

QinetiQ Limited (“the Company”)

S172 (1) Statement – 31 March 2025

The Directors welcome their responsibilities to promote the success of the Company in accordance with Section 172 (1) of the 2006 Companies Act.

The Board of QinetiQ Limited confirm that during the year under review, it has acted to promote the long term success of the Company for the benefit of the shareholders and ensures that all decisions are taken for the long term, and collectively and individually aims to always uphold the highest standard of conduct. Similarly, the Directors acknowledge that the business can only grow and prosper over the long term if they understand and respect the views and needs of the Company's investors, customers, employees, suppliers and other stakeholders to whom the Company is accountable, as well as the environment the Company operates within.

Typically, in large and complex companies such as QinetiQ Limited, the Directors fulfil their duties through a Group wide governance framework that delegates day-to-day decision making, which is part of the wider QinetiQ Group (the 'Group') to the employees of the QinetiQ Group companies. The Board recognises that such delegation needs to be part of a robust governance structure, which covers the Group's values, how the Group engages with its stakeholders, and how the Board of Directors of QinetiQ Limited assures itself that the governance structure and systems of controls continue to be robust. Although QinetiQ Limited is used for trading and employment purposes within the wider QinetiQ Group, the majority of decisions concerning employee engagement and stakeholder relationships are made by the Board of QinetiQ Group plc, the Company's ultimate parent company.

By way of example, the Group operates a Group Delegation Matrix which ensures that:

- Decisions put before the Directors are within approved budgets and previously approved management/project plans, and operate in conjunction with our Operating Framework processes.
- Contentious issues (in particular any proposed contracting: (i) in new markets; or (ii) with non-traditional customers; or (iii) with non-familiar technologies; or (iv) where the sale of a technology or capability to a particular customer or for a particular use could give rise to adverse publicity through ethical or reputational risks; or (v) which could give rise to competition issues; or (vi) which has the potential to cause business disruption; or (vii) which involves regulatory issues that are not usual course of business; or (viii) in geographical territories recognised to be higher risk to operate in; or (ix) where the contract could give rise to a situation which would have a material negative impact on a group company's overall profit margin; or (x) involving any other

factor that could introduce unfamiliar and/or difficult to mitigate risks) are always referred to the ultimate parent company, QinetiQ Group plc.

- Managers are able to delegate authority provided to them in the Group Delegations Matrix. However, they remain responsible for any resulting approval of decisions and are therefore not able to delegate accountability or responsibility.
- Authorising managers must obtain and follow appropriate professional advice (eg: technical, commercial, procurement, HR, legal, financial, treasury, tax and trade controls).

Information about how the Directors of QinetiQ Group plc have fulfilled their duties under section 172 of the 2006 Companies Act is provided on pages 70 and 73 of the QinetiQ Group plc Annual Report and Accounts 2025.

Board training and support on section 172 duties

The Directors are supported in the discharge of their duties by the Company Secretary of QinetiQ Group plc, who is also a Director and the Secretary of QinetiQ Limited. All Directors have received guidance on their statutory duties, including those under section 172 and those under the reporting requirements introduced by the Companies (Miscellaneous Reporting) Regulations 2018.

Non-Financial and Sustainability Information Statement (NFSIS)

This company is exempt from detailed NFSIS reporting as its non-financial and sustainability information is included in the consolidated Group Strategic Report for QinetiQ Group plc, for the year ended 31st March 2025, shown on page 60-61 of the QinetiQ Group plc Annual Report and Accounts 2025.

Environment, Social and Governance (ESG)

It is important that we are focused on those environmental, social and governance (ESG) elements of sustainability that matter most to our business as it evolves and that we meet the expectations and the needs of our stakeholders. Delivering our sustainability strategy, based on key ESG material factors, ensures we are addressing risks and creating value for our shareholders and customers. It means we create a great place to work for our people and future workforce, protect the environment and have a positive impact in our communities.

A summary of the QinetiQ ESG framework is shown on page 39 of the QinetiQ Group plc Annual Report and Accounts 2025.

Environment

Information on environmental issues including greenhouse gas emissions (GHG), our Climate Transition Action Plan (CTAP) to meet our Net-Zero plan, environmental management, waste management, our contribution to biodiversity and our sustainable

solutions for customers is provided on pages 40-45 of the QinetiQ Group plc Annual Report and Accounts 2025.

Social

Information in respect of employee safety and wellbeing, employee engagement, skills and development, leadership expectation, Early Careers, flexibility and adaptability, Diversity, Equity and Inclusion (DE&I), social value is provided on pages 52 to 57 of the QinetiQ Group plc Annual Report and Accounts 2025.

Employee engagement

Information regarding employee engagement is provided on page 53 of the QinetiQ Group plc Annual Report and Accounts 2025.

Safety, Health and wellbeing of employees

We continue to reinforce the positive impact we have on the health, safety and wellbeing of our people, creating a safe and secure environment for us all to care and thrive. Our safety performance over the past 12 months shows:

- A fall in our Total Recordable Incident Rate (TRIR) rate from 2.5 in FY24 to 3.5 in FY25. (TRIR is calculated using the total number of recordable incidents, multiplied by 1000, divided by the average number of employees in that year).

For more on Safety and wellbeing, please see page 52 of the QinetiQ Group plc Annual Report and Accounts 2025.

Diversity and Inclusion

Creating an environment where everyone feels they belong and can thrive is a vital part of our culture. Our website include our Inclusion, Diversity and Belonging Strategy, and our publication of our Gender Pay Gap reports to meet UK Gender Pay Gap Reporting legislation:

(website www.qinetiq.com/en/our-company/sustainability/diversity-and-inclusion).

For more information on diversity and inclusion, see pages 55 of the QinetiQ Group plc Annual Report and Accounts 2025.

Governance and business ethics

The QinetiQ Group's approach to governance is described in detail from page 58-59 of the QinetiQ Group plc Annual Report and Accounts 2025. This includes business ethics, anti-bribery and corruption, human rights and modern slavery.

Business ethics

Our Code of Conduct defines our ethical standards, providing clear direction and guidance on how we do business. It contains information on ethical decision-making and also how to seek help and advice. We review the Code annually to reflect the evolving needs of our business, the regulatory environment and best practice. The

Code is for our people but we also make it available for customers, suppliers and other partners.

For more information on business ethics, see pages 58 of the QinetiQ Group plc Annual Report and Accounts 2025.

Anti-bribery and corruption (ABC)

The Group's anti-bribery and corruption (ABC) programme is designed to support our people and business partners to demonstrate the highest standards of ethical conduct within all jurisdictions in which we operate. Our zero tolerance approach to bribery and corruption in any form is explicitly stated in our Group Code of Conduct and our global anti-bribery and corruption procedures require that all business activity is conducted without the intent to bribe or corrupt.

For more information on ABC, see pages 58 of the QinetiQ Group plc Annual Report and Accounts 2025.

Human rights and modern slavery

We operate and manage an action plan across the Group to address the risk of forced labour and modern slavery. Our annual modern slavery statement is published on our website homepage

(<https://www.qinetiq.com/en/our-company/sustainability/business-ethics>). We scored 82% on the UK Government Modern Slavery Assessment Tool in FY25 (82% in FY24).

For more information on Human rights and modern slavery, see pages 58-59 of the QinetiQ Group plc Annual Report and Accounts 2025.

Approved on 22 July 2025