



FIRST PROPERTY GROUP PLC

STATEMENT BY THE CHAIRMAN ON THE TEN PRINCIPLES OF THE QCA CORPORATE GOVERNANCE CODE

Chairman's Introduction

I have pleasure in introducing First Property Group plc's Corporate Governance Statement. The Board is committed to maintaining high standards of corporate governance and considers that a strong corporate governance foundation is essential in delivering shareholder value. The Board has governance procedures and policies that are considered proportionate for the nature and size of the Group and its subsidiaries.

In accordance with the London Stock Exchange AIM Rules for Companies (the "**AIM Rules**"), the Board has chosen to apply the revised Quoted Companies Alliance's ("**QCA**") Corporate Governance Code 2023 (the "**QCA Code**") which applies to financial years starting on or after 1 April 2024, on the basis that it is the most appropriate governance code for the Group, having regard to its size and structure.

The QCA Code is constructed around ten broad principles which the QCA considers to be appropriate arrangements for small and mid-size companies and asks companies to provide an explanation about how they are meeting these principles through the prescribed disclosures and explain where it departs from it.

Where the below table refers to the Annual Report, this can be found on our website: <https://www.fprop.com/plc-investors/financial-reports/>

This page was last reviewed by the Company on 20 February 2026.

THE 10 PRINCIPLES OF THE QCA CODE

Below we have outlined the 10 principles of the QCA Code together with a brief description of how we apply these and at the bottom an explanation of where there is any non-compliance.

Principle	How we have applied the Principle
<p>Principle 1 Establish a purpose, strategy and business model which promote long-term value for shareholders</p>	<p>Our purpose is to manage and invest in property and funds in an efficient, effective and entrepreneurial manner for the benefit of all stakeholders which continues to guide the Board's decisions and culture.</p> <p>The Group's business model and strategy are set out in detail in the Annual Report. They both reflect our commitment to building a balanced and resilient business that delivers sustainable value for shareholders and wider stakeholders.</p> <p>Our strategy centres on two complementary divisions:</p> <ul style="list-style-type: none"> • Fund Management; and • Property Investing. <p>Both divisions are structured to generate recurring, contractual revenue streams with high forward visibility, supporting long-term financial stability and strategic agility.</p> <p>This dual-focus model enables the Group to:</p> <ul style="list-style-type: none"> • Diversify income sources and mitigate cyclical risk. • Leverage operational synergies across investment and asset management. • Maintain a disciplined approach to capital allocation and growth.

	<p>The Board regularly reviews the Group's strategic objectives to ensure alignment with its corporate purpose, market dynamics, and stakeholder expectations.</p> <p>Strategic decisions are underpinned by a clear understanding of risk, opportunity, and long-term value creation.</p> <p>Please refer to the Strategic Report section of the Annual Report for further details.</p>
<p>Principle 2 Promote a corporate culture that is based on ethical values and behaviours</p>	<p>We work hard to nurture our culture, and it is something we regularly measure and monitor to ensure we keep it alive. We have a number of culture standards we wish to live by, such as:</p> <ul style="list-style-type: none"> • Diversity and inclusion, encouraging equity, respect and diverse perspectives; • Diligence in risk management, embedding thoughtful and proactive approaches at all levels; • Leadership excellence, setting the tone from the top with authenticity, empathy and responsibility; • Integrity, maintaining transparency, ethical behaviour, and accountability; and • Respectful behaviour, fostering trust, collaboration and psychological safety. <p>Our values are embedded across recruitment, performance management, and strategic planning.</p> <p>Cultural risks are considered alongside financial and operational risks in assurance activities.</p> <p>Culture indicators are monitored through employee feedback, performance reviews, and open engagement.</p> <p>During the year there were no actions which notably deviated from what was expected to report.</p> <p>Please refer to the Strategic Report section of the Annual Report for further details.</p>
<p>Principle 3 Seek to understand and meet shareholder needs and expectations</p>	<p>The Board are available to meet with shareholders to foster a mutual understanding of objectives. In particular, a meeting with analysts (and shareholders who wish to attend) is held following the announcement of the Group's results. Feedback from these meetings and market updates, prepared by the Company's nominated adviser (Allenby Capital), are presented to the Board to ensure they understand shareholders' views.</p> <p>The Directors are available to shareholders to discuss strategy and governance issues.</p> <p>The Directors encourage the participation of all shareholders, be they be, institutional or private investors, at the annual general meeting, held in September.</p> <p>The Annual Report, which includes the Company's financial accounts and a summary of environmental and social matters is published on our website and can be accessed by shareholders.</p> <p>For shareholder contact information please refer to our website: https://www.fprop.com/contact-us/investors/.</p>
<p>Principle 4 Take into account wider stakeholder interests, including social and environmental responsibilities, and their implications for long-term success</p>	<p>The Board recognises that our long-term success is built on strong relationships with a wide range of stakeholders, including our shareholders, tenants, employees, suppliers, and the communities in which we operate.</p> <p>In line with the QCA Code, we are committed to understanding and responding to stakeholder interests, while embedding environmental,</p>

	<p>social and governance (ESG) considerations into our strategic decision-making.</p> <p>Our business model - focused on property investment and fund management - requires a deep understanding of local markets and a proactive approach to stakeholder engagement. We regularly assess the impact of our operations on the environment and society, and we strive to ensure that our workforce practices reflect our values of integrity, transparency, and accountability.</p> <p>The Board receives regular updates on ESG performance and stakeholder feedback, which inform our risk management and strategic planning processes. We are also committed to maintaining high standards of corporate culture and conduct across all our operations, ensuring that our actions align with our purpose and contribute positively to long-term value creation.</p> <p>For further information please refer to the Strategic Report and Corporate Governance sections of the Annual Report and to the ESG section of our website: https://www.fprop.com/about-us/environment-social-and-governance/.</p>
<p>Principle 5 Embed effective risk management, internal controls and assurance activities, considering both opportunities and threats, throughout the organisation</p>	<p>The Group operates within a robust corporate governance framework, which complements its internal controls and is supported by a suite of policies and procedures designed to safeguard the business and its stakeholders.</p> <p>The Board and the Audit Committee maintain oversight of the Group's whistleblowing arrangements, ensuring that employees are empowered to raise concerns confidentially and without fear of reprisal. The Company's whistleblowing policy is reviewed regularly and forms a key part of its ethical culture and risk assurance framework.</p> <p>In line with the QCA Code, the Group's risk management approach now includes:</p> <ul style="list-style-type: none"> • Consideration of climate-related and ESG risks as part of strategic planning. • Enhanced internal controls disclosures, including auditor independence and assurance activities. • Clear governance mechanisms for monitoring and responding to emerging risks. <p>The Board continues to refine its risk oversight processes to ensure they remain proportionate, forward looking, and aligned with stakeholder expectations.</p> <p>Please refer to the Risks and Mitigations section of the Strategic Report in the Annual Report for further details.</p>
<p>Principle 6 Establish and maintain the board as a well functioning, balanced team led by the chair</p>	<p>The structure of our Board of Directors, and those directors who are considered to be independent, together with the detail of the Board committees, may be found in the Governance section of the Annual Report and on our website: https://www.fprop.com/about-us/our-team/.</p> <p>The Board is satisfied that it has an appropriate balance between executive, and non-executive independent directors.</p>
<p>Principle 7 Maintain appropriate governance structures and ensure that individually and collectively the directors have the necessary up-to-date experience, skills and capabilities</p>	<p>The Corporate Governance section of the Annual Report details the roles and responsibilities of the Board of Directors. These are drawn from a range of backgrounds, enabling decision-making which draws upon extensive and varied experiences, including:</p> <ul style="list-style-type: none"> • A deep institutional knowledge of the Group, with one Director having served for 16 years and two for over 25 years, providing valuable insight into property cycles and strategic resilience;

	<ul style="list-style-type: none"> • Strategic, financial and commercial leadership experience across financial services and other commercial sectors; • Strong accounting and financial reporting expertise, supporting robust oversight of financial controls and disclosures; and • International business leadership, contributing a global perspective to strategic decision-making. <p>The appropriateness of the Board's structures and processes are reviewed through a formal and regular Board evaluation and effectiveness process led by the Chairman together with other Directors, and these evolve in parallel with the Company's objectives, strategy, business model and our governance framework.</p> <p>The diversity of the Board, succession planning and the contributions made by various Board members are further detailed in the Corporate Governance section of the Annual Report.</p> <p>For further details and terms of reference of Board Committees, please refer to our website: https://www.fprop.com/plc-investors/board-committees-terms-of-reference/.</p>
<p>Principle 8 Evaluate board performance based on clear and relevant objectives, seeking continuous improvement</p>	<p>An annual review of the effectiveness of the Board, including succession planning, is conducted through discussions with the Board which are led by the Chairman.</p> <p>In line with the QCA Code, the Board keeps under review the potential use of external facilitators to enhance the evaluation process. While currently deemed unnecessary, the Board recognises the value of periodic independent reviews and will consider external input where it may add meaningful insight.</p> <p>For further details please refer to the Corporate Governance Section of the Annual Report.</p>
<p>Principle 9 Establish a remuneration policy which is supportive of long-term value creation and the company's purpose, strategy and culture</p>	<p>Our Annual Report outlines the approach of our Remuneration Committee and policies.</p> <p>Key features of our approach include:</p> <ul style="list-style-type: none"> • Alignment with strategic goals – remuneration structures are designed to reward delivery of long-term objectives and sustainable growth. • Cultural consistency – pay practices reflect our values, including fairness, integrity and accountability. • Shareholder engagement – whilst we don't seek shareholder approval for forward-looking remuneration policies at the annual general meeting, we welcome dialogue with shareholders on executive remuneration, should a shareholder have any concerns.
<p>Principle 10 Communicate how the company is governed and is performing by maintaining a dialogue with shareholders and other key stakeholders</p>	<p>The Company communicates progress throughout the year through Regulatory News Service announcements (found on our website: https://www.fprop.com/plc-investors/rns-announcements/) and in more detail in our Interim financial statements and Annual Report and Accounts.</p> <p>We currently do not publish the results of shareholder votes on our website as there is no legal requirement for us to do so.</p> <p>As mentioned above in principle 3, the Board are happy to meet with shareholders to foster a mutual understanding not only of the Groups trading performance but also of its governance and corporate culture.</p> <p>Our Annual Report details our approach to sustainability.</p>