

Section 172(1) Statement

Year Ended 31 March 2022

The statement below is excerpted from the Strategic Report accompanying the audited consolidated financial statements of D. E. Shaw & Co. (U.K.), Ltd. (“DESCOUK” or the “Company”) and its subsidiary, D. E. Shaw & Co. (London), LLP (the “LLP”) (together with DESCOUK, the “Group”).

Section 172(1) Statement

Section 172(1) of the Companies Act 2006 requires the director to act in a way that he considers, in good faith, would most likely promote the success of the Group for the benefit of its sole shareholder. In doing this, Section 172(1) requires the director to have regard, amongst other matters, to:

- a) the likely consequences of any decision in the long-term;
- b) the interests of the Group’s employees;
- c) the need to foster the Group’s business relationships with suppliers, counterparties, and others;
- d) the impact of the Group’s operations on the community and the environment;
- e) the desirability of the Group maintaining a reputation for high standards of business conduct; and
- f) the need to act fairly as between members within the Group.

The director has considered the views and interests of a diverse set of stakeholders, including the sole shareholder, relevant regulators, counterparties, and employees, in the course of performing his duties for the Group. The director serves as a member of the Management Committee of the LLP, and considers the interests of the LLP and its stakeholders when evaluating business-related decisions at the Group level.

DESCOUK, as a 100% owned subsidiary of a large global investment firm, recognises the importance of aligning its business strategy and key principles to that of its parent company and primary client.

The Group seeks to engage with its stakeholders and/or consider their respective interests, directly or indirectly, as it believes to be appropriate. Consideration of a broad range of stakeholder interests is an important aspect of the director’s decision making process, although in balancing those different perspectives it is not always possible to deliver each stakeholder’s desired outcome.

The director considers and discusses a broad range of information relating to the Group’s activities to help understand the impact of the Group’s operations on its key stakeholders. Much of this information is provided to the Management Committee of the LLP and addresses business performance, activities, and developments, as well as key risks, legal and regulatory considerations, and employee matters.

The director believes that, as a result of his activities as a director and in other capacities (e.g., a member of the Management Committee of the LLP), he has discharged his duty under Section 172(1) of the Companies Act 2006.