

GRENCORE GROCERY LIMITED

SECTION 172 (1) STATEMENT

The Company is a subsidiary of Grencore Group plc (the 'Group' or 'Grencore') and part of the Grencore group of companies. The Company has adopted the Group's extensive processes that are in place to engage with our broad range of stakeholders which are integral to our success.

Oversight of the Group, including the Company, is carried out at Group level which is responsible for setting strategic priorities including supporting stakeholder engagement. As usual with large companies, the Group delegates authority for the direction of the Company and the day-to-day management of the Company to the Group Chief Executive Officer and the Group Executive Team. To ensure alignment with the legal entity framework members of the Group Executive Team make up the directors of the Company, together with a finance expert. The Group promotes high standards of corporate governance throughout the organisation and the Company's Board upholds these standards. The Company's Board holds meetings as and when required to consider the impact of key proposals and material matters affecting its business.

The Board of Directors of the Company (the 'Board') is committed, both individually and collectively, to promoting the success of the Company through regular engagement with all stakeholders including our colleagues, customers and the wider community. The Board recognises the importance of maintaining strong relationships with each of our key stakeholders and understanding their needs in order to deliver value and build a better, more resilient and sustainable business. When making decisions, the Board ensures that particular regard is given to the following matters set out in s 172(1) (a) – (f) of the Companies Act 2006:

- The likely consequences of any decision in the long term;
- The interests of the company's employees;
- The need to foster the company's business relationships with suppliers, customers and others;
- The impact of the company's operations on the community and the environment;
- The desirability of the company maintaining a reputation for high standards of business conduct; and
- The need to act fairly as between members of the company.

The Board is aware that the Company's actions and decisions impact all of our stakeholders and it ensures that there is regular dialogue taking place with stakeholders, which is carried out by those most relevant to the stakeholder group or issue, and discussed appropriately in the boardroom.

Our relationships and regular dialogue with stakeholders continued to be of utmost importance during the period as we navigated our way through challenges presented by the cost of living increases and inflationary environment in the UK. The table below sets out the Group's and the Company's approach to stakeholder engagement as the Company follows the Group's processes, why stakeholders matter and how these stakeholders influenced key decisions made during the financial year. Our stakeholders can be confident that the contents of our corporate reporting reflect the frameworks for strategy, stakeholder engagement, governance, risk management and culture as established and consistent with the Group and overseen by the Board.

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SECTION 172 (1) STATEMENT (continued)

Stakeholder group	Engagement	How this stakeholder group influenced the board agenda and long term decision making (s 172(1)(a))
Our people – s172(1)(b)(e) By embedding a safety culture, human rights and providing inspiring leadership and having engaging and effective teams, we ensure that people are at the core of our business.	The Group Board has designated a Non-Executive Director with the role of ensuring that the Board is kept informed of the views and interests of the Group’s workforce. The Workforce Engagement Director ensures that the views and interests of the workforce are considered in Group Board discussions where relevant and shall provide regular updates to the Group Board on the learnings in relation to colleague engagement, culture and/or development initiatives. Through numerous channels, a significant number of engagement activities with colleagues are undertaken each year, such as colleague forums across our sites, or through the anonymous People at the Core survey and Pulse Engagement Survey. Through these activities, the Group Board and management are provided with valuable insights from colleagues expressing their views, both positive and negative. Colleagues’ views about where they work are obtained from the People at the Core survey results, whereas the colleague forums provide opportunities for ‘two-way’ dialogue with senior leaders in the business. The Board and employees are regularly updated on the numerous regular communication channels such as weekly CEO videos, the colleague app, Connect+, monthly leadership calls, and the quarterly leadership forum. The Group received updates on inclusion and diversity and the Group’s talent plan. The Group discussed strategic workforce planning. The Group Code of Business Conduct and Inclusion and Diversity policy, which both apply to the Company as a subsidiary of the Group, also ensure that the work environment is free of discrimination, free of any practices which amount to racial, religious or sexual harassment and ensures that all colleague personal information is secure and remains confidential. The code also sets out the key principle of ‘People at the Core’ and how the safety, health and welfare of all colleagues is fundamental to this principle. It also outlines how a diverse workforce enables us to achieve better business outcomes. The Code of Business Conduct is available to read on https://www.greencore.com/sustainability/our-responsibilities/ The Diversity and Inclusion policy is available to read on https://www.greencore.com/about-us/inclusion-diversity/	During FY25, there was continued focus on colleague engagement initiatives at Group and Company level. The Group appointed Workforce Engagement Director drove high colleague engagement from Group Board level during FY25, and kept the Board apprised of engagements, findings and recommendations. The Board reviewed the Gender and Ethnicity Pay Gap Report. The Group Board approved the Board Diversity Policy, which reaffirms the Group’s commitment to maintain a diverse and inclusive workforce. The Board also supported the Group in driving diversity leading to progress on our inclusion and diversity strategy. The Group Board approved capital expenditure relating to a new office (based in Leeds) to foster an increase in collaboration between colleagues. The Remuneration Committee approved a people focused strategic objective be included as an Annual Bonus Plan target for FY25.

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SECTION 172 (1) STATEMENT (continued)

Stakeholder group	Engagement	How this stakeholder group influenced the board agenda and long-term decision making (s 172(1)(a))
Our customers – s172(1)(c)(e) We are in business to provide an important service to our valued customers who rely on us to provide quality products sustainably, on time and at a competitive price and engagement helps us understand both their needs and the needs of the consumer. Key areas of focus include the development of valued long-term partnerships, innovating together to provide great-tasting sustainable quality food to the highest technical and food safety standards.	The Company's teams interact with our customers on a daily basis at multiple levels including at the overall Group level. These interactions help develop, improve and refine our products and ensure quality and food safety, through collaborative projects, market insights and innovation workshops with existing and new products aligned to our healthy and sustainable diets ('HSD') strategy. The Group Board supports the Group and Company as it identifies opportunities to deepen these relationships and, through the Sustainability Committee, is particularly focused on opportunities with customers to progress our HSD agenda. The Group Code of Business Conduct, which applies to the Company as a subsidiary of the Group, also outlines the fundamental principles of integrity, confidentiality and legality when engaging with our stakeholders, including our customers. In addition to this it outlines our focus on ethical and fair trading and how we strive to deal fairly and honestly with our customers to sustain our competitive advantage through the provision of excellent products and services. The Code of Business Conduct is available to read on https://www.greencore.com/sustainability/our-responsibilities/	Building customer relationships underpins the Group's strategic priority to deepen customer relevance. During the year, our customers shared their insights into end-consumers and market trends. Consumer and market insights were discussed at the annual Group strategy session in April 2025. The Sustainability Committee received updates on customer progress on key priorities, including, on opportunities to progress our Healthy and Sustainable Diets agenda. Customer and industry feedback was regularly shared with the Group Board, helping us understand and support customer opportunities and potential issues as they arose. The Group Board provided support to the Group Executive Team in how to enhance opportunities and deepen customer relationships. In FY25, the Board reviewed the contract approvals process to ensure effective contract governance was in place, with a view to fostering stronger relationships. During FY25, the Company, as a member of the Group advanced the Better Future Plan. The Group's Sustainability Report for FY24 is available on www.greencore.com.

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SECTION 172 (1) STATEMENT (continued)

Stakeholder group	Engagement	How this stakeholder group influenced the board agenda and long term decision making (s 172(1)(a))
Our suppliers – s172(1)(c)(e) By working closely with our suppliers, we better understand our supply chain, helping us identify potential issues and opportunities for the supplier, the Group and our customers.	The Company's procurement teams, interacts with our suppliers on a daily basis. In particular, we hold workshops as appropriate to drive strategies for mutual benefit, sharing our strategy on growth and sustainability, and requesting support as required in relation to volume, quality and source. The Group Board is updated regularly on our key relationships and, through its Sustainability Committee, is particularly focused on sustainable sourcing and working with suppliers. Our Group Board also receive updates relating to shared challenges, (e.g. inflation and responsible sourcing, energy targets and industry standards), and, importantly, through the Audit and Risk Committee, monitor payment terms to ensure these are fair and reasonable. A key pillar to the Group's Sustainability Strategy is Sourcing with Integrity and the Group's Sustainability Committee has reiterated the Group's intention to be an ethical business, sourcing its priority ingredients from a fairer and more sustainable supply chain. The continued focus on sustainability with our suppliers has seen the Group, which includes the Company, work with suppliers to source in ways that protect ecosystems, reduce emissions and enhance livelihoods. We also engage with suppliers on climate-related issues by setting minimum requirements and including climate performance in supplier selection and management processes. The ethical treatment of workers in the supply chain is also an increasing area of focus. We carry out rigorous ethical assessments of our raw materials to identify areas within our supply chains that are most at risk of modern slavery and human rights abuses. The Group Code of Business Conduct, which applies to the Company as a subsidiary of the Group, also outlines the fundamental principles of integrity, confidentiality and legality when engaging with our stakeholders, including our suppliers. The Code of Business Conduct is available to read on https://www.greencore.com/sustainability/our-responsibilities/	We recognise that there is an increasing focus on sustainability with our suppliers, particularly in the areas of sustainable sourcing, and working sustainably with our suppliers is a critical part of our strategy. We will continue to work with our suppliers to learn as much as we can about where our ingredients come from and how they are produced. We continue to use our influence to achieve better outcomes in our supply chain, with a primary focus on deforestation-free soy and cage-free eggs. Human rights remain central to our work, as we continue to work within our Human Rights Due Diligence ('HRDD') framework, both within our own operations and our global supply chains. During FY25, the Board approved the Group's Modern Slavery and Human Trafficking Transparency Statement. The Group Board approved the Supplier Code of Conduct. A new Responsible Sourcing Policy was also developed which defines the Group's priorities and outlines our expectations of suppliers now and in the future. The Company is required to comply with the requirements of this statement and policy as a member of the Group. In FY25, the Board reviewed the contract approvals process to ensure effective contract governance was in place, with a view to strengthen relationships.

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SECTION 172 (1) STATEMENT (continued)

Stakeholder group	Engagement	How this stakeholder group influenced the board agenda and long term decision making (s 172(1)(a))
Local communities–s172(1)(d)(e) As a major employer within the areas where we operate, it is vital that we contribute positively to our communities and respond to their evolving needs. Our ambition is to integrate into local communities by using our products, services, capabilities and passion to benefit the communities where we operate. Our strategy has three key pillars focused on food surplus distribution, volunteering and charitable giving.	The Company’s operating facilities are generally significant operations in the context of the local communities in which they are located. Colleague representatives from each site have regular dialogue with local representatives and local business groups on relevant matters. The Company as part of the Group, also seeks to support local communities through food donation, food education, volunteering and fundraising. This is in response to the growing and changing needs of local communities. Food surplus donation is a central focus for our community engagement efforts, and while the Company strives to minimise food waste in our operations, it is unavoidable and so we are committed to ensuring we maximise the social benefit of the food. We work with a number of food distribution organisations including FareShare (including The Felix Project), The Bread and Butter Thing and The Company Shop (including Community Shop) to maximise food surplus redistribution and holding volunteering and teambuilding days to help understand how we can work together more effectively. As part of our commitment to make sure no food goes to waste, and to support our colleagues in the most direct way possible, we have also progressed an initiative focused on expanding our existing colleague shop network. Sites are empowered to work with local good causes that are meaningful to their colleagues, supplying surplus food, fundraising and volunteering as appropriate. The Group Code of Business Conduct, which applies to the Company as a subsidiary of the Group, also ensures that the Company’s activities are not harmful or detrimental to the natural environment in which they operate. In addition to this, it also outlines how we interact with our communities and the environment around us in a responsible and sustainable manner. The Code of Business Conduct is available to read on https://www.greencore.com/sustainability/our-responsibilities/	Our Communities Pillar, part of our <i>Better Future Plan</i> has three overarching areas of focus: surplus food distribution, employee volunteering and charitable giving, with this year’s focus on developing our colleague volunteering programme and our continued partnerships with food redistribution charities. The Group Board was kept updated on community activities. During FY25, the Company as part of the Group, continued to step up engagements at national, regional and local level by continuing to work with charities and local community initiatives throughout the UK. During FY25, there was continued progress made in relation to the sustainability objectives as set out in the sustainability section of the Greencore Group plc Annual Report and Financial Statements 2025 available on www.greencore.com.

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SECTION 172 (1) STATEMENT (continued)

Stakeholder group	Engagement	How this stakeholder group influenced the board agenda and long term decision making (s 172(1)(a))
Our shareholder and parent – s172(1)(f)	As a subsidiary of Greencore Group plc, the Company engages regularly with its parent company and has adopted the Group’s extensive processes in order to promote the success of the business. Key areas of focus include our financial and operational performance, our strategy for sustainable growth, capital allocation and corporate governance. Our ultimate parent, Greencore Group plc regularly communicates with shareholders through various channels (e.g. website and social media) and the Group Executive Team and Investor Relations team meet regularly with equity investors and analysts. Attendance at the Group’s AGM and the presentation of our annual and half year results and the associated roadshows also provide opportunities for engagement. Our CEO, CFO and Investor Relations team provide investor meeting updates and feedback to the Board. Our Group Board Chair, the Executive Directors and our Investor Relations team engaged with a number of our shareholders during the year including at the Group’s Capital Markets Day in February 2025 and in person at the 2025 AGM and the Extraordinary General Meeting (‘EGM’) on 4 July 2025, whereby shareholders had the opportunity to approve both the recommended acquisition of Bakkavor and the associated allotment of shares. The Group Code of Business Conduct, which applies to the Company, also outlines our responsibility to protect shareholder value and to be transparent about our operations and performance. The Code of Business Conduct is available to read on https://www.greencore.com/sustainability/our-responsibilities/	The Board in its decision-making process takes into account the impacts of the decision on the return to the Group on its capital investment in the Company. The Board also regularly considers whether a dividend should be paid from surplus capital to its parent company. Reflecting on future planning requirements and importantly, feedback received from shareholders, the Group Board supported implementation of the Group’s capital allocation policy.