

## Shareholder Engagement

### Key Themes Discussed with Shareholders in FY19

- The new strategy "To inspire and support a lifetime of motoring and cycling"
- The dynamics of the motoring and cycling markets, including both current and future market and sector trends
- The impact of foreign exchange volatility due to Brexit
- Gross and operating margin performance
- Medium-term financial targets, with particular focus on, increasing free cash flow over the period FY19 to FY21 compared to three years ago, and growing the ordinary dividend every year
- Board and management changes and succession planning
- Capital allocation priorities, in particular, maintaining a prudent balance sheet and investment for growth.

The Chairman is responsible for ensuring that appropriate channels of communication are established between Directors and shareholders and that Directors are aware of any issues or concerns that major Shareholders may have. Regular engagement provides investors with an opportunity to discuss any areas of interest and raise concerns. The Group is eager to make sure that it understands Shareholders' views and that it is able to communicate its strategy in the most effective way. The Group engages through regular communications, the Annual General Meeting and other investor relations activity (such as the investor perception study).

### Investor Relations Programme

The Group has a comprehensive investor relations ("IR") programme through which the Chief Executive Officer, Chief Financial Officer and the Head of Investor Relations regularly engage with the Company's largest shareholders on a one-to-one basis, to discuss strategic issues and give presentations on the Group's results. Further communication is achieved through the Annual Report and Accounts, corporate website and investor meetings as follows:

- Annual Report and Accounts – this is the most significant communication tool, ensuring that investors are kept fully informed regarding Group developments. Management continually strives to produce a clear and easily accessible Annual Report and Accounts, which provides a complete and transparent picture;
- the corporate website – provides investors with timely information on the Group's performance as well as details of corporate social responsibility activities;
- management roadshows – allow key investors access to management. These are usually attended by the Chief Executive Officer, the Chief Financial Officer and the Head of Investor Relations;
- attending broker conferences – management regularly attends and presents at various conferences hosted by a variety of brokers to ensure a wide variety of existing shareholders and potential shareholders, including those from different geographies, also have access to management so that the strategy and performance of the Company can be explained; and,
- responding promptly – the Group is committed to responding to any investor related queries within a short time frame.

### IR calendar for FY19



- FY19 Prelim Results
- UK Management Roadshow



- Annual General Meeting



- FY20 20 week Trading Update



- FY20 Interim Results
- UK Management Roadshow



- FY20 Q3 Trading Statement

We aim to encourage our shareholders to receive communications by electronic means, helping to make the Company more environmentally friendly. Information available on the Company's website includes current and historic copies of the Annual Report and Accounts, full and half-year financial statements, market announcements, corporate governance information, the Terms of Reference for the Audit, Nomination and Remuneration Committees and the Matters Reserved for the Board.

The Annual General Meeting gives all shareholders the opportunity to communicate directly with the Board and their participation is welcomed. The Chairs of the Remuneration, Nomination,

Audit and Corporate Social Responsibility Committees will be present at the Annual General Meeting and will be in a position to answer questions relevant to the work of those Committees. It is the Company's practice to propose separate resolutions on each substantial issue at the Annual General Meeting. The Chairman will advise shareholders on the proxy voting details at the meeting.

By order of the Board.

**Tim O'Gorman**  
Company Secretary  
21 May 2019