UBICO LIMITED

MINUTES OF BOARD MEETING
HELD ON THURSDAY 18 JUNE 2026 AT 08:30
VIA TEAMS

DIRECTORS PRESENT

Claire Hughes (Chair)	CH	Director
Patrick Ricketts	PR	Director
Ollie Woodhams	OW	Director
Nigel Brinn	NB	Director
Beth Boughton	BB	Managing Director
Rob Heath	RH	Operations Director
Brian Jarvis	BJ	Finance Director

IN ATTENDANCE

Head of Law, One Legal
Head of People
INED observers
Executive Support Manager

Item	Subject	Action for
1.	**APOLOGIES FOR ABSENCE** William McCarthy, Director Katherine Lyons, Director The chair welcomed the three INED observers to the meeting, along with OW who was the newly appointed LA NED for Gloucestershire County Council; introductions were made around the table.	
2.	**NOTICE AND QUORUM** The chair reported that due notice of the meeting had been given and that a quorum was present.	
3.	**DECLARATIONS OF INTEREST** OW declared his position as director of finance at Gloucestershire County Council.	
4.	**MINUTES OF LAST BOARD MEETING HELD ON 21 APRIL 2026/ REVIEW OF ACTIONS TABLE** The chair invited the board to comment on the accuracy of the minutes. There were no observations. The minutes were approved and digitally signed by the chair as an accurate record.	
5.	**BUSINESS OF THE MEETING**	
5.1	**RISK & AUDIT COMMITTEE 15/05/2026 – BUSINESS OF THE MEETING** Director NB presented the report. It was noted that the recent Risk & Audit Committee meeting was not quorate; however, the members in attendance held a full and constructive discussion, which will support the board's consideration of the relevant items of business requiring resolution. The associated committee reports and the minutes of the meeting were provided. The chair stated that she was delighted by the annual audit opinion. The board **RESOLVED** to approve the: • SWAP annual audit opinion	

	• Ubico going concern statement • Ubico annual governance statement • Insurance arrangements	
5.2	**Appointment to Risk and Audit Committee – Urgent decision** The managing director presented the report. It was noted that a governance gap had arisen in the membership of the Risk and Audit Committee (RAC) following the retirement of a member, meaning that the committee would not be quorate for its September 2026 meeting without an additional appointment. In line with the board's terms of reference, formal board approval was required to appoint a committee member. The RAC's terms of reference require a minimum of two non-executive directors, including at least one member with recent and relevant financial experience, competence in account and/or auditing. To ensure continued compliance with these requirements and to maintain effective governance, the report recommended the appointment of Ollie Woodhams to the RAC. Ther board **RESOLVED** to approve the appointment of Ollie Woodhams to the Risk and Audit Committee.	
6.	**BRIEFING AND DISCUSSION ITEMS**	
6.1	**SHEQ (Safety, Health, Environment and Quality) report** Exempt from publication under FOIA section 43(2) commercial interest. Our Health and Safety Policy can be found on the company's website: https://www.ubico.co.uk/support/health-and-safety-policy-statement/.	
6.2	**Risk report** Exempt from publication under FOIA section 43(2) commercial interest. For more information regarding our risk approach please read as part of the annual business plan: https://www.ubico.co.uk/media/ctgbgudm/ubico-business-plan-202627-final.pdf	
6.3	**Equality, Diversity and Inclusion (EDI) progress report** Exempt from publication under FOIA section 43(2) commercial interest.	
6.4	**Key communications from board** Exempt from publication under FOIA section 43(2) commercial interest.	

7.	**ITEMS TO BE NOTED** The items were noted.	
8.	**FORWARD PLAN** The forward plan was noted.	
9.	**ANY OTHER BUSINESS** Exempt from publication under FOIA section 43(2) commercial interest.	

DATE AND TIME OF NEXT MEETING
22 September 2026 @ 14:00 via Teams

[Digitally signed]

Date: