

Corporate Governance Report

Keith Williams

Chairman



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Chairman's Introduction

As Chairman my role is to lead the Board, ensure it operates effectively and contains the right balance of skills, diversity and experience. The Board is collectively responsible for the long-term success of the Company and for setting and executing the business strategy.

Good corporate governance is a key element of our business success and we have in place a strong and effective governance framework and practices to ensure that high standards of governance, values and behaviours are consistently applied throughout the Group. These elements are critical to business integrity and maintaining the trust of all stakeholders in Halfords.

The following Corporate Governance Report contains a summary of the Company's governance arrangements and the regulatory assurances required under the UK Corporate Governance Code 2016.

I would encourage you to attend this year's Annual General Meeting where you can meet me and my Board colleagues.

Keith Williams

Chairman

21 May 2019



Statement of Compliance

The Board confirms that during the year ended 29 March 2019, and as at the date of this report, the Company has complied fully, and without exception, with the provisions of the UK Corporate Governance Code 2016 (the "Code"), and that it will continue to do so. A copy of the Code is available on the Financial Reporting Council's website at www.frc.org.uk.






This report, together with the other statutory disclosures and reports from the Audit, Nomination and Remuneration

Committees, provides details of how the Company has applied the principles of good governance set out in the Code during the period under review.

The Company has also complied with the requirements under the Disclosure Guidance and Transparency Rules, the Listing Rules and the Department for Business, Energy and Industrial Strategy ("BEIS") Directors' Remuneration Reporting regulations and narrative reporting requirements.





Section	Description	Further Information
Leadership	<p>The Company is headed by an effective Board, with a clear division of responsibilities.</p> <p>The Chairman is responsible for leading and running an effective Board.</p>	 Learn more about the Board's division of responsibilities on page 74.
Effectiveness	<p>The Board regularly evaluates the balance of skills, experience, independence and knowledge of Directors. All new Directors receive a tailored induction programme. A rigorous evaluation of the performance and effectiveness of the Board, the Committees and the individual Directors is undertaken annually.</p>	 Learn more about the Board's effectiveness on pages 82 and 83.
Accountability	<p>The Board is responsible for determining the nature and extent of the Principal Risks facing the business. The Board also oversees the management responses that are taken to reduce and mitigate, in achieving its strategic objectives. Effective risk management is critical to achieving our strategy.</p>	 Learn more about our approach to risk management on page 84.
Remuneration	<p>Having a formal and transparent policy for developing executive remuneration is crucial. The Remuneration Policy aims to attract, retain and motivate by linking reward to performance.</p>	 Learn more about our Remuneration Policy on pages 97 and 98.
Relations with Shareholders	<p>The Board regularly meets with shareholders, and an active dialogue is encouraged.</p>	 Learn more about our shareholder engagement on page 85.