

Stakeholder Interaction - Section 172(1) Statement

We recognise the importance of regular and constructive two-way engagement with our stakeholders to help us understand how we create value and deliver our strategy. These interactions help ensure our decisions appropriately balance stakeholder interests with the needs of the business.

This statement outlines how the Board, supported by the Executives, has acted in good faith in the interests of the shareholders and the Group as a whole, having regard to the matters set out in Section 172(1)(a)-(f) of the Companies Act 2006. This includes considering the long-term sustainability of the business and the interests of our stakeholders when taking principal decisions of strategic importance.

Stakeholder engagement helps us understand how we can deliver a successful and sustainable business as an integrated communications provider to residential customers and businesses in the UK. Our Corporate Governance framework includes procedures to support the assessment of those matters necessary for us to make informed decisions in our delivery of the long-term success and sustainability of the Company and the Group as a whole. For administrative efficiencies, key stakeholder engagements are conducted at an operational level, led by the Executives, who are each the sponsors for their business area.

Customers

Customer satisfaction remains essential to our long-term success, and we continue to make customer experience a key focus of our decision-making. Our diverse customer base has wide-ranging needs and expectations, and the business remains focused on meeting, and where possible, exceeding them.

Topics	How we engage and monitor	Outcomes
Providing high quality and reliable connectivity on the move.	How we engage: We stay close to our customers through a combination of direct and indirect engagement methods. This includes an extensive primary insight calendar and the use of advanced data analytics. We interact with customers across all product types and life-cycle stages, and we use real-life customer panels to gain deeper understanding of customer motivations and expectations	We have improved mobile connectivity through the launch of 5G+, with O2 having the most advanced 5G+ coverage in the market.
Ensuring that our customers are well served in every interaction with us.		We have partnered with Starlink to announce O2 Satellite, which is set to serve customers in places we can't today.
Building a connection with customers to make them feel valued.		Enhanced our Priority loyalty programme, including offering customers access to exclusive free gig tickets.
Continued macroeconomic challenges for consumers and businesses.	How we monitor: Ongoing analysis of customer journeys through our customer journey measurement framework Insights drawn from Net Promoter Score (NPS), social media feedback and other customer intelligence sources. Embedded customer segmentation across the organisation, enabling targeted decision-making.	We have taken multiple measures to educate and protect our customers from the risk of fraud, flagging over 1 billion suspected scams and spam calls.

Reorganisation

In May 2025 VMED O2 and Jet Holdco Limited (formerly Daisy Topco Limited) (**Daisy**) entered into an agreement to combine their complimentary direct B2B operations to create a major force in the UK business communications and IT sector (**O2 Business transaction**).

The O2 Business transaction completed on 1 August 2025 with the creation of O2 Business Holdings (formerly O2 Daisy Limited) (**O2 Business**) which heads the group and is ultimately owned by VMED O2 (70%) and Daisy (30%). As part of the Transaction, the Directors had regard to the interest of its shareholders and the Group as a whole in its decision to divest certain B2B assets which was sold to Virgin Media Business Limited, a fellow subsidiary which is now part of the O2 Business for a total consideration of £1,137.0 million.

People

Our people are core to the continued success of our business, and the wellbeing of our colleagues remains a critical priority. Further details of our People strategy can be found in the “Employees” section of the Strategic Report on page [11](#).

Topics	How we engage and monitor	Outcomes
Employee retention and commitment	How we engage: Quarterly live streams led by the CEO and Executives, including open Questions & Answers sessions.	In 2025, we enhanced our enterprise-wide digital content library to support learning and development. This allows us to provide more tailored, relevant content that meets the diverse needs of our employees, supporting their continuous growth and development.
Transformation and integration as one business	Use of Viva Engage as an interactive platform, enabling two-way communication across the organisation.	Leadership programmes have enhanced resilience and inclusive leadership for our leaders.
Wellbeing, health and safety	Our six employee DE&I networks provide an open forum, with each network receiving sponsorship from members of our Executive team and senior management.	The 2025 annual salary review provided a flat rate increase across all eligible employees. Our Growth & Contribution Framework directly links individual contributions with our collective growth and high performing employees were awarded incremental salary uplifts. We also introduced a new voucher recognition scheme.
Belonging (Diversity, Equity & Inclusion)	Employee Voice – our structured two-way engagement forum, enabling colleagues to raise insights and feedback while giving leaders the opportunity to listen, respond and act. How we monitor: As part of our "Always-on Listening" strategy, employees complete anonymous engagement surveys to gather insights on colleague experience, engagement, wellbeing, and perceptions.	During Health and Safety Week 2025, we encouraged every person in our organisation to work towards best practice. We built on our "That's Not Okay" campaign to reinforce our zero-tolerance stance to discrimination, bullying and harassment, introducing a new mandatory training module on 'Preventing Sexual Harassment in the Workplace', and supporting guidance for our leaders on looking after their teams at corporate and informal events.

Suppliers

We depend on a wide network of partners to deliver many aspects of our operations including building and maintaining our networks, supporting our customers, and providing the products and services they use. Procurement is managed both directly and through our strategic procurement partners, Telefónica and Liberty Global. The Board and Executive Management Team (**EMT**) recognise that effective supplier management is critical to safeguarding our reputation and ensuring the long-term success of the Group. Further details of our supplier relationship and engagement can be found in the "Corporate Governance Statement" on page [36](#).

Topics	How we engage and monitor	Outcomes
Maintaining supply continuity and service quality amid a backdrop of geopolitical volatility.	How we engage: Our Supplier Code of Conduct is embedded into all tenders and contracts. For higher-risk suppliers, we conduct enhanced due diligence and targeted engagement, driving improvements where required.	Despite heightened geopolitical volatility, our supply chains demonstrated strong resilience, enabling us to maintain continuity of supply and uphold service quality throughout 2025.
Driving supply chain decarbonisation in line with our net zero targets.	We maintain ongoing dialogue with key suppliers and procurement partners to understand and respond to emerging external risks and operational challenges. Decarbonisation requirements are integrated into procurement processes to ensure climate protection remains core expectation for major suppliers. We analyse individual suppliers' carbon contributions and work directly with those that represent the largest share of emissions to accelerate reductions. We collaborate with industry initiatives such as the Joint Alliance for CSR , to advance sustainability standards across ICT supply chains. How we monitor: Operational Processes and Supply Chain is one of eight principal risks on our risk register. We periodically measure our Scope 1, 2 and 3 carbon emissions to ensure we are on track for our net zero targets. We periodically capture and review Payment Practices and Performance reporting.	Through proactive risk assessments, conducted independently and with our procurement partners, we identified potential exposures early and experienced no material impact on operations. We remain on track for our target to achieve net zero carbon emissions across our entire value chain by the end of 2040.

Regulators

We maintain constructive engagement with our regulators, enabling us to provide customers with high- quality services at fair prices in a competitive market that requires significant investment in the UK’s digital infrastructure. Further details of our engagement with regulators are provided within the “Corporate Governance Statement” on page [36](#).

Topics	How we engage and monitor	Outcomes
Millimetre wave (mmWave) Spectrum	How we engage: Regular CEO roundtables, executive steering working groups and relationship meetings with regulators.	Successfully invested £13 million to acquire 800MHz of 26GHz spectrum and 1000MHz of 40GHz spectrum at reserve price following Ofcom’s mmWave auction.
Price rise guidelines	Monthly working groups on matters that are important to the delivery of our purpose. Informal and formal meetings with Ofcom How we monitor: Participation in formal consultation and response to publications.	We have displayed contractual price rises in pounds and pence as a response to Ofcom regulations. We have aligned with this and are in frequent conversations with Ofcom.