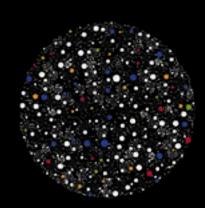
**RELX** Annual Report 2024

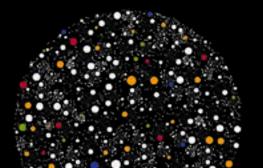
# Governance

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# **Board Directors**

#### **Executive directors**



**Appointed:** Chief Executive Officer of RELX since November 2009. Joined as Chief Executive Officer of Elsevier in 2004.

Other appointments: None

Chief Executive Officer

Past appointments: Prior to joining was a partner at General Atlantic Partners. Before that was President and Chief Operating Officer of Random House Inc and President and Chief Executive Officer of Bantam Doubleday Dell, North America. Began his career as a consultant with McKinsey. Formerly a Non-Executive Director of Smith & Nephew plc.

**Education**: Holds a BSc from Stockholm School of Economics, an MSc from the Royal Institute of Technology in Stockholm, and gained an MBA from Harvard Business School as a Fulbright Scholar.

Nationality: Swedish

#### Non-Executive directors



Appointed: March 2021
Other appointments: Chair of Ashtead Group plc
Past appointments: Chair of Halma plc and Chief
Executive Officer and Chief Financial Officer
of Sage Group plc. Non-Executive Director of
Experian plc, Diageo plc, Sophos Group plc
and Mytravel Group plc.

**Education:** Has a degree in Economics from York University, and is a qualified UK Chartered Accountant.

Nationality: British



Appointed: September 2017
Other appointments: Non-Executive Director of Ferguson plc and H&E Equipment Services, Inc Past appointments: Served as Senior Vice President and Chief Financial Officer of Vulcan Materials Company from September 2018 until September 2022. Served as Group Finance Director of Ashtead Group plc from 2012 to 2018. Chief Financial Officer of Ashtead Group's largest subsidiary, Sunbelt Rentals Inc, from 2003 until 2012. Previously, also served as Chief Financial Officer of two US publicly listed companies, Oakwood Homes Corporation and Tultex Corporation.

Nationality: American



Appointed: September 2014

Other appointments: Non-Executive Director and Audit Committee Chair of Rolls-Royce Holdings plc Past appointments: Prior to joining the Group was Group Finance Director of Centrica plc from 2007. Before that was Chief Financial Officer at The Peninsular & Oriental Steam Navigation Company (P&O) and its affiliated companies. Began his career as an accountant with KPMG. Formerly a Non-Executive Director of QinetiQ Group plc and Lloyds Banking Group plc.

**Education:** Has a degree in Mathematics from University of Oxford and is a qualified UK Chartered Accountant.

Nationality: British



**Appointed:** April 2023 **Other appointments:** None

Past appointments: Served as Chief Executive of Hays plc from September 2007 to August 2023 and as Chief Executive of Xansa plc from 2002 to 2007. Was previously the Group Strategy Director and Regional Director for Asia Pacific at Blue Circle Industries plc, prior to which worked as a consultant for McKinsey and held various engineering, management and research science roles at Schlumberger Wireline Services and BAE Systems plc. Formerly a Non-Executive Director of Just Eat plc and 3i Group plc.

Nationality: British



Appointed: October 2020

Other appointments: Non-Executive Director of Iron Mountain Incorporated and Hiscox Ltd. Member of the Advisory Board of the London Technology Club

Past appointments: Served as a Non-Executive Director of IG Group Holdings plc from 2015 until the time of her appointment as Chief Executive Officer, a position she held from October 2018 to September 2023. Previously held various executive management positions at a number of large multinational businesses in Hong Kong, London and New York, including Verifone, IBM, Citibank and Chase Manhattan. Earlier in her career, was a strategy consultant with Booz Allen Hamilton.

Nationality: American



Appointed: December 2019

Other appointments: Executive Vice President and Chief Executive Officer for the European Region of Visa Inc. Executive Director of Visa Europe Limited Past appointments: Chief Operating Officer at the Bank of England. Before that Head of Retail Banking for Santander UK, Managing Director UK and Ireland for Experian plc, and held senior roles at Morgan Stanley in New York and London. Nationality: British, American and Irish



Appointed: April 2016

Other appointments: Non-Executive Director of Vesuvius plc and Balfour Beatty plc Past appointments: Was previously Chief Executive of Johnson Matthey plc for eight years after five years as Group Finance Director. Prior to this spent five years as Group Finance Director of WS Atkins plc, having joined as Group Financial Controller in 2003. From 1993 to 2002, held a variety of senior finance and M&A roles with Enterprise Oil plc in the UK and US. Formerly a Non-Executive Director of Aggreko plc. Nationality: British



Board Committee membership key

Audit Committee

Nominations Committee

 Corporate Governance Committee Remuneration Committee

Committee Chair



Appointed: April 2019

Other appointments: Director of Hg Capital LLP, Viasat and Cobuilder. Founding Partner of Corten Capital

Past appointments: Was formerly the Chair of Inmarsat between 2003 and 2023 until its acquisition by Viasat in May 2023 and was Senior Independent Director of Sky plc between 2013 and 2018. Previously was Chair of Ziggo NV, Xyratex Group Ltd and Telenet Group holdings NV, and deputy Chair of O2 plc. Also served as a Non-Executive Director of Telefonica Europe (following its acquisition of 02 plc) and Powerwave Technologies Inc, and additionally as Chief Executive of Inmarsat plc, Sprint Inc. and NTL Group Ltd.

Nationality: American



Appointed: July 2024

Other appointments: Chief Executive Officer and Chair of the Executive Board of Achmea BV Past appointments: Served with Achmea BV for 12 years in a variety of senior executive and financial roles prior to taking up the role of Chief Executive Officer in 2021. Previously spent 13 years with the Fortis Group, working across multiple business lines including banking, insurance and  $investments. \, Qualified\, as\, a\, Chartered\, Accountant$ at Fortis, prior to which she worked at international accountancy firm, Mazars.

Nationality: Dutch

# **RELX Senior Executives**



Mark Kelsey Chief Executive Officer Risk

Kumsal Bayazit
Chief Executive Officer
Scientific, Technical
& Medical

Mike Walsh Chief Executive Officer Legal

Hugh M Jones IV Chief Executive Officer Exhibitions

Joined in 1983. Appointed to current position in 2012.

Has held a number of senior positions across the Group over the past 40 years. Previously Chief Operating Officer and then Chief Executive Officer of Reed Business Information. Studied at Liverpool University and received his MBA from Bradford University.

Joined in 2004. Appointed to current position in 2019.

Previously President, Exhibitions Europe, Chief Strategy Officer, RELX, Chair, RELX Technology Forum and Executive Vice President of Global Strategy and Business Development for LexisNexis. Prior to that worked with Bain & Company in New York, Los Angeles, Johannesburg and Sydney. Holds an MBA from Harvard Business School and is a graduate of the University of California at Berkeley.

Joined in 2003. Appointed to current position in 2011.

Previously CEO of LexisNexis US Legal Markets and Director of Strategic Business Development Home Depot. Prior to that was a practising attorney at Weil, Gotshal and Manges in Washington DC and served as a consultant with The Boston Consulting Group. Holds a Juris Doctor degree from Harvard Law School and is a graduate of Yale University.

Joined in 2011. Appointed to current position in 2020.

Previously Group Managing Director, Accuity, ICIS, Cirium, and EG within Risk. Prior to that was Chief Executive Officer, Accuity. Holds an MBA from the Ross School of Business at the University of Michigan and is a graduate of Yale University.



Rose Thomson Chief Human Resources Officer Vijay Raghavan Chair, RELX Technology Forum and Chief Technology Officer, Risk Henry Udow Chief Legal Officer and Company Secretary

Shweta Vyas Chief Strategy Officer Youngsuk 'YS' Chi Director of RELX Corporate Affairs and Chair, Elsevier

Joined in 2021. Appointed to current position at that time.

Previously Chief Human Resources Officer at Standard Life Aberdeen. Before that, held various senior human resources roles at Travelport International, Barclays Bank, The Coca-Cola Company, Coles Group and The Walt Disney Company.

Holds an MA in business management from Macquarie University Graduate School of Management and a BA in Psychology, Macquarie University. Joined in 2002. Appointed to current position in 2019.

Previously Vice President of Technology, LexisNexis Insurance Solutions. Prior technology executive positions at ChoicePoint, Paragon Solutions, Primus Knowledge Solutions, and McKesson. Holds a bachelor's degree in electrical and electronics engineering from the Birla Institute of Technology and Science, Pilani, a master's degree in cybersecurity from the Georgia Institute of Technology, and completed an advanced management program for executives at MIT Sloan School of Management.

Joined in 2011. Appointed to current position at that time.

Previously Chief Legal
Officer and Company
Secretary of Cadbury plc
having spent 23 years
working with the company.
Prior to that worked at
Shearman & Sterling
in New York and London.
Holds a Juris Doctor
degree from the
University of Michigan
Law School and a
bachelor's degree from
the University of Rochester.

Joined in 2010. Appointed to current position in 2025.

Previously Chief Strategy
Officer at Risk. Prior to
that held various strategy
and commercial roles at
Risk. Previously worked
at LEK and Lucent
Technologies. Holds an
MBA from the Kellogg
School of Business at
Northwestern University
as well as an MSc in
Finance from Babson
College and a BA in
Economics from
Emory University.

Joined in 2005. Appointed to current position in 2011.

Previously was President and Chief Operating Officer of Random House, founding Chairman of Random House Asia and Chief Operating Officer for Ingram Book Group. Holds an MBA from Columbia University and is a graduate of Princeton University.

# Chair's introduction to corporate governance

# Our approach to corporate governance is structured, disciplined and dynamic.

#### Introduction

On behalf of the Board, I am pleased to introduce our Corporate Governance Review for the year ended 31 December 2024. The following pages provide an overview of our corporate governance framework and of the work undertaken by the Board and its Committees during the year.

Together with the reports of the Audit, Nominations and Remuneration Committees, our corporate governance review sets out our approach to effective governance and demonstrates how we have complied with the 2018 UK Corporate Governance Code.

#### Corporate governance

The Board is responsible for overseeing the effectiveness of RELX's governance framework. Our approach to corporate governance is structured, disciplined and dynamic. RELX's governance framework provides a clear mandate to the Board and our employees, defining responsibilities and accountabilities and adapting to meet the evolving demands of the world in which we operate. This enables RELX's leadership to focus on the key issues facing the business and to apply their expertise where most needed. Effective governance, and the policies and practices that support it, is fundamental to RELX's culture of acting with integrity in all that we do, and it supports the Company's purpose to benefit society through its unique contributions (as set out on pages 38 to 41).

The Board believes that attaining the highest levels of corporate responsibility helps enable excellent financial performance. We believe that pursuing both goals in tandem will result in long-term sustainable shareholder value creation and will also provide our stakeholders with confidence that the governance of RELX is appropriate for its size and profile as a listed company, helps manage risks and opportunities, and ensures that key stakeholders are appropriately considered in the decisions that we make.

### $Board\,changes\,and\,succession\,planning$

There have been several changes to the composition of our Board and Committees during the year. Marike van Lier Lels retired following the conclusion of our AGM in April, after serving as a Director since 2015. On behalf of the Board, I would like to thank Ms van Lier Lels for her valued contributions to the Board and to the Committees on which she served, and for her work as RELX's Workforce Engagement Director, a role she held since 2018.

We are pleased to have welcomed Bianca Tetteroo to the Board this year. Following her appointment as a Non-Executive Director in July, Ms Tetteroo has joined the Corporate Governance Committee and has succeeded Ms van Lier Lels as RELX's Workforce Engagement Director.

Robert MacLeod will retire from the Board at the conclusion of the Company's AGM in April 2025, having joined the RELX PLC Board in 2016. Since 2023, he has served as Chair of the Remuneration Committee. On behalf of the Board, I would like to thank Mr MacLeod for his valued contributions to the Board, to the Committees on which he served and for serving as Chair of the Remuneration Committee. Alistair Cox will succeed Mr MacLeod as Chair of the Remuneration Committee following the conclusion of the Company's AGM in April 2025.

On 13 February 2025, we announced that Andy Halford will join the Board as a Non-Executive Director, with effect from the conclusion of the 2025 AGM, subject to his election by shareholders. We look forward to welcoming him to the Board. Further information about our Board appointment process is available in our Nominations Committee Report on page 99.

#### Stakeholder engagement and Board decision-making

The views and interests of RELX's stakeholders are a key element of the Board's decision-making process. We are focused on ensuring that the interests of our stakeholders are duly taken into account during Board discussions. Across RELX we engage with our stakeholders throughout the year, and we rely on this engagement to ensure we continue to provide solutions and services that meet the evolving needs of our customers and that we continue to effectively support our workforce.

We actively listen to our investors, employees, customers, suppliers and the communities that we serve and in which we operate, and we have appropriate mechanisms in place to ensure that the outcomes of such engagement are available to the Board. Information about our approach to stakeholder engagement is on pages 93 to 96.

#### Regulatory developments

In January 2024, the Financial Reporting Council published the 2024 Corporate Governance Code. This applies to RELX from 1 January 2025, with the exception of the revisions to Provision 29, which relates to a company's internal control environment and the Board's role in monitoring, reviewing and declaring its effectiveness in the Annual Report, which are applicable from 1 January 2026. A management steering committee has been established, reporting to the Audit Committee, to review the Company's current practices and recommend any changes that may be required by the revisions to Provision 29. The Audit Committee has also attended technical briefings with our external advisers on the impact of the reforms on RELX. For further details, refer to pages 123 to 126.

RELX has robust governance processes in place with respect to corporate responsibility matters and the Board has engaged with management during the year on the regulatory developments in sustainability reporting, in particular the introduction of the European Sustainability Reporting Standards and the EU Corporate Sustainability Reporting Directive. A new Sustainability Statement is included in this year's Annual Report (see pages 208 to 231) which is in accordance with the new reporting requirements.

#### **Board effectiveness**

As Chair, I am responsible for ensuring that the Board operates effectively, and that the Board, its Committees and each individual Director is evaluated on an annual basis. For 2024, an internal evaluation process was carried out. The outcome of the evaluation confirmed that all of our Directors contribute effectively and continue to demonstrate commitment to their roles, and that the Board and its Committees continue to operate effectively. The evaluation process and its outcomes are described on page 97.

#### Paul Walker

Chair

12 February 2025

# Corporate governance review

### Our governance framework

#### Board leadership

The Board is responsible for promoting the long-term sustainable success of the Company. To ensure the Board operates effectively and efficiently it has established four principal Committees to provide focused oversight, each with delegated authority to oversee and report to the Board on material and relevant matters, as appropriate.

The roles and responsibilities of each Committee are set out in their individual terms of reference which are available on the Company's website 🖵 www.relx.com. A summary of the Committees' key responsibilities is set out below.

#### The Board

#### **Audit Committee**

Reviews and monitors the integrity of financial reporting, internal control and risk management systems, the effectiveness of the internal audit process and the performance, independence and effectiveness of the external auditor.

 $The \, Committee \, comprises$ only independent Non-Executive Directors.



Further information about the work of the Audit Committee is in its report on pages 123 to 126

#### **Remuneration Committee**

Determines, monitors and oversees the implementation of RELX's remuneration policy for the CEO, CFO, the Chair, and Senior Executives below Board level. The Committee reviews the ongoing appropriateness of the remuneration policy.

The Committee comprises only the Chair and Non-Executive Directors.



The Directors' Remuneration Report is set out on pages 102 to 122

#### **Nominations Committee**

Keeps under review the composition of the Board and its Committees; ensures orderly succession plans are in place for the Board and senior management and ensures a diverse pipeline for such succession, and oversees the recruitment of new Directors.

The Committee comprises only the Chair and Non-Executive Directors.



**Further information** about the work of the Nominations Committee is in its report on pages 99 to 101

#### **Corporate Governance** Committee

Responsible for developing and recommending corporate governance principles to the Board; reviewing ongoing developments and best practice in corporate governance, and monitoring the structure and operation of the Board Committees.

The Committee comprises only the Chair and Non-Executive Directors.

#### **RELX Senior Executives**

To enable efficient day-to-day management of RELX's business areas, there is a structure of delegated authorities in place from the  $Board \ to \ the \ Chief \ Executive \ Officer, the \ Chief \ Financial \ Officer \ and \ a \ team \ of \ Senior \ Executives \ (shown \ on \ pages \ 82 \ to \ 85). \ This \ delegated$ authority framework, which is reviewed and approved by the Board each year, allows the necessary operational and management decisions to be taken by the right people, at the appropriate time to execute the Company's strategy. There are appropriate controls in place to ensure such decisions remain consistent with the risk appetite, policies and objectives established by the Board.

#### Matters reserved to the Board

There is a clearly defined schedule of matters over which the Board retains responsibility and endorses all final decisions, which is available to view at 🛑 www.relx.com/investors. Such matters include:

- Approval of RELX's strategy and annual budget and changes to the corporate or capital structure of the Company
- Approval of RELX's risk appetite, oversight of risk management framework including principal and emerging risks, fraud risk and internal control systems
- Corporate governance arrangements, including Board and Committee composition and terms of reference
- Approval of key policies, including RELX's Code of Ethics and Business Conduct (the Code), Operating and Governance Principles, Tax and Dividend Policies and Inclusion and **Diversity Policies**
- Approval of the Company's Annual Report and periodic financial statements and trading updates
- Oversight of the Code reporting channels for our workforce to raise concerns, and ensuring workplace policies and practices align with the Company's values and intended culture
- Oversight of RELX's corporate responsibility activities and its reporting thereon
- Other matters deemed material to the delivery of RELX's strategy or future financial performance, such as approval of material acquisitions, major capital expenditure and investments

#### **Board roles**

As at the date of this report, the Board comprised the Chair, two Executive Directors and seven Non-Executive Directors, who bring a wide range of skills, experience, industry expertise and professional knowledge to their roles. An overview of the gender balance, length of tenure and nationalities on the Board is provided in the Nominations Committee Report on pages 99 to 101.

#### Division of responsibilities

There is clear separation of the roles of the Chair, who leads the Board, and the Chief Executive Officer, who is responsible for the day-to-day management of RELX. The key responsibilities of each of the director roles on the Board is summarised below.

#### Chair

- Provides leadership of the Board and ensures its overall effectiveness
- Ensures that all Directors are sufficiently apprised of matters to make informed judgements, through the provision of accurate, timely and clear information
- Promotes high standards of corporate governance, demonstrates objective judgement and promotes a culture of openness and debate
- Sets the agenda and chairs meetings of the Board
- Chairs the Nominations and Corporate Governance Committees
- Facilitates constructive Board relations and the effective contribution of all Directors
- Ensures effective dialogue with shareholders
- Ensures the performance of the Board, its Committees and individual Directors is assessed annually
- Ensures effective induction and development of Directors

#### **Chief Executive Officer**

- Day-to-day management of RELX, within the delegated authority limits set by the Board
- Develops RELX's strategy for consideration and approval by the Board
- Ensures that the decisions of the Board are implemented
- Consults with the Chair and Nominations Committee on executive succession planning
- Leads communication with shareholders
- Promotes and conducts the affairs of the Company with the highest standards of integrity, probity and corporate governance

#### Chief Financial Officer

- Day-to-day management of RELX's financial affairs
- Responsible for RELX's financial planning, reporting and analysis
- Ensures that a robust system of internal control and risk management is in place
- Maintains high-quality reporting of financial and environmental performance internally and externally
- Supports the Chief Executive Officer in developing and implementing strategy

#### Senior Independent Director

- Leads the Board's annual assessment of the performance of the Chair
- Available to meet with shareholders on matters where usual channels are deemed inappropriate
- Deputises for the Chair, as necessary
- Serves as a sounding board for the Chair and acts as an intermediary between the other Directors, when necessary

#### **Non-Executive Directors**

- Bring external perspectives and a broad range of experience to the Board
- Provide constructive challenge and input to the development of strategy
- Scrutinise the performance of management in meeting agreed goals and monitor the delivery of RELX's strategy
- Serve as members of Board Committees as required and Chair the Audit and Remuneration Committees

#### Governance structure

RELX's corporate governance framework consists of leadership bodies and well-documented comprehensive processes and procedures which ensure that RELX is appropriately directed, led and controlled at all levels, with appropriate oversight and involvement by the Board and senior management. It is designed to safeguard and enhance the creation of long-term, sustainable shareholder value and to enable our business areas to operate with the required agility and flexibility to address the needs of our customers effectively, while taking into account all applicable statutory and regulatory requirements. The rights, responsibilities and accountabilities of those who work for and on behalf of RELX are clearly established through delegated authorities, corporate policies and codes of ethics and conduct, which promote the protection of RELX's reputation and our commitment to acting with integrity in all that we do.

The RELX Operating and Governance Principles set out the processes, policies, controls and related assurance activities that have been put in place to mitigate risk, covering key functions and operations of the Group. The Principles serve as a first point of reference for management and provide our workforce with a clear overview of the policies and practices with which they must

comply. The Principles are reviewed biennially by the Board and are updated as required.

The Code of Ethics and Business Conduct sets out the core principles and standards of professional conduct by which RELX operates and provides a framework for building and maintaining the desired culture of RELX. The Code provides all those who work for RELX with clear guidelines for how to conduct themselves in the workplace and across our broader operating environments, to inspire trust among all our stakeholders and to demonstrate commitment to our core value of 'Do the Right Thing'. There are mechanisms in place to help our workforce to understand and comply with their obligations under the Code, which include ongoing training and established communication channels to ask questions and report concerns. We endeavour to ensure that our workplace policies are user-friendly, clear and accessible. The Code is reviewed and approved by the Board triennially and is available at \(\begin{array}{c} \text{pwww.relx.com}. \end{array}\)

Internal control and risk management arrangements are a central part of our governance framework. These are monitored by the Audit Committee and overseen by the Board (further information is on pages 98 and 123 to 126).

Overview

# Compliance with the UK Corporate Governance Code

RELX PLC applies the principles and provisions of the 2018 UK Corporate Governance Code (the UK Governance Code), a copy of which is available on the FRC's website, www.frc.org.uk.

For the year ended 31 December 2024, the Board considers that the Company fully complied with the principles and provisions of the UK Governance Code that are applicable at the date of this report.

### Board programme

The Board met formally seven times during the year. Five meetings were held in person, in London, Amsterdam and in Alpharetta. Through a structured programme of scheduled  $meetings, the \, Board \, oversees \, RELX's \, financial \, performance \, and \,$ ensures its systems of risk management, internal control and corporate governance are fit for purpose and effectively underpin the delivery of its strategy. There are processes in place to manage the Board's annual agenda, to ensure that all necessary items are submitted for its consideration at the appropriate time with sufficient supporting information, and to allow the Board adequate time to discuss and challenge strategic or material issues. The Board's annual programme, and the agendas for the Committees are prepared by their respective Chairs with support from the Company Secretary. Board Committees are principally supported by the Chief Executive Officer, Chief Financial Officer, Chief Legal Officer and Company Secretary, and the Chief Human Resources Officer, and other senior managers are invited to attend meetings where appropriate.

Board discussions are informed through regular reports and presentations from senior management at Board and Committee meetings, and through deep-dive sessions into individual business areas, topics of strategic relevance, and future developments that may impact RELX. Regular reports are provided, covering business area and overall strategies and financials, along with relevant regulatory, legislative and governance updates. RELX's annual strategy review process comprehensively assesses its strategic position and key strategic options, considering opportunities and risks to its future success and the long-term sustainability and viability of its business model. The Board engaged in a two-day, in-depth strategy session in September.

#### Information and support

There are processes in place to ensure that the Board and its Committees receive relevant information at the right time and with the appropriate level of detail to inform decision-making and enable effective monitoring of management's progress in accordance with agreed strategy. The Directors are provided with papers ahead of all scheduled Board and Committee meetings, containing management updates, relevant context and market information, and other supporting information and reports, as appropriate.

All the Directors have access to the advice of the Company Secretary and may also take independent professional advice at the Company's expense where they deem this to be necessary for the furtherance of their duties to the Company. The Company Secretary advises the Board on all corporate governance matters and ensures that all Board procedures are followed correctly. The Directors also have access to other members of RELX's management, staff and external advisers.

Each of the Directors is expected to attend all meetings of the Board and of the Committees of which they are a member. However, in circumstances where a Director is unable to attend a meeting, they are provided with the relevant papers and have the opportunity to discuss any matters arising with the respective Chair and with their fellow Board and Committee members. All Directors are provided with a copy of the minutes of each meeting.

#### Director induction

Following appointment, and as required, all Directors receive a full, formal induction, that is tailored to their individual requirements, based on existing knowledge and experience. The Chair and Company Secretary are responsible for ensuring that an effective induction programme takes place for all new Directors.

During the year, Bianca Tetteroo (appointed in July 2024) was provided with a comprehensive briefing pack including detailed information about each of RELX's business areas, governance and internal controls, and recent reporting and investor materials, together with access to historical Board papers and minutes. To provide a sufficiently in-depth and current understanding of our operations, a number of meetings were organised with senior management from RELX's business areas and corporate functions, as well as with the external auditor.

#### Ongoing development

For Directors to effectively discharge their responsibilities, it is important that they regularly refresh and update their skills and knowledge. The Board's annual programme is designed with this in mind and support the Directors to maintain sufficiently in-depth knowledge of RELX's business areas and their operations, and to keep apprised of relevant events and changes in RELX's operating environment and markets. In 2024, the Directors took part in deep-dives into the Risk and Elsevier business areas, covering financial and operational performance by segment, product development and strategic plans. In addition, the Board conducted a review of Exhibitions and specific segments of Legal.

The Audit Committee also attended a series of technical deep-dive briefing sessions. Further information about the work and activities of the Audit Committee is available in the Audit Committee Report on pages 123 to 126.

### Purpose, strategy, values and culture

RELX places significant emphasis and importance on the way we do business. We are clear and unequivocal about our commitment to do so with integrity and in accordance with the highest ethical standards.

#### **Purpose**

RELX is a global provider of information-based analytics and decision tools for professional and business customers, enabling them to make better decisions, get better results and be more productive.

Our purpose is to benefit society by developing products that help researchers advance scientific knowledge; doctors and nurses improve the lives of patients; lawyers promote the rule of law and achieve justice and fair results for their clients; businesses and governments prevent fraud; consumers access financial services and get fair prices on insurance, and customers learn about markets and complete transactions.

Our purpose guides our actions beyond the products that we develop. It defines us as a company. Every day across RELX our employees are inspired to undertake initiatives that make unique contributions to society and the communities in which we operate.

#### Strategy

Our number one strategic priority is the organic development of increasingly sophisticated information-based analytics and decision tools that deliver enhanced value to professional and business customers. We do this by leveraging deep customer understanding to build innovative solutions which combine leading content and data sets with powerful technologies. We aim to achieve leading positions in long-term global growth markets and leverage our skills, assets and resources across RELX, both to build solutions for our customers and to pursue cost efficiencies. We are transforming our core business, building out new products and expanding into higher growth adjacencies and geographies.

We are supplementing this organic development with selective acquisitions of targeted data sets and analytics, and assets in high-growth markets that support our organic growth strategies and are natural additions to our existing business.

Our improving long-term growth trajectory is being driven by the ongoing shift in our business mix towards higher growth analytics and decision tools. When combined with our strategy of driving continuous process innovation to manage cost growth below revenue growth, the result is continued strong earnings growth, with improving returns.

#### Values

We strive to do business with integrity. Our principle 'Do the Right Thing' embraces behaviours such as being honest in dealing with others, respecting each other, and courageously speaking out for what is right; thereby guiding our commitment to achieve business goals in an open, honest, ethical, and principled way. We ask our suppliers to meet the same standards, and provide support for them to do so as necessary.

#### Culture

As a provider of information-based analytics and decision tools, our corporate culture is fact-based, data-driven and analytical. We are transparent and non-political in our decision-making. We seek never-ending performance improvement in everything we do. We are passionate about making a positive impact on society through our unique contributions as a business and our employees feel a strong sense of engagement with the business and its purpose. We focus on improving customer outcomes while emphasising corporate responsibility and acting with integrity. Our culture encourages community engagement, environmental responsibility, inclusion and the well-being of our people.

#### How the Board monitors culture

RELX's standards and values are defined on a group-wide basis, however the Board acknowledges that cultural practices and preferred ways of working can vary across the geographies of our business areas. The Board helps to build the culture of the organisation from the top down, by ensuring that it takes decisions that are aligned with RELX's values. The Board regularly reviews RELX's policies and Code of Ethics and Business Conduct (the Code) to ensure the right framework is in place for RELX to operate with integrity, and that its working practices effectively promote a culture of strong engagement with our business and purpose, and with the communities that we serve and in which we operate. We strive to continually improve customer outcomes through a culture that is fact-based, data-driven and analytical.

The Board has appointed a Non-Executive Workforce Engagement Director to engage directly with employee representatives from across RELX and to report back to the Board (further information about this engagement is on page 94). This provides the Board with insights into how culture is embedded across RELX's business

areas and functions and any issues that need to be addressed. The views of employees are also measured through annual employee pulse surveys, and a broader triennial opinion survey, designed to gauge how employees feel about the organisation, how well they understand its direction, and their level of satisfaction and engagement with their work. An analysis of the results is presented to the Board. The Board also receives regular updates on culture-related issues and updates on corporate responsibility activities from across each of RELX's business areas. Such updates include progress against our people objectives in areas such as well-being, pay equity and reducing inequalities through inclusion. This contributes to the Board's assessment of the culture at RELX and provides a context against which the Board has taken a number of its principal decisions during the year.

Through the activities of the Audit Committee, the Board receives updates on alleged and substantiated violations of the Code and significant matters raised through reporting channels, which provide insights into governance and compliance behaviours.

Overview

# Board activities during the year

#### Purpose and strategy

The Company's purpose, strategy, values and culture statement is on page 90

Read more about RELX's strategy and business model on pages 5 to 8

- At a two-day strategy session in September, the Board discussed strategic initiatives for RELX and debated and approved RELX's three year strategic plan for 2025 to 2027. RELX's strategic priority remains focused on organic growth, supported by targeted acquisitions. The Board reviewed RELX's financial performance, customer markets, shareholder value creation, capital expenditure, potential acquisitions and areas for potential growth across all four business areas. The Board also reviewed management's operating plans.
- In June and September, the Directors attended deep-dive business review sessions into the Risk and Scientific, Technical & Medical (STM) business areas, led by respective senior management. These included updates on strategy and innovations supplemented by presentations from subject matter experts on key products, review of talent resources, and a final session for the Board to provide their feedback to senior management.
- The Board conducted reviews of RELX's invested capital and capital structure during the year, including financial performance, potential and completed acquisitions, net debt, returns on invested capital, credit ratings, forecasts and financial market conditions and approved the annual budget.
- The Board reviewed the Company's purpose, strategy, values and culture statement and confirmed that it continues to represent why and how RELX operates and the standards to which those who work for and who represent RELX are held in the course of conducting our business and operations.

#### People, values and culture

Information about Board engagement with our workforce is on page 94

How we invest in and reward our workforce is on page 52

RELX's approach to I&D and how we monitor our progress is set out on pages 50 to 52 and 100 and 101

- The Board oversaw Director succession planning arrangements during the year.
- Having the right people in leadership roles is an important factor in embedding the desired culture for RELX. The Nominations Committee and the Board were updated on the ongoing leadership talent reviews undertaken by management and plans for talent development across RELX's business and functional areas.
- The RELX and Board Inclusion and Diversity Policies were reviewed by the Board to ensure they
  remain fit for purpose and continue to align with our desired culture and effectively support our
  purpose and strategy.
- The Board considered the results of the company-wide employee opinion survey conducted during 2024 (further information is on page 50).

### Corporate Responsibility/ Sustainability

Information about RELX's corporate responsibility and sustainability activities is available in the Corporate Responsibility Report on pages 35 to 65, the TCFD disclosures on pages 236 to 241 and the Sustainability Statement on pages 208 to 231

- RELX's corporate responsibility activities formed a significant part of the Board's agenda during the year and these are overseen by the Board on an ongoing basis. Detailed information about RELX's corporate responsibility objectives, and its progress towards these, can be found in the Corporate Responsibility Report on pages 35 to 65, the Sustainability Statement on pages 208 to 231, and the TCFD disclosures on pages 236 to 241, each as approved by the Board.
- The Board reviewed and approved the Company's Modern Slavery Act Statement, which describes the steps taken by the Company and its subsidiaries to ensure that modern slavery and human trafficking were not taking place in the context of RELX's business operations and its supply chain during the previous year. Further information about how RELX manages an ethical and socially responsible supply chain is available on pages 57 to 59.

# Risk management and internal control

The Company's principal and emerging risks and mitigation strategies are set out on pages 74 to 78

The Company's Viability Statement is on page 79

Further information about RELX's internal controls is on pages 74, 98 and 125

- The Audit Committee and the Board reviewed the effectiveness of the systems of risk management and internal control in operation during 2024 and determined that RELX's control systems provided reasonable assurance against material inaccuracies or loss and have functioned properly and effectively throughout the year.
- The Board, supported by the work of the Audit Committee, reviewed and agreed RELX's principal and emerging risks and mitigation strategies. Following a robust and thorough assessment of the risks identified, together with a detailed review of RELX's financial position, the Board considered RELX's ongoing viability and approved the Company's Viability Statement.
- The Board received a comprehensive presentation on RELX's assessment of material cybersecurity risks, threat landscape and incident trends, and approach to mitigation and cybersecurity controls from the Head of Information Assurance and Data Protection. Cybersecurity and data privacy are considered principal risks for RELX.

#### Shareholder matters

Details of the Board's engagement with investors during the year are on page 93

Information about the Company's dividend policy is on page 72

- Following a robust assessment of RELX's financial position, in February the Board approved a share buyback programme for 2024 of £1bn. The programme was completed in December, at which point 29m shares held in treasury were cancelled. At its December meeting, the Board approved an initial £150m for the 2025 share buyback programme, with this initial amount to be deployed prior to the announcement of the 2024 full year results in February 2025.
- The Board considered and approved the proposed resolutions to be put to shareholders at the 2024 AGM, which included the distribution of a final dividend for the year ended 31 December 2023. Each of the proposed resolutions was subsequently approved by shareholders at the meeting. The Board also considered and approved the payment of an interim dividend during the year.
- The Board received a presentation from investor relations covering trading in RELX PLC shares and changes in the shareholder register.

### Director attendance at Board and Committee meetings

The following table shows the attendance by Directors at Board and Committee meetings during the year. Attendance is expressed as the number of meetings attended by each Director out of the number of meetings they were eligible to attend.

Directors	Committee appointments	Board <sup>(1)</sup>	Audit Committee	Remuneration Committee	Nominations Committee	Corporate Governance Committee
Paul Walker (Chair)	000	7/7		4/4	4/4	5/5
Erik Engstrom		7/7		•	•	
Nick Luff		7/7				
Alistair Cox	ARO	7/7	4/4	4/4		5/5
June Felix	ARG	7/7	4/4	4/4	•••••••••••••••••••••••••••••••••••••••	5/5
Charlotte Hogg	<b>A G</b>	7/7	4/4	•	•	5/5
Robert MacLeod	RNG	7/7		4/4	4/4	5/5
Andrew Sukawaty	AG	7/7	4/4	•••••	•	5/5
Bianca Tetteroo (2)	<b>(</b>	4/4		•••••	***************************************	2/2
Marike van Lier Lels (3)	N <sub>O</sub>	2/2			1/1	1/1
Suzanne Wood	ANG	7/7	4/4	•	4/4	5/5

#### ${\color{red}\textbf{Committee}}\, \textbf{membership}\, \textbf{key}$

- Audit Committee
- Remuneration Committee
- Nominations Committee
- Corporate Governance Committee
- Committee Chair
- [1] In addition to the seven scheduled Board meetings, the Directors also attended two full-day strategy and business review meetings.
- [2] Marike van Lier Lels retired from the Board and stepped down from the Nominations and Corporate Governance Committees with effect from the conclusion of the Company's AGM on 25 April 2024.
- (3) Bianca Tetteroo was appointed to the Board on 1 July 2024 and was appointed as Workforce Engagement Director with effect from the same date.

### Stakeholder engagement

During the year, the Board undertook a review of RELX's key stakeholders and concluded that they remain unchanged from the previous year. The Board received a detailed overview of stakeholder engagement channels and activities and confirmed that it has adequate visibility of the views of key stakeholders, which are taken into consideration in its decision-making. Further information about the nature and outcomes of the Company's engagement with its stakeholders are detailed throughout this Annual Report and examples of the Board's engagement with key stakeholders are set out on the following pages.

#### **Investors**

# Why effective engagement is important

Engagement with our investors helps them to understand our strategy, performance and governance arrangements, and to make informed decisions concerning the Company. It also makes clear our prioritisation of the long term in our decision-making and focus on delivery of consistent financial performance.

Our investors provide us with input and feedback concerning the development and implementation of our strategy, and we consider their views when making investment decisions.

#### How we engage, outcomes and impact

Engagement with our investors is undertaken by members of the Board and at a business level by senior management and our Investor Relations, Corporate Responsibility and Treasury teams. The Board is updated with feedback and commentary received from investors through business engagement, investor roadshows and meetings with institutional shareholders.

The Board receives regular reports on the Company's share price and shareholder return performance and a review of analyst commentary in response to the Company's market announcements and results publications. Executive Directors and senior management gave a number of investor and analyst presentations during the year to provide further detail and context to our published results and strategy plans.

#### During the year:

- Our engagement processes confirmed that investors in the main continue to understand and support our organic growth strategy. The Board considered this when approving RELX's three-year strategic plan for 2025 to 2027, which leaves our strategic focus, and our priorities for uses of cash generated by RELX, broadly unchanged.
- In response to interest from the investment community, RELX held an investor seminar on the Legal business, presenting customer use cases and a demonstration of Lexis + Al and Protégé, a new product which further expands on the Generative Al capabilities of Lexis + Al. The event was attended by over 180 investors and analysts. The presentation demonstrated the strategic position of our Legal business in the Al space and the Board were provided with the feedback from attendees. The presentation is available at www.relx.com/investors. Further information about Lexis + Al and Protégé is on pages 22 and 23.
- The Company held its AGM with shareholders in April.
- RELX's material communications to investors, including the Full-Year and Interim Results
   Announcements, trading updates, the Annual Report and the Notice of AGM were reviewed and
   approved by the Board prior to release.
- In response to requests from some shareholders, the Chair of the Board held virtual meetings to discuss general governance and other topics with shareholders.
- In respect of shareholder returns, the Board took into account a range of stakeholder views when
  considering the interim and final dividend payments during the year, and the quantum of the
  Company's share buyback programme for 2024.

#### **Employees**

# Why effective engagement is important

Our people's well-being and their commitment to the work they do are essential to our future growth and our aim to successfully build long-term leading positions in global growth markets.

We strive to foster an environment in which our employees feel a strong sense of engagement with our business and share a passion for making a positive impact on society through our unique contributions. RELX actively seeks feedback from employees to understand their key challenges and concerns and how we can work to address these. Hearing their views on what we do well, and what we can do better, is an important driver for improvement and enables us to take action to retain our best talent.

Effective engagement helps to mitigate the risk of not being able to recruit, motivate and retain skilled employees and management, which is recognised as a principal risk (see page 77).

#### How we engage, outcomes and impact

Employee engagement routinely takes place within the business areas and matters of concern are cascaded up through our management framework. The Board receives regular management reports which cover employee engagement, turnover and demographic analysis, updates on workplace initiatives, progress towards I&D objectives, and concerns raised through our Code of Ethics and Business Conduct reporting channels. The Board reviews employee engagement and workforce data and takes these into consideration in its decision-making.

RELX has a dedicated intranet for employees which is kept updated with financial and performance information, news of business developments and workforce initiatives and events (including in inclusion and diversity) and other important messages from senior management.

Bianca Tetteroo was appointed as our Non-Executive Workforce Engagement Director upon her appointment to the Board in July 2024, taking over the responsibility previously assumed by Marike van Lier Lels up to her retirement from the Board in April 2024. The transition was supported by the Chief Human Resources Officer. The Workforce Engagement Director engaged directly with employee representatives from across RELX and reported to the Board on the progress of RELX's workforce initiatives, together with the challenges, concerns and priorities raised by employees. Where challenges and concerns were discussed, as appropriate, the Board was also informed of the actions taken or plans developed to address them. This provides the Board with insight into the culture across RELX, how our working practices and initiatives have been received and highlights any issues that need to be addressed.

#### During the year:

- Ms Tetteroo met with workforce representatives to learn about the experiences of employees while working at RELX. The matters discussed were reported to the Board, including positive feedback about Employee Resource Groups and senior leaders' involvement in these. Further matters included hybrid working arrangements, pay, benefits, and career development through training and networking opportunities.
- The results of our triennial employee opinion survey was presented to the Board in December.
   The survey indicated strong Net Promoter Scores, which had increased from the previous survey for nearly all individual business areas.
- Board reports from the Chief Human Resources Officer highlighted the steps taken to identify, support and develop current and future leaders across the business through the Organisational Talent Review and Management Development Planning processes. This focus has seen increased internal talent mobility through cross-divisional promotions and lateral moves, providing wider career development opportunities.
- The Board reviewed the Board and RELX Inclusion and Diversity Policies and determined that these continue to be fit for purpose and effective.
- The Board received presentations from the Head of Corporate Communications on focus areas for 2024. These continue to be fostering engagement and advocacy supported by data-driven storytelling in selected focus areas, such as our strategy, innovation and personal growth. Employee understanding and engagement with our purpose and strategy is monitored through our employee opinion survey scores over time.
- Employee involvement in the Company's performance is encouraged through RELX's employee share schemes. RELX currently operates three all employee share plans, one in each of the UK, the Netherlands and the USA, providing RELX employees with the opportunity to obtain its shares at a discounted price. The Board received updates on annual participation rates.

#### **Customers**

# Why effective engagement is important

Our goal is to help customers make better decisions, get better results and be more productive. We do this by leveraging deep customer understanding to build innovative solutions which combine leading content and data sets with powerful technologies.

Collaborating closely with our customers is crucial for us to understand where and how we can improve the quality of our services and products, and enables us to make targeted investment decisions, such as to develop new or emerging technologies or complement our existing capabilities through acquisition activity.

### How we engage, outcomes and impact

Our engagement with customers takes place at an operational level across our business areas, through our dedicated sales and operations teams and through customer training and workshops. Material customer issues are cascaded up to the appropriate senior management. The Board received presentations during the year from customer-facing employees which detailed the nature of our customer engagement and the actions taken by the business areas as a result. In 2024, the Board received analyses of customers by sector and geography and data concerning the resilience of the markets in which we operate. The Board reviewed customer survey data, Customer Net Promoter Scores, and customer usage volumes across our business areas.

#### During the year:

- The Board continued to monitor current and anticipated future customer demand and market activity together with customer feedback, to understand how our product offerings address customer requirements. This information informed the areas of focus for product development and acquisitions and the level of investment required. RELX made several acquisitions during the year that complement its existing product range and enhance value for our customers. More information about our acquisitions during the year can be found on pages 23 and 28.
- Feedback from our customers informed the Board and management's assessment of the areas
  in which RELX should build out new products and services, the speed at which this should be
  undertaken, and where it should look to expand into higher growth adjacencies and
  geographies over varying time horizons.
- The Board received an update on ongoing customer engagement on sustainability issues from RELX's Corporate Responsibility Team.

#### **Suppliers**

# Why effective engagement is important

RELX has a diverse supply chain with suppliers located in over 150 countries across multiple categories, which RELX categorises as content suppliers and non-content suppliers.

Collaboration and two-way dialogue with our suppliers help ensure that we are able to maintain and improve the quality of products and services we provide to our customers. Effective engagement underpins our ability to maintain an ethical supply chain, giving us visibility of our suppliers' commitment to good practices.

#### How we engage, outcomes and impact

Engagement with our content suppliers, which include the companies we license content or data from, as well as authors, editors, content reviewers and product designers, takes place principally through ongoing dialogue with the relevant business area to which the content is provided. Content supplier feedback is collected through direct relationships and regular business reviews, and presented to the Board through updates from our business area leaders.

Our non-content suppliers represent more typical vendor-type relationships, such as IT software and cloud service providers, or third parties to whom we have outsourced support function activities. Engagement takes place at various levels throughout RELX. Feedback is reported to the Board by business area leaders and the Global Head of Purchasing and Property.

#### During the year:

- Outcomes of ongoing business engagement with our content suppliers, including Net Promoter Scores and the outcomes of business reviews, informed the Board's discussions during its consideration of RELX's three-year strategy plan for 2025 to 2027, and its assessment of mitigations in place for our principal risks of customer acceptance of our products and supply chain dependencies.
- Our Supplier Code of Conduct has been translated into 16 languages for use across RELX. The Board received updates on the progress of our Socially Responsible Supplier (SRS) programme, including numbers of signatories and audits conducted (further details are on pages 57 to 59). The Board continued to support the programme. The Board also reviewed and approved our Modern Slavery Act Statement, available from www.relx.com, which sets out the steps taken by the Company and its subsidiaries to prevent modern slavery and human trafficking in its business and supply chain.
- The result of our annual Supplier Survey programme, involving feedback from over 100 key suppliers, provided the Board with insight into the views of RELX's major suppliers.

#### Community

# Why effective engagement is important

Our focus on community includes those where we, our customers and suppliers work around the world, as well as the communities we serve, including in science, academia, risk, law and many other fields.

We prioritise positive dialogue with our community stakeholders as we believe they, collectively, provide our 'licence to operate'. Our efforts are informed by our commitment to the United Nations Global Compact and its ten principles, focused on human rights, labour, the environment and anti-corruption – all issues with wide societal impact.

#### How we engage, outcomes and impact

We engage with our community stakeholders through our unique contributions to society, and through our comprehensive global community programme, RELX Cares. The RELX Cares mission is the education of disadvantaged young people. Further information about our RELX Cares projects and its contributions to the communities in which we operate is on pages 53 to 56.

In accordance with the Business for Societal Impact model, we monitor the short- and long-term benefits of our community engagement. We survey RELX Cares volunteers to understand the impact of the programme on their personal development and how it affects the way they feel about working at RELX.

#### During the year:

- The Board considered RELX's environmental performance and supported ongoing initiatives to minimise our environmental impact, and continued to endorse our commitment to our reaching net zero by 2040. More information is in our Corporate Responsibility Report on pages 35 to 65 and the Sustainability Statement on pages 208 to 231.
- The Board was updated on the requirements of the EU Corporate Sustainability Reporting Directive (CSRD). Our CSRD Sustainability Statement was reviewed by the Audit Committee and approved by the Board.
- The Board received detailed updates on community engagement during the year, including key metrics, objectives and outcomes. Board feedback and support for community engagement shapes the direction of our charitable programmes and future plans.
- The Board continued to endorse RELX's volunteering policy through which RELX employees
  receive two days paid leave each year to undertake community volunteering work. The Board
  received reports on the outcome of the programme, such as employee engagement rates and
  donations raised.
- The Board continues to support the business areas utilising their unique product offerings to support causes in their communities. During the year the Board received reports from the Global Head of Corporate Responsibility on RELX's achievements in this area against its 2024 objectives, the objectives for 2025 and for the years to 2030. This included examples of how RELX's products and services positively impact climate-related issues.
- The Board was updated on the ongoing initiatives to decrease office energy consumption.

#### External appointments and Non-Executive Director independence

The Board has in place formal procedures to evaluate and review the external commitments of Directors, each of whom are required to obtain the Board's approval prior to accepting new significant external appointments. During the year, the Board reviewed the proposed external appointment of June Felix. It was concluded that this appointment would not impact the Director's ability to perform effectively on the RELX PLC Board, and accordingly the Board gave its approval.

When Directors take up new external appointments, any related commercial relationships with RELX are reviewed, and any potential conflicts of interest are dealt with following formal procedures. In accordance with the Company's Articles of Association, Directors who are not conflicted may authorise, as appropriate, situations where a Director has an interest that conflicts, or may possibly conflict, with those of RELX, and may impose conditions on such authorisations.

Supported by the Nominations Committee, the Board monitors the independence of the Non-Executive Directors in line with the relevant provisions of the UK Corporate Governance Code. An annual evaluation, led by the Nominations Committee, considered whether length of service or any other factor has impacted or may impact the ability of any Non-Executive Director to remain independent in character and judgement in the furtherance of his or her duties to the Company. The Board determined that each of the Non-Executive Directors is considered to be independent of management and free from any business or other relationship which could materially interfere with their ability to exercise independent judgement (with the exception of the Chair, whose independence was not assessed, but who was deemed to be independent upon appointment).

#### **Board evaluation**

The Directors consider the evaluation of the Board, its Committees and members to be an important aspect of corporate governance. The Board undertakes an annual evaluation of its own effectiveness and performance, and that of its Committees and individual Directors.

#### Actions from the 2023 Board evaluation

The 2023 evaluation, which was externally facilitated by an independent consultancy, Manchester Square Partners, concluded that the Board and its Committees were operating effectively and did not highlight any significant areas for improvement. The review demonstrated that the Board ensures good governance and oversight and provides important challenge and support, especially around key decisions. An open and participative boardroom culture exists which promotes effective challenge and debate. In addition, the Board Committees are well chaired and are operating effectively.

The Board agreed that it should continue to focus on cybersecurity and the Board's role in the event of a significant incident, future growth areas for the Company, and succession planning. As part of the 2024 evaluation, the Board members confirmed that these actions had been appropriately addressed during 2024 through regular reporting, presentations and deep dives provided by senior management.

#### 2024 Evaluation process

In 2024, the Board evaluation process was conducted internally, supported by the Company Secretary. Questionnaires were completed by all Directors to provide feedback and commentary on the following areas:

- Board composition and effectiveness
- The effectiveness of the Board's oversight of strategy development, setting and monitoring RELX's culture and values, financial performance, market developments, stakeholder relations (including the Board's understanding and visibility of the views of RELX's stakeholders and how these inform its decision-making process), talent and succession, reputation, inclusion and diversity, risk and governance
- Quality of information provided by management
- Boardroom culture and dynamics
- The performance of the Chair
- The structure, leadership and overall effectiveness of each of the Board's Committees

The Chair conducted individual performance reviews with each Non-Executive Director and the Senior Independent Director led the appraisal of the Chair's performance by the other Directors.

#### Chair's Performance

Directors commended the Chair for his leadership of the Board and for facilitating the effective contribution of each Non-Executive Director and for fostering constructive relationships and communications within the Board. Directors felt that a particular strength of the Chair is in enabling issues and questions to be raised and debated while maintaining a focus on appropriate discussion areas.

#### Individual Director performance

Individual Director performance and contributions were assessed through one-to-one meetings with the Chair. The evaluation facilitated reflection on personal development and discussion and feedback on Board matters. The evaluation found that each director continues to contribute positively and effectively to Board and Committee discussions, providing external insights and constructive challenge to management on matters of strategy and governance.

Through the evaluation process it was also confirmed that each Non-Executive Director (with the exception of the Chair) remains independent. Each Director was also found to have sufficient time to devote to their role.

#### Conclusions from the 2024 Board evaluation

The internal evaluation found a high level of satisfaction collectively among the Directors with the way in which the Board and its Committees operate. There were no significant areas identified as requiring immediate attention. The Directors felt that the Board discharges its oversight responsibilities effectively across all categories and particularly in the areas of finance, performance, talent, people, inclusion and diversity, and risk.

The Directors viewed the Board's involvement in the development and approval of the Group's strategic, financial and business objectives and in setting and maintaining culture across the Group and ensuring its alignment with RELX's purpose, values and strategy, as appropriate. Directors had a clear understanding of the performance targets for the Company and were satisfied that the Board monitors this on a regular basis. Directors observed that the Board has a strong awareness of market developments and the Company's performance relative to its competitors and agreed that this should remain a focus.

Directors noted they were well-informed regarding RELX's engagement with key stakeholders and its outcomes, and able to apply their understanding of stakeholder views in the Board's decision making. Through continuous oversight, Directors felt they gained a deeper understanding of customers, key employee measures, and the continued progress that was made on talent management and on inclusion and diversity.

Directors were satisfied that the Board was sufficiently engaged in overseeing key risks and in ensuring that appropriate risk management processes are in place. The Directors thought that the Board's composition, including its diversity and collective skills, and its dynamics and culture of openness and debate, all contributed to highly effective meetings which were found to be well governed and chaired. In particular, Directors commented that meeting agendas focus on the most appropriate topics and that sufficient time is allowed for discussion of critical issues. Papers and presentations addressed the key issues in appropriate detail and were provided on a timely basis. The induction process for new Board members was commended, with particular value gleaned from the strategic deep dives, the product reviews and the meetings with business leaders.

The outcome of the Board evaluation confirmed that the Board and its Committees continue to function effectively and collaboratively, with an appropriate level of engagement with management. While there were no specific areas identified in the review where significant improvement is required, continued focus on key issues with open and transparent dialogue continue to be recognised as key drivers of the Board's effectiveness.

### Audit, risk and internal control

#### Internal control and risk management

The Board has overall responsibility for overseeing RELX's systems of risk management and internal control and for monitoring the processes for identifying, assessing and managing the principal and emerging risks faced by the Company. These systems are designed to manage and mitigate, rather than totally eliminate, risks to the business. Accordingly, they can provide reasonable, but not absolute, assurance against material misstatement or loss. These processes were in place throughout the year ended 31 December 2024, and up to the date of approval of the 2024 Annual Report. Further details of RELX's risk management systems and the principal and emerging risks facing the Company, together with our mitigation strategies are set out on pages 74 to 78 of this Report.

Risk management and control procedures are embedded into the operations of the business and include the monitoring of progress in areas for improvement that come to management and Board attention.

To provide reasonable assurance against material inaccuracies or loss, and of the effectiveness of the systems of internal control and risk management, RELX has adopted the three lines of defence assurance model as set out below.

#### 1st line of defence

RELX business areas maintain systems of internal control which are appropriate to the nature and scale of their activities and address significant strategic, operational, financial, legal and compliance risks that they face



#### 2nd line of defence

Central functions that are responsible for 1) designing policies, 2) introducing and sharing best practice, 3) monitoring and evaluating compliance with RELX policies and relevant legislation and regulation and appropriate remediation



### 3rd line of defence

Internal audit provides independent assurance on the effectiveness of the 1st and 2nd lines of defence



#### The Board and Audit Committee

Note: In addition to RELX's internal controls, RELX is also audited externally. The report of the external auditor has been included from page 132.

RELX operates authorisation and approval processes throughout its operations. Access controls exist where processes have been automated to ensure the security of data. Management information systems have been developed to identify risks and enable the assessment of the effectiveness of internal control systems.

With the close involvement of operating management and central functions, the risk management and control procedures aim to ensure that RELX is managing its business risks effectively and in a coordinated manner across the business areas with clarity on the respective responsibilities and interdependencies. Litigation, and other legal and regulatory matters, are managed by legal functions within the business areas.

The Audit Committee has responsibility for monitoring RELX's risk management and internal control procedures and reports to the Board, as appropriate. The Audit Committee receives periodic updates from RELX's Chief Compliance Officer on alleged and substantiated violations of the Code of Ethics and Business Conduct, and related training, monitoring and communications programmes. Such updates covered the volume, type and circumstances surrounding substantiated violations, subsequent actions and lessons learnt.

#### **US** certificates

System of Internal Control

As required by Section 302 of the US Sarbanes-Oxley Act 2002 and by related rules issued by the US Securities and Exchange Commission (the Commission), the Chief Executive Officer and Chief Financial Officer of the Company certify in the 2024 Annual Report on Form 20-F to be filed with the Commission that they are responsible for establishing and maintaining disclosure controls and procedures and that they have:

- designed such disclosure controls and procedures to ensure that material information relating to RELX is made known
- evaluated the effectiveness of RELX's disclosure controls and procedures
- based on their evaluation, disclosed to the Audit Committee and the external auditors, all significant deficiencies in the design or operation of disclosure controls and procedures and any frauds, whether or not material, that involve management or other employees who have a significant role in RELX's internal controls
- presented in the 2024 Annual Report on Form 20-F their conclusions about the effectiveness of the disclosure controls and procedures
- designed internal controls over financial reporting, or caused such internal control over financial reporting to be designed under their supervision, to provide reasonable assurance regarding the reliability of financial reporting

A Disclosure Committee, comprising the Company Secretary and other senior managers, provides assurance to the Chief Executive Officer and Chief Financial Officer regarding their Section 302 certifications.

Section 404 of the US Sarbanes-Oxley Act 2002 requires the Chief Executive Officer and Chief Financial Officer of the Company to certify in the 2024 Annual Report on Form 20-F that they are responsible for maintaining adequate internal control structures and procedures for financial reporting and to conduct an assessment of their effectiveness. The conclusions of the assessment of internal control structures and financial reporting procedures, which are unqualified, are presented in the 2024 Annual Report on Form 20-F.

# Report of the Nominations Committee

This report has been prepared by the Nominations Committee and has been approved by the Board.

### Membership

The Nominations Committee comprises independent Non-Executive Directors (NEDs) and the Chair of the Board.

The Directors who served on the Committee during the year were:

- Paul Walker (Chair of the Committee)
- Robert MacLeod
- Marike van Lier Lels (until 25 April 2024)
- Suzanne Wood

### Role of the Nominations Committee

The role and responsibilities of the Nominations Committee are set out in written Terms of Reference which are available on the Company's website at pww.relx.com.

The principal purpose of the Committee is to assist the Board by leading the process for appointments to Board roles and overseeing a diverse pipeline for succession. The Committee's main responsibilities are:

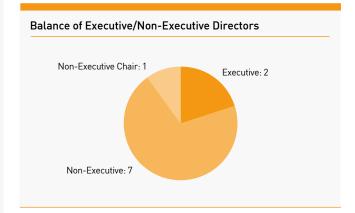
- Reviewing the size and composition of the Board, ensuring that it comprises the appropriate balance of skills, experience, knowledge and diversity
- Reviewing the external commitments of the Directors to ensure that they each have sufficient time to effectively discharge their duties to RELX
- Ensuring plans are in place for orderly Board and senior management succession and to oversee a diverse pipeline for such succession
- Overseeing the recruitment of new Directors and recommending candidates to the Board
- To make recommendations to the Board in relation to the re-appointment of any NED at the conclusion of his/her specified term of office and the election or re-election of Directors following a review of the performance of individual Directors from the Board evaluation process
- Reviewing the Board and RELX Inclusion and Diversity Policies, to ensure they continue to be effective and fit for purpose
- Making recommendations to the Board about the authorisation of Directors' conflicts of interest, including any terms to be imposed in relation to a Director's conflict of interest

#### Activities of the Committee during the year

The Committee met four times in 2024. The activities of the Committee during the year included:

- Reviewing the size, composition and balance of the Board and the membership of its Committees
- Succession planning for a new NED
- Ongoing succession planning for Board and senior management roles
- Monitoring the Directors' actual and potential conflicts of interest
- Recommending to the Board the suitability of Directors' external director appointments
- Recommending to the Board that each current Director be put forward for re-election at the Company's AGM, other than Robert MacLeod, who, having served as a Director since 2016, will be retiring from the Board following the conclusion of the Company's AGM to be held in April 2025
- Reviewing the Committee's Terms of Reference and determining that they continue to be fit for purpose and effective
- Recommending to the Board the inclusion of this report in the 2024 Annual Report

### Board composition as at 31 December 2024





#### Board and Committee composition

The Nominations Committee is responsible for keeping the size and composition of the Board and the membership of its Committees under review, to ensure that each has an appropriate balance of skills, knowledge and experience to effectively discharge its respective duties. The Committee considers the competencies required both now and in the future to support the Company's purpose, strategy, values and culture. The Committee also seeks to maintain a diverse pipeline for senior leadership succession.

The Board collectively has a diverse range of relevant skills and experience which includes:

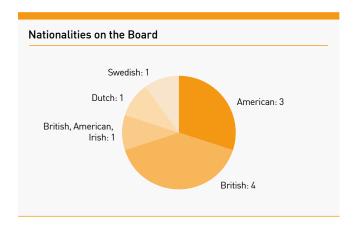
- Strategy and governance
- Expertise in finance and technology
- Operational experience in RELX's product markets
- Executive and non-executive Board and leadership experience in large, international listed groups
- Audit, risk and regulatory expertise
- Workforce relations management and engagement
- Executive remuneration

Biographical information for each of the Directors is on pages 82 to 83. Further information about the skills and experience of the Directors standing for election and re-election at the 2025 AGM is in the Notice of Meeting available at www.relx.com.

#### Inclusion and Diversity (I&D)

RELX's Board I&D Policy aims to promote a working environment that is respectful and inclusive of individuals and their contributions, regardless of gender, ethnic origin, disability, nationality, age, sexual orientation or any other individual characteristic. The Board recognises the benefits that diversity brings to the effectiveness of Board and Committee discussions and the quality of decision-making, through the incorporation of different perspectives and ideas. The Nominations Committee monitors the composition of the Board and membership of its Committees with a view to ensuring that each has the appropriate balance of skills and expertise.

The Committee also oversees the Director recruitment process on behalf of the Board.



Consistent with the recommendations of the FCA set out in LR 6.6.6(R)(9), as at 31 December 2024:

- the Board comprises 40% women
- the role of Senior Independent Director is held by a woman
- at least one Board member is from a minority ethnic background

The Nominations Committee reviews and recommends to the Board both the Board and Group I&D Policies. The Group I&D Policy is aligned with the Board I&D Policy and aims to promote a positive working environment that is inclusive, fair and equitable. It prohibits discrimination and requires that RELX recruits, trains, develops, promotes, and provides conditions of employment without regard to race, colour, creed, religion, national origin, gender, gender identity or expression, sexual orientation, marital status, age, disability, or any other characteristic protected by law. RELX relies on the contributions of individuals with a collectively broad range of experience, skills and ideas to consistently deliver on its strategic priorities and provide real innovation for customers around the world. The Company is committed to an ongoing review of policies and practices in the areas of recruitment, talent development, promotion and reward to ensure that opportunities across our business areas are fair and equitable.

During the year, RELX has continued to implement its inclusion strategy to advance progress towards its 2020 to 2025 inclusion goals. This covers all aspects of inclusion and aims to translate the Group I&D Policy into tangible and measurable actions. Workforce policies and practices are regularly reviewed to ensure RELX is delivering on its inclusion goals and effectively monitoring available data.

	Number of	ncteristics as at 31 December of Percentage of the	No. of senior	No. in executive	Percentage of
	Board members	Board	positions on the Board	management	executive
			(CEO, CFO, SID, Chair)		management
Ethnic background					
White	8	80%	3	7	70%
Asian	1	10%	-	1	10%
Black	-	-	-	-	-
Mixed/multiple ethnicity	_	-	_	-	-
Other	-	-	-	1	10%
Not specified/prefer not to say	1	10%	1	1	10%
Gender identity or sex					
Men	6	60%	3	7	70%
Women	4	40%	1	3	30%
Not specified/prefer not to say	_	-	-	-	-

Across our business areas, we are committed to providing regular best practice and awareness training in areas such as inclusive leadership and unconscious bias and we promote and encourage inclusive networking groups and sponsorship and mentoring programmes. Details of the strategy and progress towards fulfilling our I&D initiatives is set out in our Corporate Responsibility Report on pages 50 to 52.

Data for the diversity characteristics table on page 100 was drawn from HR information where consents are in place to use the data on an anonymised basis and through a survey with categories aligned to those set out in the LRs.

#### **Board and Committee succession**

When reviewing the composition of the Board and its Committees, the Nominations Committee considers, among other things, the length of tenure of each Director and the need for, and benefits of, membership being regularly refreshed. The Committee is cognisant of the skills and experience required for effective leadership and oversight of RELX's strategy and success in the long term, as well as the Board I&D Policy and the UK Listing Rules I&D related recommendations. All appointments to the RELX Board, and each of its Committees, are based primarily on merit and the suitability of an individual for any given role.

Board succession planning and refreshment was a regular agenda item at the Committee's meetings during 2024.

#### **Director appointment process**

A rigorous search and selection process is followed for each new Director, starting with the preparation of a search specification, based on the Committee's assessment of the skills, capabilities and experience required on the Board at the time. An executive search firm is engaged to support the search. A long-list of potentially suitable individuals is initially reviewed. From this, a short-list of potentially suitable individuals is considered in detail by the Committee and preferred candidates are invited to meet with Board members, including the Chair and Chief Executive Officer, together with the Chief Legal Officer and Company Secretary. Following feedback from these sessions, the Nominations Committee makes its recommendations to the Board. The Board then has a further opportunity to review and discuss the recommendations, and subsequently approves the proposed appointment.

The Board may appoint Directors (subject to a maximum upper limit) to fill a vacancy at any time, although any Director so appointed shall only hold office until the following AGM of the Company, at which his or her election shall be voted upon by shareholders. Directors are then required to seek re-election by shareholders at each subsequent AGM of the Company. As a general rule, letters of appointment for NEDs provide that, subject to annual re-election by shareholders, individuals will serve for an initial period of three years, and are typically expected to be available to serve for a second three-year period. If invited to do so, they may also serve for a third three-year period. The notice period applicable to the NEDs is one month.

RELX's Non-Executive Letter of Appointment sets out the time commitment required by the Company from its Non-Executive Directors.

#### Executive and management succession

The Board is committed to recognising and nurturing talent across RELX and overseeing the development of a strong talent pipeline to senior leadership and executive roles. The Committee received detailed updates during the year from the Chief Executive Officer regarding succession plans for senior management roles. The Committee is satisfied that appropriate succession planning arrangements were in place during the year to facilitate appropriate and effective succession across senior management roles, supported by a strong pipeline of candidates.

#### Conflicts of interest

The Directors have a statutory duty to avoid situations in which they have, or could have, a direct or indirect interest that conflicts with the interests of the Company and, if potential for such a conflict arises, must make such situations known to the Board. In accordance with its terms of reference, the Nominations Committee considers the circumstances of any such actual or potential conflicts of interest and makes a recommendation to the Board as to whether to authorise the conflict, as permitted under the Company's Articles. The Committee may recommend that the Board imposes certain limits or conditions in respect of the conflict. There is a procedure in place for Directors to disclose any potential conflict to the Board and each Director is required to review and confirm their actual and potential conflicts annually. During the year, the Committee conducted a formal review of the conflict of interest authorisations granted by the Board to each individual Director.

#### Committee evaluation

The evaluation of the Committee determined that it was well governed and effective in carrying out its role in accordance with its Terms of Reference. Details of the Board and Committee evaluation process are on page 97.

# **Directors' Remuneration Report**

The Directors' Remuneration Report has been prepared by the Remuneration Committee (the Committee) in accordance with the UK Corporate Governance Code, the UK Listing Rules and Schedule 8 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, as amended (the UK Regulations). The Report was approved by the Board.

I am pleased to present the Remuneration Report for the year ended 31 December 2024.

As you will have seen earlier in the annual report, the Company delivered strong revenue and profit growth in 2024, driven by the ongoing shift in business mix towards higher growth analytics and decision tools that deliver enhanced value to our customers across market segments. We develop and deploy these tools across the company by leveraging deep customer understanding to combine leading content and data sets with powerful artificial intelligence and other technologies. This has been a key driver of the evolution of our business for well over a decade, and will remain a key driver of customer value and growth in our business for many years to come.

Underlying revenue growth was 7%, underlying adjusted operating profit growth was 10% and at constant currency, adjusted EPS growth was 9%. We are proposing an increase in the full-year dividend of 7%. Our Total Shareholder Return outperformed the FTSE 100 over the last three, five and ten year periods as shown on page 112.

The purpose of RELX is to benefit society by developing products that help researchers advance scientific knowledge; doctors and nurses improve the lives of patients; lawyers promote the rule of law and achieve justice and fair results for their clients; businesses and governments prevent fraud; consumers access financial services and get fair prices on insurance; and customers learn about markets and complete transactions. Our purpose guides our actions beyond the products that we develop. It defines us as a company. Every day across RELX our employees are inspired to undertake initiatives that make unique contributions to society and the communities in which we operate. We see what we do as a company as being an integral part of our commitment to corporate responsibility. We have set sustainability objectives which reflect our focus on our unique contributions to society. New environment targets were set for 2030 (see page 61) and we are continuing to reduce our environmental impact to meet these targets. Our performance was again recognised by external rating agencies: RELX has an AAA Corporate Responsibility rating with MSCI which it has held for nine consecutive years and was ranked second in our sector by Sustainalytics, and was included in the S&P Global Sustainability Yearbook. More information can be found on pages 35 to 65.

#### Remuneration policy and implementation

The current policy was approved by shareholders at the 20 April 2023 Annual General Meeting (AGM) and is set out on pages 116 to 122 of this report. The first awards under the policy were granted in the first quarter of 2024. The level of vesting for threshold performance in the LTIP was reduced from 25% of the maximum opportunity to 20% and incentives are subject to broader malus and clawback provisions.

Shareholders will be invited to vote (by way of an advisory vote) on the 2024 Annual Remuneration Report at the 2025 AGM.

Our strategic priority is the organic development of increasingly sophisticated information-based analytics and decision tools that deliver enhanced value to professional and business customers. We supplement this organic growth with selective acquisitions of targeted data sets and analytics. When combined with our strategy of driving continuous process innovation to manage cost growth below revenue growth, the result is continued strong earnings growth with improving returns.

The performance measures in the incentive plans align with the strategy and the financial key performance indicators on page 6 of the annual report, by focusing on sustained earnings growth, return on invested capital and shareholder returns in the LTIP. The AIP is based on revenue, profit, cash flow and sustainability metrics and focuses on annual objectives and milestones and creates a platform for sustainable future performance.

The performance measures are based on adjusted figures as they provide relevant information in assessing the Company's performance, position and cash flows and we believe they track the core operational performance of RELX and how it contributes to shareholder value creation. The Annual Report includes a reconciliation of adjusted measures to IFRS measures.

#### 2024 outcomes

RELX delivered strong organic revenue and adjusted operating profit growth rates. These results drove an AIP payout of 80% of the maximum. Details of our targets and achievements for the year are shown on pages 105 and 106.

Financial and share price performance was very strong over the past three years, with TSR outperforming our UK, US and European peer groups. As a result, the LTIP payout is 97% of the maximum. Details of our targets and achievements are shown on page 107.

In determining the level of payout under the annual and the multi-year incentives, the Committee took into account RELX's overall business performance and value created for shareholders and other relevant factors and determined that the outcomes were fair and appropriate and applied no discretion to the payouts.

#### Broader employee considerations

The Board reviews information on employee metrics and updates on employee related matters, as well as outcomes of employee surveys conducted during the year. Marike van Lier Lels stepped down from the Board at the 2024 AGM and our new designated Non-Executive Director responsible for workforce engagement, Bianca Tetteroo, met with employee groups during 2024 and reported back to the Board. Further information on the workforce engagement process is provided in the Governance section on page 94. The Committee also reviews annual salary increase guidelines globally.

When determining the remuneration for Executive Directors and Senior Executives, the Committee considers business and individual performance as well as other factors including broader employee reward.

The Committee is satisfied that the overall remuneration for Executive Directors is appropriate and fair having considered external and internal relativities

The Committee is satisfied that the incentive schemes drive the desired behaviours to support the Company's purpose, values and strategy.

#### Implementation of the Remuneration Policy in 2025

The Committee has approved 2025 salary increases for the Executive Directors of 2.5%.

Further details regarding the implementation of the policy in 2025 can be found on page 114.

This will be my last Directors' Remuneration Report as I will be stepping down from the Board after the AGM. I will be succeeded by Alistair Cox who has served on the Committee for two years. It has been a great pleasure to work alongside my fellow committee members, and to serve as a member and then Chair of the Committee.

#### Robert MacLeod

Chair, Remuneration Committee

### **Annual Remuneration Report**

#### Single Total Figure of Remuneration - Executive Directors (audited)

				Annualincentive						
GBP'000		Salary	Benefits <sup>(1)</sup>	Cash	Deferred Shares <sup>[2]</sup>	Share based awards <sup>(3)</sup>	Pension <sup>[4]</sup>	Total	Total fixed remuneration <sup>[5]</sup>	Total variable remuneration <sup>[5]</sup>
Erik Engstrom	2024	1,413	94	1,125	1,125	9,607	155	13,521	1,663	11,858
	2023	1,379	82	1,198	1,198	10,980	152	14,989	1,613	13,377
Nick Luff	2024	832	15	663	663	4,715	92	6,979	939	6,040
	2023	812	15	706	706	5,388	89	7,715	916	6,800

- [1] Benefits are typically comprised of a car allowance, private medical/dental insurance and the cost of tax return preparation.
- [2] 50% of the AIP is paid in shares deferred for three years. Dividend equivalents accrue on these shares.
- (3) The 2024 figures reflect the vesting of the 2022–2024 cycle of the LTIP. As the LTIP vests after the approval date of this Report, the average share price for the last quarter of 2024 has been used to arrive at an estimated figure in respect of these awards, in line with the methodology prescribed by the UK Regulations.

The estimated figures for 2023 disclosed in last year's Report have been restated to reflect the actual amount of the 2021-2023 cycle of the LTIP vested and the actual share price, which increased the 2023 disclosed figure by £1.4m for the CEO and by £0.7m for the CFO. The vesting percentage was determined on 16 February 2024 and was in line with the one disclosed on page 133 of the 2023 Remuneration Report.

For Erik Engstrom, the amount that directly reflects share price appreciation is £4.7m for 2023 and £3.5m for 2024. For Nick Luff, these numbers are £2.3m for 2023 and £1.7m for 2024.

The awards are due to vest in February 2025 and the 2024 figures will be restated in next year's report to reflect actual values at vesting.

- (4) Erik Engstrom and Nick Luff received cash in lieu of pension of 11% of base salary.
- (5) Total fixed remuneration includes base salary, benefits and pension. Total variable remuneration includes annual incentive and share based awards.

Some figures and subtotals add up to different amounts than the totals due to rounding.

The total remuneration for Directors is set out in note 25 to the consolidated financial statements.

 $The AIP and \ LTIP \ performance \ measures \ and \ targets \ are \ shown \ on \ the \ following \ pages.$ 

#### 2024 Annual Incentive

Set out below is a summary of performance against each financial and non-financial measure and the resulting payout for 2024:

	Relative	Relative Financial targets [1]				A = 6 : = - = - 4	D	Pavout %
Performance measure	weighting % at target	Threshold	Target	Maximum	 Achievement	Achievement % vs target	Payout % vs target	of max (2)
Revenue	30%	8,868	9,434	9,906	9,434	100.0%	100.0%	66.7%
Adjusted net profit after tax	30%	2,061	2,193	2,302	2,241	102.2%	122.0%	81.3%
Cash flow	30%	2,806	2,985	3,134	3,101	103.9%	139.0%	92.7%
Financial measures	90%						120.3%	80.2%
					e non-financia hose is set out			
Non-financial measures	10%	page.					97.5%	65.0%
Total	100%			•••••••	••••	•	118.0%	79.7%

<sup>[1]</sup> Targets are set on an underlying basis for revenue and on a constant currency basis for adjusted net profit, and reflect targeted growth, with cash flow based on the targeted cash conversion. Target amounts presented in sterling reflect actual movements in exchange rates relative to their equivalent constant currency amounts.

As highlighted earlier, underlying revenue growth was 7%. Underlying adjusted operating profit growth was 10 % and at constant currency, adjusted EPS growth was 9%. Some figures add up to different amounts than the totals due to rounding.

50% of the AIP will be paid in cash in Q1 2025 and the remainder is paid in Deferred Shares which will be released in Q1 2028. The release of Deferred Shares is not subject to any further performance conditions but is subject to malus and clawback.

<sup>(2)</sup> The maximum for each measure is 150% of on target. The overall maximum is 200% of salary.

#### Non-financial measures

Non-financial measures represent 10% of the AIP. Of this component, achievements and payouts are outlined below.

The targets for 2024 were focused on sustainability metrics and are consistent with our glidepath to achieving the 2030 targets.

Payout for carbon reduction and for paper usage and waste was capped at 95% of target in the year in recognition of the changes in office work patterns and business travel.

More information can be found on pages 60 to 73.

Non-financial measures	Relative weighting	Target	Achievement	Payout % of target	Payout % of max
Carbon reduction	25%	<ul> <li>Reduce Scope 1 (direct) and Scope 2 (location-based) carbon emissions by 28% against a 2018 baseline.</li> <li>Reduce energy and fuel consumption by 24% against a 2018 baseline.</li> </ul>	<ul> <li>Carbon emissions reduced by 61%.</li> <li>Energy and fuel consumption reduced by 53%.</li> </ul>	95%	63.3%
Paper usage and waste	25%	<ul> <li>Decrease total waste sent to landfill from reporting locations by 40% against a 2018 baseline.</li> <li>100% of RELX production papers, graded in PREPS, to be rated as 'known and responsible sources' or certified FSC or PEFC.</li> </ul>	<ul> <li>Total waste sent to landfill reduced by 95%.</li> <li>100% of RELX production papers graded in PREPS, rated as 'known and responsible sources' or certified FSC or PEFC.</li> </ul>	95%	63.3%
Socially responsible suppliers	25%	<ul> <li>Increase the number of suppliers as Code signatories to 5,500.</li> <li>Increase the number of independent external audits of suppliers to 125.</li> </ul>	<ul> <li>Suppliers Code signatories increased to 6,056.</li> <li>137 audits of suppliers completed.</li> </ul>	100%	66.7%
Universal access to information	25%	<ul> <li>Increase the content on the free RELX SDG Resource Centre by 500 new content items.</li> <li>Increase the number of users of SDG Resource centre by 15% over 2023.</li> </ul>	<ul> <li>Content on the free RELXSDG Resource Centres increased by 973.</li> <li>Number of users of SDG Resource centre increased by 38%.</li> </ul>	100%	66.7%
Total	100%			97.5%	65.0%

#### 2022-2024 LTIP

Set out below is a summary of performance against each measure of the LTIP cycle 1 January 2022-31 December 2024.

The targets remained unchanged from when these were set at the beginning of 2022. As noted in the Chair letter, financial performance was very strong and significant value was generated for shareholders through share price appreciation and dividends over the performance period. RELX's TSR outperformed the UK, US and European peer groups over the period. The payout is 97% of maximum.

Performance measure	Weighting	Performance range vesting levels set at g		Achievement against the performance range	Resulting vesting percentage	
TSR over the three-year performance period	20%	below median median upper quartile	0% 25% 100%	UK group: upper quartile; European group: upper quartile; US group: upper quartile	100%	
Average growth in adjusted EPS over the three-year performance period (2)	40%	below 5% p.a. 5% p.a. 6% p.a. 7% p.a. 8% p.a. 9% p.a. 10% p.a.	0% 25% 50% 65% 75% 85% 92.5%	10%	92.5%	
ROIC in the third year of the performance period <sup>[2]</sup>	40%	below 11.0% 11.0% 11.5% 12.0% 12.5% 13.0% 13.5% 14.0% and above	0% 25% 50% 65% 75% 85% 92.5% 100%	Above 14%	100%	
Total vesting percentage:		•			97.0%	

<sup>(1)</sup> Calculated on a straight-line basis for performance between the points.

The performance measures used in incentive plans are based on adjusted figures as they provide relevant information in assessing the Company's performance, position and cash flows and we believe they track the core operational performance of RELX and how it contributes to shareholder value creation. The Annual Report includes a reconciliation of adjusted measures to IFRS measures.

<sup>[2]</sup> Growth in adjusted EPS at constant currency and ROIC are calculated as set out in the Chief Financial Officer's report and note 10 to the consolidated financial statements, with adjustments made to remove the effect on ROIC of changes in exchange rates, pension deficits and accounting standards over the three-year performance period.

Single Total Figure of Remuneration - I	Non-Executive Directors (aud	ited)				
		Total fee			Total	
GBP	2023	2024	2023	2024	2023	2024
Paul Walker	650,000	725,000	879	1,017	650,879	726,017
Alistair Cox [2]	88,776	152,000			88,776	152,000
June Felix	125,000	161,000			125,000	161,000
Charlotte Hogg	112,000	127,000			112,000	127,000
Marike van Lier Lels	122,000	44,599	840	840	122,840	45,439
Robert MacLeod [3]	130,670	157,000			130,670	157,000
Andrew Sukawaty	121,000	140,500			121,000	140,500
Bianca Tetteroo <sup>[4]</sup>	N/A	61,250			N/A	61,250
Suzanne Wood (5)	165,744	210,500			165,744	210,500

- [1] Benefits comprise the notional benefit of tax filing support provided to Non-Executive Directors for filings outside their home country resulting from their directorships with RELX. The incremental assessable benefit charge per tax return for 2024 was £840 (unchanged from 2023) for a UK tax return. Paul Walker's benefits relate to private medical insurance. Further, the Company meets all reasonable travel, subsistence, accommodation and other expenses, including any tax where such expenses are deemed taxable, incurred by the Non-Executive Directors and the Chair in the course of performing their duties.
- (2) Appointed to the Board at the AGM on 20 April 2023.
- [3] Appointed Chair of the Remuneration Committee from the AGM on 20 April 2023.
- (4) Appointed to the Board on 1 July 2024.
- (5) Appointed Senior Independent Director and became a member of the Nomination Committee from the AGM on 20 April 2023.

 $The total \, remuneration \, for \, Directors \, is \, set \, out \, in \, note \, 25 \, to \, the \, consolidated \, financial \, statements.$ 

#### Non-Executive Directors' fees

The fees in the Single Total Figure table for Non-Executive Directors reflect the following fees in 2024:

GBP	Annual fee 2024	Annual fee 2025
Chair	725,000	725,000
Non-Executive Directors	97,500	97,500
Senior Independent Director	40,000	40,000
Chair of:		
– Audit Committee	40,000	40,000
– Remuneration Committee	40,000	40,000
Workforce engagement fee	25,000	25,000
Committee membership fee:		
– Audit Committee	25,000	25,000
– Remuneration Committee	25,000	25,000
- Nominations Committee	15,000	15,000

In addition, an intercontinental travel fee of £4,500 was payable to any Non-Executive Director (excluding the Chair) in respect of each transatlantic journey made in order to attend a RELX Board or Committee meeting during 2024.

Fees may be reviewed annually, although in practice they have changed on a less frequent basis.

#### Statement of Directors' shareholdings and other share interests (audited)

#### Shareholding requirement

The Committee believes that a closer alignment of interests can be created between senior management and shareholders if executives build and maintain a significant personal stake in RELX. The shareholding requirements applicable to the Executive Directors are set out in the table below. Shares that count for this purpose are (i) any type of RELX security of which the Director, their spouse, civil partner or dependent child has beneficial ownership of and (ii) AIP deferred shares which are within their three-year deferral period, on a notional net (after tax) basis. There has been no change to the interests reported below between 31 December 2024 and the date of this Report.

Meeting the shareholding requirement is both a vesting condition for LTIP awards granted and a requirement to maintain eligibility for future LTIP awards. On termination of employment, Executive Directors are to maintain their full shareholding requirement (or, if lower, their actual level of shareholding at the time of leaving) for two years after leaving employment.

On 31 December 2024, the Executive Directors' shareholdings were as follows:

	Shareholding requirement (% of 2024 annual base salary)	Shareholding as at 31 December 2024 [% of 2024 annual base salary] [11]
Erik Engstrom	450%	3185%
Nick Luff	300%	1419%

[1] Includes AIP deferred shares which are within their three-year deferral period, on a notional net (after tax) basis (66,882 for Erik Engstrom and 39,384 for Nick Luff). For disclosure purposes, any PLC ADRs held are included as ordinary shares.

#### Share interests (number of RELX ordinary shares held)

	1 January 2024	31 December 2024
Erik Engstrom	1,174,668	1,175,520
Nick Luff	280,365	286,267
Paul Walker	16,000	16,000
AlistairCox	1,540	3,170
June Felix	6,100	7,500
Charlotte Hogg	4,750	4,750
Marike van Lier Lels [2]	11,718	N/A
Robert MacLeod	6,950	6,950
Andrew Sukawaty	30,000	30,000
Bianca Tetteroo [3]	N/A	0
Suzanne Wood	5,100	5,100

<sup>(1)</sup> Number excludes AIP deferred shares which are within their three-year deferral period. If these were included on a notional net (after tax) basis, the totals at 31 December 2024 would be 1.242, 402 for Frik Fnostrom and 325, 651 for Nick Luff.

#### Scheme interests awarded during the financial year (audited)

LTIP - PERFORMAN	NCE SHARE AWARDS						
	Basis on which award is made	Face value of award at grant <sup>(1)</sup>	Percentage of maximum vesting for threshold performance	End of performance period			
Erik Engstrom 450% of salary £6,203,275			If each measure pays out at threshold, 31 December 2026				
Nick Luff	375% of salary	£3,044,076	the overall payout is 20%				
AIP - DEFERRED S	HARES						
Erik Engstrom	1/2 of 2023 AIP payout	£1,198,457	N/A. The release of AIP deferred shares	s in Q1 2027 is not subject to any			
Nick Luff	1/2 of 2023 AIP payout	£705,745	further performance conditions, but is	subject to malus and clawback.			

<sup>[1]</sup> The face value of the LTIP awards and AIP deferred shares granted in February 2024 was calculated using the middle market quotation of a PLC ordinary share (£34.02). This share price was used to determine the number of awards granted.

 $The LTIP awards \ granted \ in \ 2024 \ are \ based \ on \ ROIC, EPS \ and \ TSR \ weighted \ 40\%: 40\%: 20\% \ respectively \ and \ assessed \ independently.$   $The \ targets \ and \ vesting \ scales \ applicable \ to \ these \ awards \ are \ set \ out \ on \ page \ 140 \ of \ the \ 2023 \ Remuneration \ Report.$ 

<sup>(2)</sup> Retired from the Board at the AGM on 25 April 2024.

<sup>(3)</sup> Appointed to the Board on 1 July 2024.

#### Multi-year incentive interests (audited)

The tables below and on the next page set out unvested LTIP share awards, AIP deferred shares and vested but unexercised options held by the Executive Directors, including details of awards granted, vested and options exercised during the year.

All outstanding LTIP share awards are subject to performance conditions.

Between 31 December 2024 and the date of this Report, there have been no changes in the share awards or options held by the Executive Directors.

# **Erik Engstrom**

LTIPSHARES		No. of	No. of		No. of		No. of		
		unvested	shares	Market	shares	Market	unvested		
		shares	awarded	price per	vested	price per	shares	End of	
	Year of	held on	during	share at	during	share at	held on	performance	Date of
	grant	1 Jan 2024	2024	award	2024	vesting	31 Dec 2024	period	vesting
	2024		182,342	£34.020			182,342	Dec 2026	Feb 2027
	2023	242,857		£24.920			242,857	Dec 2025	Feb 2026
	2022	259,819		£22.725			259,819	Dec 2024	Feb 2025
	2021	308,702		£18.660	308,702	£34.020			
Total	•	811,378	182,342	•	308,702		685,018		
DEFERRED			No. of		No. of				
SHARES <sup>(1)</sup>		No. of	shares	Market	shares	Market	No. of		
	V (	shares	awarded	price per	released	price per	shares		D
	Year of grant	held on 1 Jan 2024	during 2024	share at award	during 2024	share at release	held on 31 Dec 2024		Date of release
		1 3411 2024			2024	Telease			
	2024		35,228	£34.020			35,228		Feb 2027
	2023	41,054		£24.920			41,054		Feb 2026
	2022	49,912		£22.725			49,912		Feb 2025
	2021	29,498		£18.660	29,498	£34.020			
Total	•	120,464	35,228		29,498		126,194	•	

 $\textbf{[1]} \quad \mathsf{Part} \, \mathsf{of} \, \mathsf{the} \, \mathsf{AIP} \, \mathsf{is} \, \mathsf{paid} \, \mathsf{in} \, \mathsf{deferred} \, \mathsf{shares} \, \mathsf{released} \, \mathsf{after} \, \mathsf{three} \, \mathsf{years}. \, \mathsf{The} \, \mathsf{amount} \, \mathsf{at} \, \mathsf{grant} \, \mathsf{was} \, \mathsf{already} \, \mathsf{included} \, \mathsf{in} \, \mathsf{the} \, \mathsf{AIP} \, \mathsf{in} \, \mathsf{the} \, \mathsf{single} \, \mathsf{figure} \, \mathsf{table} \, \mathsf{of} \, \mathsf{the} \, \mathsf{relevant} \, \mathsf{year}.$ 

OPTIONS		No. of	No. of options	Option	No. of options	Market	No. of	
		options	granted	price on	exercised	price per	options	Options
	Year of grant	held on 1 Jan 2024	during 2024	date of grant	during 2024	share at exercise	held on 31 Dec 2024	exercisable until
	2017	85,356		£14.945			85,356	27 Feb 27
		90,116		€16.723			90,116	27 Feb 27
	2016	101,421		£12.550	101,421	£33.491		
		107,380		€15.285	107,380	€39.295		
	2015	114,584		£11.520	114,584	£33.491		
		120,886		€15.003	120,886	€39.295		
Total		619,743	-		444,271		175,472	-

# Nick Luff

LTIPSHARES		No. of	No. of		No. of		No. of		
		unvested	shares	Market	shares	Market	unvested		
	Vf	shares	awarded	price per	vested	price per	shares	End of	D-4f
	Year of grant	held on 1 Jan 2024	during 2024	share at award	during 2024	share at vesting	held on 31 Dec 2024	performance period	Date of vesting
	2024		89,479	£34.020			89,479	Dec 2026	Feb 2027
	2023	119,175		£24.920			119,175	Dec 2025	Feb 2026
	2022	127,499		£22.725			127,499	Dec 2024	Feb 2025
	2021	151,487		£18.660	151,487	£34.020			
Total		398,161	89,479	-	151,487		336,153		
DEFERRED			No. of		No. of				
SHARES <sup>(1)</sup>		No. of shares	shares awarded	Market price per	shares released	Market price per	No. of shares		
	Year of grant	held on 1 Jan 2024	during 2024	share at award	during 2024	share at release	held on 31 Dec 2024		Date of release
	2024		20,745	£34.020			20,745		Feb 2027
	2023	24,175		£24.920			24,175		Feb 2026
	2022	29,391		£22.725			29,391		Feb 2025
	2021	17,370		£18.660	17,370	£34.020			
Total		70,936	20,745		17,370		74,311		

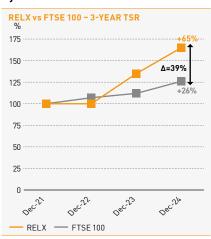
 $\textbf{[1]} \quad \textbf{Part of the AIP is paid in deferred shares released after three years. The amount at grant was already included in the AIP in the single figure table of the relevant year.}$ 

OPTIONS			No. of		No. of			
		No. of	options	Option	options	Market	No. of	
		options	granted	price on	exercised	price per	options	Options
	Year of	held on	during	date of	during	share at	held on	exercisable
	grant	1 Jan 2024	2024	grant	2024	exercise	31 Dec 2024	until
	2017	40,210		£14.945			40,210	27 Feb 27
		42,452		€16.723			42,452	27 Feb 27
	2016	47,778		£12.550			47,778	15 Mar 26
		50,586		€15.285			50,586	15 Mar 26
	2015	53,979		£11.520	53,979	£33.750		
		56,948		€15.003	56,948	€39.372		
Total		291,953	•		110,927		181,026	

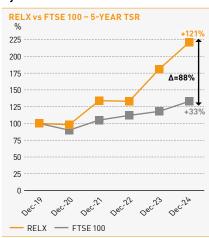
#### Performance graphs

The graphs below show total shareholder returns for RELX calculated on the basis of the average share price in the 30 trading days before the respective year end and assuming dividends were reinvested. RELX's performance is compared with the FTSE 100. The three-year chart covers the performance period of the 2022-2024 cycle of the LTIP.

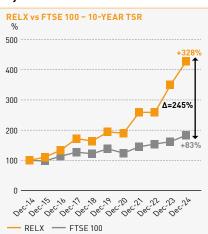
#### 3 years



#### 5 years



#### 10 years



### CEO historical pay table

The table below shows the historical CEO pay over a ten-year period.

GBP'000	2015	2016	2017	2018	2019	2020	2021	2022	2023	2024
Base salary	1,131	1,160	1,189	1,218	1,249	1,280	1,312	1,345	1,379	1,413
Annual incentive payout as a % of maximum	70%	68%	69%	78%	77%	65%	86%	76%	87%	80%
Multi-year incentive vesting as a % of maximum (1)	97%	97%	92%	81%	81%	6%	71%	70%	100%	97%
CEO total	11,416	11,399	8,748	9,141	9,346	3,980	9,560	8,597	14,989	13,521

<sup>(1)</sup> From 2020 onwards, amounts above reflect LTIP vesting. Prior periods also include vesting of awards under ESOS and BIP plans which were discontinued for Directors since 2017 (with the final vesting of awards under those plans occurring in 2019).

# Comparison of change in Directors' pay with change in employee pay

The UK Regulations require companies to disclose the percentage change in remuneration from 2023 to 2024 for each director compared with the employees of the listed company, excluding directors. RELX PLC has no employees and Executive Directors are the only employees of RELX Group PLC. We therefore have no data to report but have chosen to continue to report data on changes in base salary of the CEO compared with changes in base salary of a broader employee population. The salary increase for the CEO of 2.5% for 2024 was in line with the salary increase budget for the UK and the US where the majority of our employees are based.

#### **UK pay ratios**

The UK Regulations require the disclosure of the ratio of total CEO remuneration to median (P50), 25th percentile (P25) and 75th percentile (P75) UK employee total remuneration (calculated on a full-time equivalent basis). UK employees represent less than 20% of our global employee population.

Pay ratios for total remuneration are likely to vary, potentially significantly, over time, since the CEO's total remuneration each year is driven largely by performance-related pay outcomes and is affected by share price movements. We have therefore also shown the UK ratios for the salary component.

For the purposes of the ratios below, the CEO's 2024 total remuneration is the total single figure and salary as disclosed on page 104. The P25, P50 and P75 were selected from the UK employee population as at 1 October 2024. Ratios for prior years are as disclosed in the respective reports.

Total	
remuneration	

			Pay ratios		All UK em	ployees G	BP'000
Year	Method	P25	P50	P75	P25	P50	P75
2024	Α	269:1	183:1	131:1	50	74	103
2023	Α	294:1	198:1	140:1	46	69	97
2022	Α	188:1	129:1	89:1	44	64	93
2021	Α	223:1	151:1	104:1	43	64	92
2020	Α	98:1	67:1	46:1	40	59	86
2019	Α	225:1	149:1	100:1	39	58	86

Salary							
		F	Pay ratios		All UK em	ployees G	BP'000
Year	Method	P25	P50	P75	P25	P50	P75
2024	Α	32:1	23:1	17:1	44	62	83
2023	Α	33:1	24:1	17:1	42	58	80
2022	Α	34:1	25:1	18:1	39	55	76
2021	Α	35:1	25:1	18:1	38	52	74
2020	Α	35:1	25:1	18:1	37	52	72
2019	Δ	35.1	25.1	18.1	35	51	71

Slight differences compared with ratios calculated using data shown in the tables are due to rounding.

The ratios are calculated using Option A, meaning that the median, 25th and 75th percentiles were determined based on total remuneration using the single total figure valuation methodology, except for annual incentives (other than sales incentives) which are based on estimated payout as individual final payout levels are still to be finalised.

We chose Option A as we believe it is the most robust and accurate way to identify the median, 25th percentile and 75th percentile UK employee.

The Committee is satisfied that the overall picture presented by the 2024 pay ratios is consistent with the pay, reward and progression policies for the Group's UK employees.

- Salaries for all UK employees, including the Executive Directors, are set based on a wide range of factors, including market practice, scope and impact of the role and experience.
- The provision of certain benefits and the level of benefit provided vary depending on the role and level of seniority.
- Participation in annual incentive plans varies by business and reflects the culture and the nature of the business, as well as role.
- Whilst none of the comparator employees participate in the executive share plans, they do have the opportunity to receive company shares via the UK Sharesave Option Plan. A greater proportion of performance-related variable pay and share based awards applies to more senior executives, including the Executive Directors, who have a greater influence over performance outcomes.

#### Relative importance of spend on pay

The following table sets out the total employee costs for all employees, as well as the amounts paid in dividends and share repurchases.

	2023 GBPm	2024 GBPm	% change
Employee costs <sup>[1]</sup>	3,108	3,120	0%
Dividends	1,059	1,121	6%
Share repurchases	800	1,000	25%

[1] Employee costs include wages and salaries, social security costs, pensions and share based and related remuneration.

# Payments to past Directors and payments for loss of office (audited)

There have been no payments for loss of office in 2024.

#### Implementation of the remuneration policy in 2025

Salary: The Committee has awarded a salary increase of 2.5% to each Executive Director, which means that, from 1 January 2025, Erik Engstrom's salary rose to £ 1,448,298 and Nick Luff's salary to £ 852,856.

Benefits: The benefits provided to the Executive Directors are unchanged for 2025.

Annual incentive: The AIP payout at target performance is 135% of base salary and the maximum 200% of base salary, with 50% of the AIP earned deferred into shares. Revenue, adjusted net profit after tax and cash flow each have a weight of 30% and non-financial measures a weight of 10%. Details of the 2025 annual financial targets and non-financial metrics will be disclosed in the 2025 Remuneration Report.

*Pension:* Erik Engstrom and Nick Luff will receive cash in lieu of pension of 11% of their salary.

Share based awards: As in 2024, we will be granting LTIP awards with face values of 450% of salary to Erik Engstrom and 375% to Nick Luff in 2025. The awards are subject to a three-year performance period and the net (after tax) vested shares are to be retained for a further two-year holding period.

The following metrics, weightings, targets and vesting scales apply to LTIP awards granted in 2025 for the 2025–2027 cycle.

The vesting of LTIP awards is dependent on three separate performance measures: ROIC, EPS and TSR weighted 40%:40%:20% respectively and assessed independently.

The TSR measure comprises three comparators (sterling, euro and US dollar) reflecting the fact that RELX accesses equity capital markets through three exchanges – London, Amsterdam and New York – in three currency zones. RELX's TSR performance is measured separately against each comparator group and each ranking achieved will produce a payout, if any, in respect of one-third of the TSR measure. The proportion of the TSR measure that vests will be the sum of the three payouts.

The averaging period applied for TSR measurement purposes is the three months before the start of the financial year in which the award is granted and the last three months of the third financial year of the performance period.

The companies for the TSR comparator groups for the 2025–2027 LTIP cycle were selected on the following basis (substantially unchanged from prior year):

- (a) they were in a relevant market index or were the largest listed companies on the relevant exchanges at the end of the year before the start of the performance period: the FTSE 100 for the sterling group; the Euronext100 and Dax40 for the euro group; and the S&P 500 for the US dollar group;
- (b) certain companies were then excluded:
  - those with mainly domestic or single country revenues (as they do not reflect the global nature of RELX's customer base);
  - those engaged in extractive industries (as they are exposed to commodity cycles); and
  - financial services companies (as they have a different risk/reward profile).
- (c) the remaining companies were then ranked by market capitalisation and, for each comparator group, around 50 companies with market capitalisations above and below that of RELX were taken; and
- (d) relevant listed global peers operating in businesses similar to those of RELX, but not otherwise included, were added.

Vesting percentage of each third of the TSR tranche <sup>[1]</sup>	TSR ranking within the relevant TSR comparator group
0%	Below median
20%	Median
100%	Upper quartile

[1] Vesting is on a straight-line basis for performance between the minimum and maximum levels.

The calculation methodology for the EPS and ROIC measures is set out in the 2013 Notices of Annual General Meetings, which can be found on RELX's website. The targets and vesting scales applicable to the EPS and ROIC are set out below.

Vesting percentage of EPS and ROIC tranches <sup>(1)</sup>	Average growth in adjusted EPS over the three-year performance period	Average ROIC over the three-year performance period
0%	below 5% p.a.	below 11.2%
20%	5% p.a.	11.2%
50%	6% p.a.	11.8%
65%	7% p.a.	12.4%
75%	8% p.a.	13.0%
85%	9% p.a.	13.6%
92.5%	10% p.a.	14.2%
100%	11% p.a. or above	14.8% or above

<sup>(1)</sup> Vesting is on a straight-line basis for performance between the stated average adjusted EPS growth/ROIC percentages.

#### Remuneration Committee advice

The Committee consists of independent Non-Executive Directors and the Chair of RELX. Details of members and their attendance are contained in the Corporate Governance Review on page 92. The Chief Legal Officer and Company Secretary attends meetings as secretary to the Committee. At the invitation of the Chair of the Committee, the CEO attends appropriate parts of the meetings. The CEO is not in attendance during discussions about his remuneration.

The Chief Human Resources Officer advised the Committee during the year.

Willis Towers Watson is the external adviser, appointed by the Committee through a competitive process. Willis Towers Watson also provided actuarial and other human resources consultancy services to some RELX companies during the year. The Committee is satisfied that the firm's advice continues to be objective and independent, and that no conflict of interest exists. The individual consultants who work with the Committee do not provide advice to the Executive Directors or act on their behalf. Willis Towers Watson is a member of the Remuneration Consultants' Group and conducts its work in line with the UK Code of Conduct for executive remuneration consulting. During 2024, Willis Towers Watson received fees of £3,000 for advice given to the Committee, charged on a time and expense basis.

#### Shareholder voting at 2024 Annual General Meeting

At the Annual General Meeting of RELX PLC on 25 April 2024, votes cast by proxy and at the meeting in respect of the Directors' Remuneration Report were as follows:

Resolution	Votes For	% For	Votes Against	% Against	Total votes cast	Votes Withheld
Remuneration Report (advisory)	1,513,406,755	96.05%	62,241,449	3.95%	1,575,648,204	180,316

At the Annual General Meeting of RELX PLC on 20 April 2023, votes cast by proxy and at the meeting in respect of the Directors' Remuneration Policy were as follows:

Resolution	Votes For	% For	Votes Against	% Against	Total votes cast	Votes Withheld
Remuneration Policy (binding)	1,528,240,789	95.87%	65,765,933	4.13%	1,594,006,722	2,416,183

#### Robert MacLeod

Chair, Remuneration Committee 12 February 2025

### Remuneration Policy Report

Set out in this section is the Company's Remuneration Policy for Directors, as approved by shareholders at the 20 April 2023 Annual General Meeting, and which is intended to apply for three years from the 2023 AGM and to awards granted from the first quarter of 2024. The policy is as reported in the 2022 annual report.

#### Remuneration policy table - Executive Directors

#### ANNUAL BASE SALARY

#### Purpose and link to strategy

To recruit and retain the best executive talent globally to execute our strategic objectives at appropriate cost.

#### Operation

Salaries for Executive Directors are set and reviewed annually by the Remuneration Committee (the Committee) with changes typically taking effect on 1 January. In exceptional circumstances, the Committee may review salaries more frequently.

When reviewing salaries, the Committee considers the executive's role and sustained value to the Company in terms of skill, experience and overall contribution and the Company's guidelines for salaries for all employees for the year. Periodically, competitiveness with companies which are comparable in respect of industry, size, international scope and complexity is also considered in order to ensure the Company's ability to attract and retain executives.

#### Performance framework

N/A

#### Maximum value

Salary increases will continue to be aligned with the range of increases for the wider employee population and subject to annual all-employee guidelines. However, as for all employees, the Committee has discretion to exceed this to take account of individual circumstances such as change in responsibility, increases in scale or complexity of the business or alignment to market level.

#### Recovery of sums paid

No provision.

#### RETIREMENT BENEFITS

#### Purpose and link to strategy

 $Retirement\ plans\ are\ part\ of\ remuneration\ packages\ designed\ to\ recruit\ and\ retain\ the\ best\ executive\ talent\ at\ appropriate\ cost.$ 

#### Operation

Executive Directors receive pension benefits up to the value equivalent to the maximum level of pension benefits provided under the Company's regular defined contribution pension plans as may be in effect or amended from time to time (currently 11% of base salary in the UK). The defined contribution pension plans are designed to be competitive and sustainable long-term. Any amount payable may be paid wholly or partly as cash in lieu.

#### Performance framework

N/A

#### Maximum value

The maximum value is equivalent to the maximum level of pension benefits provided under the Company's regular defined contribution pension plans as may be in effect or amended from time to time (currently capped at 11% of base salary in the UK).

#### Recovery of sums paid

No provision.

### OTHER BENEFITS

### Purpose and link to strategy

To provide competitive benefits at appropriate cost.

#### Operation

Other benefits, subject to periodic review, may include private medical and dental cover, life assurance, tax return preparation costs, car benefits, directors' and officers' liability insurance, relocation benefits and expatriate allowances and other benefits available to employees generally, including, where appropriate, the tax on such benefits.

#### Performance frameworl

N/A

### Maximum value

The maximum for ongoing benefits for Executive Directors will not normally exceed 10% of salary (excluding any one-off items, such as immigration support or relocation benefits, and any tax related charge on benefits which is met by the Company). However, the Committee may provide reasonable benefits beyond this amount in exceptional situations, such as a change in the individual's circumstances caused by the Company, or if there is a significant increase in the cost of providing the agreed benefit.

## ANNUAL INCENTIVE PLAN (AIP)

### Purpose and link to strategy

The annual incentive provides focus on the delivery of annual financial targets and the achievement of annual objectives and milestones which are chosen to align with the Company's strategy and create a platform for sustainable future performance. The compulsory deferral of 50% of any annual incentive earned into RELX shares for three years promotes longer-term alignment of Executive Directors' interests with shareholders' interests, including an element of post-termination shareholding.

## Why performance measures are chosen and how targets are set

Performance measures include a balanced set of financial measures which are appropriately weighted and which support current strategy and incentivise the Executive Directors to achieve the desired outcomes without undue risk of focusing on any one financial measure. The financial targets are designed to be challenging and are set with reference to the previous year's performance and internal and external forecasts for the following year.

Performance measures may also include non-financial measures, for example linked to sustainability.

### Operation

The Committee reviews and sets the financial targets and, if applicable, non-financial targets, annually, taking into account internal forecasts and strategic plans. Following year end, the Committee compares actual performance with the financial targets and assesses the achievement of any non-financial targets. The targets and outcomes are fully disclosed in the Remuneration Report published after year end.

50% of any annual incentive earned is paid in cash to the Executive Director and the remaining 50% is deferred into RELX shares, which are released to the Executive Director after three years. Dividend equivalents accrued during the deferral period are payable in respect of the shares. On a change in control, the default position is that deferred shares are released to the Executive Director. Alternatively, the Committee may determine that deferred shares will instead be exchanged for equivalent share awards in the acquiring company.

## Performance framework

The AIP includes financial measures with a weighting of at least 85% and may also include non-financial measures with a weighting of up to 15%. Each measure is assessed separately.

- The minimum payout is zero.
- Each measure is assessed independently and payout for each measure at threshold is 10% of the maximum opportunity for that
  measure.
- Payout for target performance is 135% of salary.

Following an assessment of financial achievement, and scoring of any non-financial measures, the Committee agrees the overall level of earned incentive for each Executive Director.

Committee discretion applies. 1,2,3

### Maximum value

The maximum potential annual incentive is 200% of annual base salary. This includes the deferred share element but excludes dividend equivalents payable in respect of the deferred shares.

# Recovery of sums paid

Clawback applies.4

### LONG-TERM INCENTIVE PLAN (LTIP)

### Purpose and link to strategy

The Long-Term Incentive Plan (LTIP) is designed to provide a long-term incentive for Executive Directors to achieve the key performance measures that support the Company's strategy, and to align their interests with shareholders.

### Why performance measures are chosen and how targets are set

Our strategic focus is on continuing to transform the core business through organic investment and the build-out of new products into adjacent markets and geographies, supplemented by selective portfolio acquisitions and divestments. The performance measures in the LTIP are chosen to support this strategy by focusing on sustained earnings growth, return on invested capital and shareholder return.

Targets are set with regard to previous results and internal and external forecasts for the performance period and the strategic plan for the business. They are designed to provide exceptional reward for exceptional performance, whilst allowing a reasonable expectation that reward at the lower end of the scale is attainable, subject to robust performance.

#### Operation

Annual awards of performance shares, with vesting subject to:

- performance measured over three financial years
- continued employment (subject to the provisions set out in the Policy on payments for loss of office section)
- meeting shareholding requirements (450% of salary for the CEO and 300% of salary for the CFO)

Executive Directors are to retain their net (after tax) vested shares for a holding period of two years after vesting. Dividend equivalents accrued during the performance period are payable in respect of the performance shares that vest.

On a change of control, the default position is that awards vest on a pro-rated basis, subject to an assessment of performance against targets at that time. Alternatively, the Committee may determine that the awards will not vest and will instead be exchanged for equivalent awards in the acquiring company.

### Performance framework

The performance measures are EPS, ROIC and relative TSR, weighted 40%:40%:20% respectively and assessed independently, such that a payout can be received under any one of the measures (or, for TSR, in respect of one of the three comparator groups).

- The minimum payout is zero.
- Each measure is assessed independently and payout for each measure at threshold is 20% of the maximum opportunity for that measure.
- Payout in line with expectations is 50% of the maximum award.

Dividend equivalents are not taken into account in the above payout levels.

Committee discretion applies. 1,2,3

### Maximum value

The maximum grant in any year is up to 450% of base salary for the CEO and up to 375% of base salary for other Executive Directors (not including dividend equivalents).

## Recovery of sums paid

Clawback applies.4

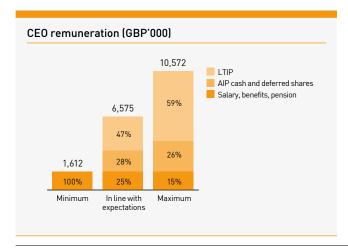
Notes to the Remuneration policy table

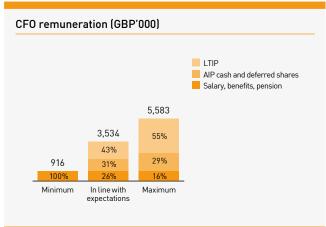
- (1) **Discretion in respect of AIP and LTIP payout levels:** In determining the level of payout under the AIP and vesting under the LTIP, the Committee takes into account RELX's overall business performance and value created for shareholders over the period in review and other relevant factors. It has discretion to adjust the vesting and payout levels (subject always to the maximum individual limits) if it believes this would result in a fairer outcome. This discretion will only be used in exceptional circumstances and the Committee will explain in the next Remuneration Report the extent to which it has been exercised and the reasons for doing so.
- [2] **Discretion to vary performance measures under the AIP and the LTIP:** The Committee may vary the financial measures applying to a current annual incentive year and performance measures for LTIP awards already granted if a change in circumstances leads it to believe that the arrangement is no longer a fair measure of performance. Any new measures will not be materially less, or more, challenging than the original ones.
- [3] **Discretion on termination of employment under the AIP and the LTIP:** The Committee's discretion on termination of employment is described under the 'Policy on payments for loss of office' section.
- (4) Malus and clawback under the AIP and the LTIP: Under the AIP and the LTIP, the Committee has discretion to apply malus and clawback in case of material misstatement of results or erroneous calculation in incentive payout; breach of post-termination restrictive covenants; misconduct; fraud or conduct which results in (i) significant reputational damage; (ii) material adverse effect on the financial position of the Company; or (iii) corporate failure. These apply for three years following the AIP cash payment and five years from the start of each LTIP performance period and, in the case of a breach of restrictive covenants, to the end of the restriction period. If a participant is subject to an internal investigation regarding a serious breach of any of the above matters, the vesting of their awards and the application of malus and clawback may be delayed until the outcome of that investigation.
- [5] Explanation of differences between the Company's policy on Executive Directors' remuneration and the policy for other employees:

  A larger percentage of Executive Directors' remuneration is performance related than that of other employees. All managers participate in an annual incentive plan. Participation levels, measures and targets vary according to their role, seniority and local business priorities. Senior executives may also participate in multi-year equity plans. Grant levels under the plans vary according to roles and seniority. The range and level of retirement and other benefits provided to employees vary according to local market practice.

### Remuneration outcomes in different performance scenarios

The Committee considers the level of remuneration that may be paid in the context of the performance delivered and value added for shareholders. The charts below are an illustration of how the CEO's and CFO's regular annual remuneration could vary under different performance scenarios. The salary, benefits and pension levels are the same in all three scenarios in each chart and are based on 2023 salary, benefits as shown in the 2022 Single Total Figure table and cash in lieu of pension of 11% of base salary. Annual incentive amounts include the portion which is subject to compulsory deferral into RELX shares for three years. The performance assumptions which have been used are as follows: Minimum means no AIP payout and no LTIP vesting. In line with expectations means AIP payout at 135% of salary (of which 50% is deferred into shares) and LTIP vesting at 50% of the award. Maximum means AIP payout at 200% of salary (of which 50% is deferred into shares) and LTIP vesting at 100% of the award. The three bars in each chart assume no share price movement. As required by the UK Regulations, assuming maximum performance achievement (as described above) and 50% share price growth over the performance period, the CEO's maximum remuneration would increase to £13.7 m and the CFO's maximum remuneration to £7.1m. Any dividend equivalents payable in respect of the AIP deferred shares and the LTIP are not included.





### Shareholding requirement

The Executive Directors are subject to shareholding requirements. These are a minimum of 450% of annual base salary for the CEO and 300% of annual base salary for other Executive Directors. On joining or promotion to the Board, Executive Directors are given a period of time, typically up to five years, to build up to their requirement. On termination of employment, Executive Directors are to maintain their full shareholding requirement (or, if lower, their actual level of shareholding at the time of leaving) for two years after leaving employment.

Shares which count for shareholding purposes are shares beneficially owned by the Executive Director, their spouse, civil partner or dependent child and AIP deferred shares which are within their three-year deferral period, on a notional net of tax basis.

### Approach to recruitment remuneration - Executive Directors

When agreeing the components of a remuneration package on the appointment of a new Executive Director, or an internal promotion to the Board, the Committee would seek to align the package with the remuneration policy stated in the policy table.

The Committee's general principle on recruitment is to offer a competitive remuneration package to attract high-calibre candidates from a global talent pool. Basic salary would be set at an appropriate level for the candidate, taking into account all relevant factors. As a data analytics and technology-driven business, with over half of its revenue in the US, the Company primarily competes for talent with global information and technology companies.

The various components and the Company's approach are as follows:

#### REMUNERATION COMPONENTS

The remuneration would include base salary, retirement benefits, other benefits, AIP and LTIP in line with the policy table, taking into account the principles set out above.

### COMPENSATION FOR FORFEITED ENTITLEMENTS

The Committee may make awards and payments on hiring an external candidate to compensate him or her for entitlements forfeited on leaving the previous employer. If such a decision is made, the Committee will attempt to reflect previous entitlements as closely as possible using a variety of tools, including cash and share based awards. Malus and clawback provisions will apply where appropriate. If necessary to facilitate the grant of awards, the Committee may rely on the one person exemption from shareholder approval in the UK Listing Rules.

#### **RELOCATION ALLOWANCES AND EXPENSES**

The type and size of relocation allowances and expenses will be determined by the specific circumstances of the new recruit.

### Policy on payments for loss of office

In line with the Company's policy, the service contracts of the existing Executive Directors contain 12-month notice periods.

The circumstances in which an Executive Director's employment is terminated will affect the Committee's determination of any payment for loss of office, but it expects to apply the principles outlined in the table on the next page. The Committee reserves the right to depart from these principles where appropriate in light of any taxation requirements to which the Company or the Executive Director is subject (including, without limitation, section 409A of the US Internal Revenue Code), or other legal obligations.

### Policy on payments for loss of office (continued)

GENERAL<sup>(1)</sup> INCENTIVES

## $\label{lem:mutually agreed termination by the Company other than for cause \ensuremath{^{[2]}}$

(includes retirement with customary notice)

The Executive Director would be entitled to salary, benefits and other contractual payments in the normal way up to the termination date and would be paid for any accrued but untaken holiday.

*Salary:* Payment of up to 12 months' salary to reflect the notice period or payment in lieu of notice.

Other benefits: Where possible, benefits would be continued for up to the duration of any unworked period of notice (not exceeding the maximum stated in the policy table) or the Executive Director would receive a cash payment (not exceeding the cost to the Company of providing those benefits).

Pension: Deferred or immediate pension in accordance with scheme rules, with a credit in respect of, or payment for up to, the full period of any unworked period of notice. There is provision under the defined benefit pension scheme for members leaving Company service by reason of permanent incapacity to make an application to the scheme trustee for early payment of their pension.

Other: The Company may pay compensation in respect of any statutory employment rights and may make other appropriate and customary payments.

The Company would have due regard to principles of mitigation of loss. Reductions would be applied to reflect any portion of the notice period that is worked and/or spent on gardening leave.

On injury, disability, ill-health or death, the Committee reserves the right to vary the treatment outlined in this section.

Annual incentive: Any unpaid annual incentive for the previous year and a pro-rata payment in respect of the part of the financial year up to the termination date would generally be payable (subject to the deferral provisions), with the amount being determined

by reference to the original performance criteria. However, the Committee has discretion to decide otherwise depending on the reason for termination and other specific circumstances. The Company would not pay any annual incentive in respect of any part of the financial year following the termination date (e.g. for any unworked period of notice). AIP deferred shares would be released to the Executive Directors in full at the end of the deferral period. The annual incentive clawback provisions would apply.

LTIP: The default position is that unvested LTIP awards would be pro-rated to reflect time employed and would vest subject to performance measured at the end of the relevant performance period and subject to the Executive Director continuing to meet their full shareholding requirement for two years after the termination date. The Committee has discretion to allow unvested LTIP awards to vest earlier and to adjust the application of time pro-rating and performance conditions, subject to the plan rules. The requirement to retain net (after tax) vested LTIP shares for a holding period of two years after vesting ceases to apply on termination of employment.

### Employee instigated resignation

The Executive Director would not receive any payments for loss of office. The Executive Director would be entitled to salary, benefits and other contractual payments in the normal way up to the termination date and would be paid for any accrued but untaken holiday.

Pension: A deferred or immediate pension would be payable in accordance with the scheme rules.

### Dismissal for cause

The Executive Director would be entitled to salary, benefits and other contractual payments in the normal way up to the termination date and would be paid for any accrued but untaken holiday but would not receive any payments for loss of office.

*Pension:* A deferred or immediate pension would be payable in accordance with the scheme rules.

Annual incentive: The Executive Director would be entitled to receive an annual incentive for a completed previous year (subject to the deferral provisions), but not a pro-rated annual incentive in respect of a part year up to the termination date, unless the Committee decides otherwise in the specific circumstances. Any AIP deferred shares would be released to the Executive Director in full at the end of the deferral period. Annual incentive clawback provisions would apply.

LTIP: All outstanding LTIP awards would lapse on the date of notice.

Annual incentive: The Executive Director would not receive any unpaid annual incentive. Any AIP deferred shares lapse on the date of dismissal.

LTIP: All outstanding LTIP awards would lapse on the date of dismissal.

- $(1) \quad \text{In addition to what is set out in this section, on termination for any reason, } Erik Engstrom will be entitled to payment of amounts held in his 'Retirement Account'. \\$
- (2) In cases where the approved leaver treatment applies, the AIP and LTIP have a default position as well as giving the Committee discretion to adjust the default treatment within certain parameters. The Committee would only expect to exercise such discretion where the Committee believes the personal circumstances of the Executive Directors or require.

### Remuneration policy table - Non-Executive Directors

#### FFF

# Purpose and link to strategy

To enable RELX to recruit Non-Executive Directors with the right balance of personal skills and experience to make a major contribution to the Board and Committees of a global business which is listed in London, Amsterdam and New York.

#### Operation

RELX Chair: Receives an aggregate annual fee with no additional fees, for example, Committee Chair fees. The Committee determines the Chair's fee on the advice of the Senior Independent Director.

Other Non-Executive Directors: Receive an annual fee with additional fees payable as appropriate for specific roles and duties. These additional fees include fees for the Senior Independent Director and Committee Chairs, for membership of Board Committees, as well as a workforce engagement fee and international travel fees. In future, other fees may be payable, for example attendance fees. The Board determines the level of fees, subject to applicable law.

Fees may be reviewed annually, although in practice they have changed on a less frequent basis. When reviewing fees, consideration is given to the time commitment required, the complexity of the role and the calibre of the individual. Periodically, comparative market data is also reviewed, the primary source for which is the practice of FTSE 30 companies.

#### Maximum value

The aggregate annual fee limit for fees paid to the Chair and the Non-Executive Directors is £2m. Additional fees for membership of or chairing Board Committees and assuming additional responsibilities such as acting as Senior Independent Director, are not subject to this maximum limit.

#### OTHER BENEFITS

### Purpose and link to strategy

To provide competitive benefits at appropriate cost.

#### Operation

Other benefits for Non-Executive Directors are reviewed periodically and may include private medical cover, tax return preparation costs, secretarial benefits, car benefits, travel and related subsistence costs, including, where appropriate, the tax on such benefits.

### Maximum value

There is no prescribed maximum amount.

# Approach to recruitment remuneration – Non-Executive Directors

Following recruitment, a new Non-Executive Director will be entitled to fees and other benefits in accordance with the Company's remuneration policy. No additional remuneration is paid on recruitment. However, any reasonable expenses incurred during the recruitment process will be reimbursed.

# Policy on payments for loss of office - Non-Executive Directors

In addition to unpaid accrued fees, the Non-Executive Directors are entitled to receive one month's fees for loss of office if their appointment is terminated before the end of its term.

# $Service\,contracts\,and\,letters\,of\,appointment$

There are no further obligations in the Directors' service contracts and letters of appointment which are not otherwise disclosed in this Report which could give rise to a remuneration payment or loss of office payment. All Directors' service contracts and letters of appointment are available for inspection at the Company's registered office. The Executive Directors' service contracts do not have a fixed expiry date.

# Consideration of employment conditions elsewhere in the Company

When the Committee reviews the Executive Directors' salaries annually, it takes into account the Company's guidelines for salaries for all employees in the Company's major operating locations for the forthcoming year. The Committee also considers market practice in the FTSE 30 as well as pay practices of other global information and technology companies when determining the quantum and structure of Directors' pay.

The Committee annually reviews various aspects of workforce remuneration and related policies in order to deepen its understanding of pay structures throughout the organisation.

Our designated Non-Executive Director responsible for workforce engagement meets with employees representing our global employee population in order to understand a wide range of employee views on a variety of topics. The feedback is reported back to the Board at least once per year and forms part of the Board's discussions and decision making. As part of this process, the Non-Executive Director explains how executive remuneration aligns with wider pay policy.

### Consideration of shareholder views

Our practice is to consult shareholders and consider their views when formulating, or changing, our policy. The Committee took into account feedback received from shareholders since the prior policy was approved when reviewing the current policy.

### Previous remuneration policies and prior commitments

Any payments which are still to be made under arrangements made and awards granted under previous remuneration policies will be made consistent with the applicable policy. The provisions of the previous policies which relate to arrangements and awards granted under those previous policies will therefore continue to apply until all payments in relation to those arrangements and awards have been made. The Committee also reserves the right to make any remuneration or loss of office payments if the terms were agreed prior to the approval of the 2013 or 2016 policy or prior to an individual being appointed as a Director.

### Minor amendments

The Committee may make minor amendments for regulatory, tax or administrative purpose.

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# Report of the Audit Committee

This report has been prepared by the Audit Committee and has been approved by the Board. It provides an overview of the membership, responsibilities and activities of the Committee.

# Membership

The Committee comprises independent Non-Executive Directors. The members of the Committee who served during the year were:

- Suzanne Wood (Chair)
- Alistair Cox
- June Felix
- Charlotte Hogg
- Andrew Sukawaty

Of the current members of the Committee, Suzanne Wood, a Certified Public Accountant, is considered to have significant, recent and relevant financial experience.

The Committee as a whole is deemed to have competence relevant to the sectors in which RELX operates.

Please see pages 82 and 83 for full profiles of Audit Committee members.

# Responsibilities

The main role and responsibility of the Committee is to assist the Board in fulfilling its oversight responsibilities regarding:

- the integrity of the interim and full-year financial statements and financial reporting processes
- risk management and internal controls, and effectiveness of internal auditors
- the performance of the external auditors and the effectiveness of the external audit process, including monitoring the independence and objectivity of Ernst & Young LLP (EY)

The Committee reports to the Board on its activities, identifying any matters in respect of which it considers that action or improvement is needed and making recommendations as to the steps to be taken.

The terms of reference of the Audit Committee are reviewed annually and a copy is published on the RELX website,

🗐 www.relx.com

### Financial reporting

In discharging its responsibilities in respect of the 2024 interim and full-year financial statements, the Committee reviewed the following:

> **NOTE AND PAGE** REFERENCE IN ANNUAL REPORT

# AREAS OF SIGNIFICANT JUDGEMENT AND ESTIMATION

Specific areas of significant accounting judgement and estimation, as set out in note 1 on page 145-146, reviewed and challenged by the Committee were:

- Capitalisation of internally developed intangible assets: The capitalisation of costs related to the development of new products and business infrastructure, together with the useful economic lives applied to the resulting assets, requires the exercise of judgement. The Committee received reports from the Group Financial Controller on the amounts capitalised and asset lives selected for major projects and outcome of impairment assessment performed.
- Defined benefit pension obligation: The valuation of pension scheme liabilities is subject to judgement and estimation. The discount rate, inflation rate and mortality assumptions may have a material effect in determining the defined benefit pension obligation and costs which are reported in the financial statements. The Committee received and discussed regular reports from the Group Financial Controller on the methodology and the basis of the assumptions used.

The Committee discussed and challenged management's assessment and was satisfied that all judgements and estimations had been appropriately made and the financial statement disclosures were appropriate. The Committee also discussed with the external auditor how management's judgments and assertions were challenged and how professional scepticism was demonstrated during their audit of these areas.

Note 6 152-156

Note 14 165-167

Financial statements and shareholder information

0.	HER AREAS OF FOCUS	PAGE REFERENCE IN ANNUAL REPORT			
Other areas reviewed by the Committee during the year were:					
•	Taxation: The valuation of provisions in relation to uncertain tax positions involves estimation. The Committee received and discussed reports from the Head of Tax on the potential liabilities identified and assumptions used.	158-161			
	Carrying value of goodwill and intangible assets: The judgements and estimates in respect of asset carrying values relate to the assumptions underlying the value in use calculations such as discount rates and long-term growth assumptions. The Committee received and discussed reports from the Group Financial Controller on the methodology, the basis of assumptions used and headroom resulting from the annual impairment assessment. The Committee challenged management's application of IAS 36 which allows a prior year detailed calculation of the recoverable amount of a Cash Generating Unit (CGU) to be used in the current year and were satisfied that all the required criteria were met.	165-167			
	Acquired intangible assets: The identification of separate intangible assets on acquisition requires judgement. Estimation is required in determining the future cash flows and discount rates used to value these assets. The Committee received and discussed reports from the Group Financial Controller on the methodology and the basis of the assumptions used.	165-167			
	Financing: Judgement is required in assessing the sufficiency and adequacy of current and future liquidity and funding requirements of the Group. The Committee received and discussed reports from the Group Treasurer on the Group's financing including the issue of €850m euro-denominated term debt with a coupon of 3.375% and maturity of nine years and extension of the maturity date on the \$3bn revolving credit facility to April 2027. See below for further information in respect of the Committee's review of the going concern and viability assessments and related disclosure.	169-175			
	Corporate Sustainability Reporting Directive (CSRD): For the year ended 31 December 2024, RELX has disclosed material sustainability information in accordance with the European Sustainability Reporting Standards (ESRS) for the first time. The Committee reviewed the Double Materiality Assessment completed by management and supported management's conclusion on the identification of material sustainability matters. See below for further information in respect of the Committee's review of the related disclosure.	208-231			
The Committee was satisfied that all the above items had been appropriately considered and presented in this Annual Report.					

### PAGE REFERENCE DISCLOSURE AND PRESENTATION As well as considering the Annual Report as a whole (see 'Fair, balanced and understandable' section below) the Committee focused on the following areas of disclosure and presentation: Reviewed the critical accounting policies and compliance with applicable accounting standards, reviewed other 145-146 disclosure requirements and received regular update reports on accounting and regulatory developments Reviewed the disclosures made in relation to internal control, risk management, the going concern statement 74-80 and the viability statement. The Committee received and discussed reports from the Group Treasurer on the processes undertaken and assumptions used in formulating these disclosures The going concern and viability statements were subject to a detailed review, including a review and challenge 79-80 of the various adverse scenarios modelled to ensure that the statements made in relation to going concern and viability are robust Considered the calculation and presentation of alternative performance measures in the Annual Report and 200-207 results announcement, including associated reconciliations to GAAP measures Reviewed the disclosures made in the Annual Report which incorporates: 35-65 - The Corporate Responsibility Report 208-231 Disclosures in respect of the European Sustainability Reporting Standards (ESRS) and related material sustainability information; and Disclosures in respect of the Task Force on Climate-Related Financial Disclosures (TCFD) recommendations. 236-241 The Committee agreed with management's conclusion that climate change risk is not material

The Committee was satisfied that all relevant disclosures have been appropriately made.

### FAIR, BALANCED AND UNDERSTANDABLE

The Committee considered whether the 2024 Annual Report is fair, balanced and understandable. In making this assessment, the Committee considered the following areas:

- The process for preparing the Annual Report, including the contributors, the internal review process and how feedback is addressed throughout the process
- The business review narratives presented for each Business Area
- The discussion of reported and underlying results throughout the report

The Committee was satisfied that, taken as a whole, the Annual Report is fair, balanced and understandable. This conclusion has been reported to the Board.

The Committee also received detailed written reports from the external auditors on these matters and discussed all areas with both management and the external auditors. The Committee was satisfied with the explanations provided and conclusions reached.

#### Risk management and internal controls

With respect to their oversight of risk management and internal controls, the Committee has:

- received and discussed regular reports summarising the status of the Group's risk management activities including procedures to prevent and detect fraud, identification of emerging risks and actions to mitigate risks, and the findings from internal audits and status of actions agreed with management. Areas of focus in 2024 included: cybersecurity (including the ability to prevent, respond to and recover from a cyber-attack or ransomware attack); data privacy; the operational, financial and IT control environment; the use of technology including machine learning and operation of Al tools in line with RELX Responsible Al principles; regulatory compliance; business continuity and resilience (including supplier resilience and plans for extreme weather events); the ability to adapt to geopolitical, economic and market conditions; integrity of published Corporate Responsibility data; and continued compliance with the requirements of Section 404 of the US Sarbanes-Oxley Act relating to the documentation and testing of internal controls over financial reporting
- received regular updates from the Group Financial Controller and Group Treasurer on the Group's financial position including on liquidity, extension of maturity of the revolving credit facility to April 2027, the bond issue, credit ratings and ability to access debt capital markets; changes to the regulatory reporting landscape including the approach to identifying material sustainability matters and compliance with the EU's Corporate Sustainability Reporting Directive (CSRD); risk management and compliance with treasury policies, and pension arrangements and funding
- received presentations from the Head of Tax on tax matters and the Group's tax principles
- reviewed and approved the internal audit plan for 2025 and monitored execution of the 2024 plan, including progress in respect of actions agreed and discussing and confirming any changes proposed
- received presentations from the Chief Compliance Officer on the compliance programme, including the operation of the RELX Code of Conduct, training programmes, whistleblowing arrangements and investigations being conducted
- received presentations from the Chief Legal Officer on legal issues and claims
- participated in 'deep dive' briefing sessions with senior management from the Business Areas on a variety of topics

- received comprehensive briefings from the external auditor and RELX management on the FRC's UK Corporate Governance Code (UKCG) published in January 2024. This is applicable to RELX from 1 January 2025, excluding the enhanced internal control requirements where implementation is required for the year ended 31 December 2026. The Committee will work with management to identify the scope of material internal controls and the level of internal attestation work that will be performed in order to support the Board's declaration of effectiveness of internal controls. This will build on the established risk and control framework which underpins existing US reporting obligations.
- received comprehensive briefings on the 'Failure to Prevent Fraud' offence enacted in October 2023 and applicable to RELX from 1 September 2025. Following its review of the Group's risk management activities, the Committee were satisfied there are appropriate procedures in place to prevent and detect fraud. The Committee will work with management to identify enhancements that can be made to existing processes and procedures.

### Committee meetings

The Committee met four times during 2024. The items of business to be considered at each meeting are set out in a schedule which is reviewed and approved by the Committee annually. The Audit Committee meetings are typically attended by the Board Chair, the Chief Executive Officer, the Chief Financial Officer, the Group Financial Controller, the Chief Legal Officer, the Head of Internal Audit & Assurance (IAA), and audit partners from the external auditors.

### External audit effectiveness and independence

The Group has a well-established policy on audit effectiveness and independence of auditors that sets out among other things: the responsibilities of the Audit Committee in the selection of auditors to be proposed for appointment or re-appointment and for agreement on the terms of their engagement, scope and remuneration; the auditor independence requirements and the policy on the provision of non-audit services; the rotation of audit partners and staff; and the conduct of meetings between the auditors and the Audit Committee.

The Committee's policy on the use of the external auditor to provide non-audit services is in accordance with applicable laws and takes into account the relevant ethical guidance for auditors. Any permissible non-audit services must be preapproved by the Chief Financial Officer and above £50,000, by the Chair of the Audit Committee. All non-audit services provided and fees are presented to the Committee on a regular basis.

The policy is available on the website, 😑 www.relx.com.



The Committee has conducted its review of the performance of the external auditors and effectiveness of the external audit process for the year ended 31 December 2024. In doing so, the Committee has considered the independence, objectivity and level of professional scepticism exercised by the external auditor.

The review included:

- an assessment of the quality of the auditor's reporting to and interaction with the Audit Committee
- review of the responses to a detailed questionnaire covering a range of key audit areas which was completed by key stakeholders
- review of the completion of the audit plan and changes to risks identified or work performed
- a request for a presentation and discussion with EY on data analytics tools used in the audit
- consideration of public reports by regulatory authorities on key EY member firms and their view on the effectiveness of EY's audits
- a survey of key stakeholders across RELX evaluating the performance of each audit team

In 2024, the lead audit partner brought it to our attention that EY had been involved in a service which, whilst permissible under the SEC independence rules and the International Ethics Standards Board for Accountants (IESBA), was not permissible under the Financial Reporting Council (FRC) independence rules. The details are set out in the Independent Auditor's Report on pages 132 to 139. The Committee agreed that this activity did not impact the independence of EY for the purposes of the audit.

The Audit Committee holds private meetings with the external auditor to encourage open and transparent feedback. The Chair of the Committee also met with the external auditors outside of Committee meetings supporting effective and timely communication.

Based on all the evidence presented, the Audit Committee was satisfied that the external audit has been conducted effectively, with appropriate rigour and challenge, and that EY had applied appropriate professional scepticism throughout the audit process. The external auditors have confirmed their independence and compliance with the policy on auditor independence to the Audit Committee.

### Non-audit services

The external auditors are precluded from engaging in non-audit services that would compromise their independence or violate any professional requirements or regulations affecting their appointment as auditors. The auditors may, however, provide non-audit services which do not conflict with their independence.

The Committee has reviewed and agreed the non-audit services provided in 2024 together with the associated fees. The non-audit services provided were very limited and, in line with the latest FRC guidance, linked to audit work such as a bond issue and corporate responsibility data assurance.

The total fees payable to EY for the year ended 31 December 2024 were £9.0m of which £0.9m related to non-audit work. Further details are provided in note 4 to the financial statements.

The non-audit fees remain below the 70% threshold as per the most recent FRC guidance.

### Auditor appointment

EY were first appointed auditor of RELX PLC for the financial year ended 31 December 2016. The auditor is required to rotate the lead audit partner responsible for the engagement every five years. The year ended 31 December 2024 was the fourth year for the lead audit partner, Colin Brown.

The Audit Committee confirms that RELX was in compliance with the provisions of The Statutory Audit Services for Large Companies Market Investigation (Mandatory Use of Competitive Tender Processes and Audit Committee Responsibilities) Order 2014 during the financial year ended 31 December 2024.

In accordance with the terms of this Order, the Audit Committee conducted a comprehensive and competitive tender process during the year for the external audit for the financial year ending 31 December 2026. A decision to reappoint EY was recommended by the Committee and was approved by the Board of RELX. The decision was based on EY's performance during the tender process across a comprehensive set of criteria and the Committee's satisfaction with their effectiveness as our current auditor.

The Committee has recommended to the Board that a Resolution to re-appoint EY as auditors for the year ending 31 December 2025 be proposed at the 2025 AGM which the Board has accepted and endorsed.

### Internal audit

The Audit Committee's terms of reference requires an annual review of internal audit effectiveness. RELX has an established Internal Audit function governed by a formal charter which requires an external assessment at least once every five years to consider and report on conformance with the Institute of Internal Auditors International Professional Practices Framework (IPPF) and UK Chartered Institute of Internal Auditors Internal Audit Code of Practice (CoP).

The most recent external assessment of internal audit was carried out in 2022. The assessment identified areas of enhancement related to strategy, planning, operational excellence, and talent. All recommendations have been implemented.

The Audit Committee annually receives and considers a report from the Head of the internal audit function on: the independence of the internal audit activity; a review of the internal audit Charter; conformance with the mandatory elements of the IPPF and CoP including the adequacy of resourcing of the internal audit function; and the results of its quality assurance and improvement programme. The Committee receives regular updates on talent management and succession planning within the internal audit function and on the continual monitoring of skill sets and capabilities to ensure that these remain appropriate.

### **Audit Committee effectiveness**

The effectiveness of the Audit Committee was reviewed as part of the 2024 evaluation of the Board which confirmed that the Committee continues to function effectively. Details of the evaluation are set out on page 87.

### Suzanne Wood

Chair of the Audit Committee 12 February 2025

# Directors' Report

The Directors' Report for the year ended 31 December 2024 has been prepared in accordance with the requirements of the Companies Act 2006 (the Act), the UK Listing Rules (the LRs) and Disclosure Guidance and Transparency Rules (the DTRs). The Directors' Report, together with the Strategic Report on pages 2 to 80, forms the management report for the purposes of the Financial Conduct Authority's Disclosure and Transparency Rules 4.1.5R(2) and 4.1.8R.

For the purposes of the Directors' Report, RELX PLC and its subsidiaries, joint ventures and associates are together known as 'RELX' or the 'Group'. RELX PLC (the Company) is a public company, limited by shares, and registered in England and Wales under registered number 77536. The Company's registered office is 1-3 Strand, London, WC2N 5JR.

# Other disclosures

Certain information required by the Act, LRs and DTRs is disclosed elsewhere in this Annual Report and incorporated by reference into this Directors' Report in Table 1.

### Table 1

Disclosure Page(s)					
<ul> <li>Names of Directors during the year</li> </ul>	92				
Corporate governance statement	86 to 98				
<ul><li>Dividends</li></ul>	72 and 164				
<ul> <li>Financial instruments, financial rismanagement and hedging arrange</li> </ul>					
<ul> <li>Future developments</li> </ul>	2 to 33				
<ul> <li>Employee engagement</li> </ul>	50 to 52 and 94				
<ul> <li>Engagement with customers, suppliers and others</li> </ul>	46 to 49, 53 to 59, 93 to 96				
<ul> <li>Employment of disabled persons</li> </ul>	51				
<ul> <li>Greenhouse gas emissions and energy consumption</li> </ul>	53 to 56 and 243				

# Articles of Association

# **Amendment**

The Company's Articles of Association (the Articles) may only be amended by a special resolution of shareholders passed at a general meeting of the Company.

### **Directors**

## Appointment and replacement of Directors

The appointment, re-appointment and replacement of Directors is governed by the Articles, the Companies Act 2006 and related legislation. Shareholders maintain their right to appoint and re-appoint Directors by way of an ordinary resolution in accordance with the Articles. The Directors may appoint additional or replacement Directors, who may only serve until the following AGM of the Company, at which time they must retire and, if appropriate, seek election by the Company's shareholders. A Director may be removed from office by the Company as provided for by applicable law, in certain circumstances set out in the Articles, and at a general meeting of the Company by the passing of an ordinary resolution.

The Articles provide for a Board of Directors consisting of not fewer than five, but not more than 20 Directors, who manage the business and affairs of the Company.

#### **Powers of Directors**

Subject to the provisions of the Companies Act 2006, the Articles and any directions given by special resolutions, the business of the Company shall be managed by the Board which may exercise all the powers of the Company.

### Directors' indemnities

In accordance with its Articles, the Company has granted its Directors an indemnity, to the extent permitted by law, in respect of liabilities incurred as a result of their office. This indemnity was in place for Directors that served at any time during the 2024 financial year, and also for each serving Director as at the date of approval of this report. The Company also purchased, and maintained throughout the year, directors' and officers' liability insurance in respect of its Directors.

# Shares

### Share capital

The Company's issued share capital comprises a single class of ordinary shares of 14  $^{51}\!/_{116}\,p$  each listed on the London and Amsterdam Stock Exchanges. The Company also has securities in the form of American Depositary Shares traded on the New York Stock Exchange. All issued shares are fully paid up and rank pari passu.

The Company's share capital as at the 31 December 2024 and details of share capital movements during the year are set out in note 23 to the consolidated financial statements.

### Rights and obligations

The rights of holders of ordinary shares in the Company, in addition to those conferred under UK law, are set out in the Company's Articles which are available at 🛑 www.relx.com. In summary, holders of ordinary shares are entitled to: one vote for each ordinary share held; the right to attend and speak at general meetings of the Company or to appoint one or more proxies or, if they are a corporation, a corporate representative; and to exercise their voting rights.

At a general meeting, on a show of hands every member who is present in person shall have one vote and every proxy present who has been duly appointed by one or more members entitled to vote on the resolution has one vote (although a proxy has one vote for and one vote against the resolution if: (i) the proxy has been duly appointed by more than one member entitled to vote on the resolution; and (ii) the proxy has been instructed by one or more of those members to vote for the resolution and by one or more other of those members to vote against it). On a vote on a resolution on a poll every member present in person or by proxy shall have one vote for every share of which he/she is the holder. Proxy appointments and voting instructions must be received by the Company's registrars not less than 48 hours before the general meeting.

### Restrictions on the transfer of shares

There are no restrictions on the sale or transfer of ordinary shares in the Company, or on the size of a holding. The Company is not  $aware\ of\ any\ agreements\ between\ shareholders\ that\ may\ result$ in a restriction in the transfer of shares or voting rights.

Financial review

### Authority to purchase own shares

At the Company's 2024 AGM, shareholders passed a resolution authorising the purchase of up to 190,700,000 ordinary shares in the Company (representing approximately 10% of the issued ordinary shares) by way of market purchase. This authority will expire at the 2025 AGM, when a resolution to renew the authority to purchase Company shares will be submitted to shareholders. During the year, 28,895,477 ordinary shares of 14 51/116 p each (representing 1.5% of the ordinary shares in issue at 31 December 2024) were purchased by the Company for a total consideration of £1bn, including expenses, and subsequently transferred to be held in treasury. A further 3.8m shares were purchased between 2 January 2025 and the date of this report. On 5 December 2024, the Company cancelled 29m ordinary shares held in treasury. Therefore, as at 31 December 2024 there were 19,607,670 ordinary shares held in treasury, representing 1% of the ordinary shares in issue. The purpose of the share buyback programme is to reduce the capital of the Company.

#### Share issuance

At the 2024 AGM, shareholders passed a resolution authorising the Directors to issue shares for cash on a non-pre-emptive basis up to a nominal value of £13,500,000, representing approximately 5% of the Company's issued share capital, and authorising the Directors to issue up to an additional 5% of the issued share capital for cash on a non-pre-emptive basis in connection with an acquisition or specified investment. Since the 2024 AGM, no shares have been issued under this authority. The shareholder authority also permits the Directors to issue shares in order to satisfy entitlements under employee share plans and details of such allotments are described below.

During the year, 2,937,114 ordinary shares in the Company were issued in order to satisfy entitlements under employee share plans as follows: 600,732 under the UK SAYE Share Option Scheme at prices between 1,178.8p and 2,792.0p per share; 158,465 under the legacy Dutch Debenture Scheme at prices between 13.735 EUR and 19.235 EUR per share, which is satisfied by way of Company shares; 1,891,247 under executive share option schemes at prices between 924.5p and 3,402p per share; and 286,670 under the Employee Share Purchase Plan at \$33.473 per share.

# Substantial share interests

As at 31 December 2024, the Company had received the following notifications of interests in its share capital pursuant to Rule 5 of the Disclosure and Transparency Rules (DTRs):

	% of voting rights	Date of notification
BlackRock, Inc	9.67%	17 May 2022
Invesco Ltd.	4.99%	1 October 2019

The percentage interests stated above are as disclosed at the date on which the interests were notified to the Company and, as at the date of this report, the Company had not received any further notifications under DTR 5. These percentages do not reflect changes to the Company's total voting rights since the date of notification or any subsequent changes to share interests not notified to the Company under DTR 5 and therefore may not reflect the interests held as at 31 December 2024, or at the date of this report.

### Employee Benefit Trust

As at 31 December 2024, the Employee Benefit Trust trustee held an interest in 5,295,154 ordinary shares in the Company, representing 0.3% of the issued ordinary shares. The trustee may vote or abstain from voting any shares it holds in any way it sees fit.

### Other information

#### Branches

Our activities and interests are operated through subsidiaries, branches of subsidiaries, joint arrangements and associates which are subject to the laws and regulations of many different jurisdictions.

# Disclosures required under UK Listing Rule 6.6.1

The information required by Listing Rule 6.6.1 is set out on the pages below:

Information required Page 1			
(1) Interest capitalised by the Group	n/a		
(2) Publication of unaudited financial information	n/a		
(4) Long-term incentive schemes	n/a		
(5) Waiver of emoluments by a director	n/a		
(6) Waiver of future emoluments by a director	n/a		
(7) Non pro-rata allotments for cash (issuer)	n/a		
(8) Non pro-rata allotments for cash (major subsidiaries)	n/a		
(9) Parent participation in a placing by a listed subsidiary	n/a		
(10) Contracts of significance	n/a		
[11] Provision of services by a controlling shareholder	n/a		
(12) Shareholder waiver of dividends	164		
(13) Shareholder waiver of future dividends	164		
(14) Agreements with controlling shareholders	n/a		

### Significant agreements and change of control

There are a number of borrowing agreements including credit facilities that, in the event of a change of control of RELX PLC and, in some cases, a consequential credit rating downgrade to sub-investment grade may, at the option of the lenders, require repayment and/or cancellation as appropriate. There are no arrangements between the Company and its Directors or employees providing for compensation for loss of office or employment that occurs specifically because of a takeover, merger or amalgamation with the exception of provisions in the Company's share plans which could result in options or awards vesting or becoming exercisable on a change of control. No contract existed during the year in relation to the Company's business in which any Director was materially interested.

# Political donations

RELX does not make donations to UK or European Union (EU) political organisations or incur UK or EU political expenditure. In the US in 2024, RELX Inc. made contributions to state candidates, state political parties and related state organisations totalling \$198,000 (2023: \$194,000).

### Research and development

RELX undertakes research and development activities in the areas of machine learning, natural language processing, predictive analytics, content search, and other technologies to innovate and enhance our product offering and customer experience across our business areas.

### 2025 AGM

The next AGM of the Company will be held at 9.30 am on Thursday, 24 April 2025 at Lexis House, 30 Farringdon Street, London EC4A 4HH.

### Auditor re-appointment

Resolutions for the re-appointment of Ernst & Young LLP as auditor of the Company and to authorise the Audit Committee, on behalf of the Board, to determine the external auditor's remuneration, will be put to shareholders at the Company's 2025 AGM.

### Disclosure of information to auditors

Each of the directors in office as at the date of this Annual Report confirms that:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- he/she has taken all the steps that he/she ought to have taken as a Director to make himself/herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

### Statement of Directors' responsibilities

The Directors are responsible for preparing the Annual Report and financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law, the Directors have prepared consolidated financial statements in accordance with UK adopted International Accounting Standards (IAS) in conformity with the requirements of the Companies Act 2006 and IFRS accounting standards as issued by the International Accounting Standards Board.

Under company law the Directors must not approve the accounts unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the Group and of the profit or loss of the Company and of the Group for that period.

In preparing the individual Company's financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether UK adopted IAS in conformity with the requirements of the Companies Act 2006 and IFRS accounting standards as issued by the International Accounting Standards Board has been followed, subject to any material departures being disclosed and explained in the financial statements; and
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the Company will continue in business.

In preparing the Group financial statements, IAS 1 requires that Directors:

- select suitable accounting policies and then apply them consistently;
- properly select and apply accounting policies; present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures when compliance with the specific requirements of IFRS are insufficient to enable users to understand the impact of particular transactions or other events and conditions on the entity's financial position and financial performance; and
- make an assessment of the Group's ability to continue as a going concern.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Group and Company's transactions and disclose with reasonable accuracy at any time the financial position of the Group and the Company and enable them to ensure that the Annual Report and financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors are also responsible for preparing a Strategic report, Directors' report, Annual report on remuneration, and Corporate governance statement in compliance with applicable laws and regulations. The Directors are responsible for the maintenance and integrity of the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Each of the Directors confirms that, to the best of their knowledge:

- the consolidated and parent company financial statements, prepared in accordance with UK adopted IAS in conformity with the requirements of the Companies Act 2006 and IFRS accounting standards as issued by the International Accounting Standards Board, give a true and fair view of the assets, liabilities, financial position and profit or loss of the Group;
- the Strategic report includes a fair review of the development and performance of the business and the position of the Group, together with a description of the principal and emerging risks and uncertainties that it faces; and
- the Annual Report and Financial Statements, taken as a whole, is fair, balanced and understandable and provides the information necessary for shareholders to assess the Company's position and performance, business model and strategy.

By order of the Board

# Henry Udow

Company Secretary 12 February 2025