Please refer to the policy for further details.

3. Whistleblowing

We are committed to maintaining an open culture with the highest standards of transparency and accountability in all aspects of our work when caring for and educating the children attending our services. Our *Whistleblowing Policy* has been designed to encourage and enable colleagues to raise, rather than overlook, genuine concerns or disclose information related to potential wrongdoing as outlined within the policy, internally, at the earliest possible stage. Please refer to the policy for further details.

A concern / disclosure may be made anonymously via our [colleague intranet site](#) or our [reporting website](#).

4. Board Effectiveness

Effective corporate governance requires that company boards develop new ways of working as the business landscape continues to shift. We are committed to evaluating our board's effectiveness and routinely evaluate the quality and efficiency of the board's work, composition and alignment using [BoardClic](#) evaluation surveys.

5. Code of Conduct

Our *Code of Conduct* sets out the expectations and behaviours expected from all colleagues at Tigers Childcare and is closely linked to our Core Values. Please refer to the policy for further details.

Policy Review

Policy Created: April 2024

Policy Reviewed: Annually