

SECTION 172 STATEMENT

Statement by the Directors in performance of their statutory duty in accordance with s172(1) of the Companies Act 2006.

The Board of directors of Ashtead Group plc considers that it has, both individually and collectively, acted in good faith in a way which would most likely promote the success of the Company for the benefit of the members as a whole, and in doing so have had regard (amongst other matters) to factors [a] to [f] as set out in s172(1) of the Companies Act 2006 for the decisions taken during the year ended 30 April 2024. In making this statement, the directors have considered the following matters:

– the likely consequences of any decision in the long-term: the Board monitored progress against the Group's strategy, Sunbelt 3.0, and reviewed the Group's next strategic growth plan, Sunbelt 4.0, as disclosed on pages 26 to 31, during the year and concluded that the strategy in place will support the long-term success of the Company. Shorter-term expectations in supporting that strategy are approved by the Board as part of the annual budgeting process, against which the performance of the Group is then monitored. Decisions taken during the year are made in the context of the Group's strategy in order to ensure that they are consistent with that strategy, take account of the Group's principal risks as described on pages 36 to 41 and are in line with the Group's capital allocation policy, which is designed to support long-term value generation for all stakeholders as detailed on page 31 and is reflected in the Board's assessment of viability as described on page 41;

- the interests of the Company's employees:** our people are critical to the success of our business and a core component of our business model. We endeavour to recruit the best people, train them well and look after them so that they provide the best possible service for our customers and remain with us for the long-term. The Board has ultimate responsibility for ensuring the Group's decisions consider the interests of our employees. Further details and examples of our activities with employees are provided on page 44 of the Strategic report and pages 64 to 67 of the Responsible business report;
- the need to foster the Company's business relationships with suppliers, customers and others:** managing the Company's relationships with suppliers and customers is critical in ensuring the Company delivers on its strategy. We dedicate account teams to our national customers to ensure that we maintain an ongoing dialogue while local customers are managed at a store level to enable us to respond at all levels of the organisation appropriately. The Board receives regular updates on our relationships with suppliers and customers, and has ultimate responsibility for approving investments made. Further details and examples of our activities with suppliers and customers are provided on pages 44 and 45 of the Strategic report;
- the impact of the Company's operations on the community and the environment:** the Group seeks to have a positive impact on the communities in which it operates and minimise the environmental impact of our operations. Examples of our community initiatives and the environmental steps we take are provided in further detail on page 68 of the Responsible business report and pages 70 to 77 of the Task Force on Climate-related Financial Disclosures;
- the desirability of the Company maintaining a reputation for high standards of business conduct:** the Group regularly reviews and updates, where appropriate, its business conduct and ethics policies and ensures that these are communicated to employees, are readily available to employees, customers and suppliers and that appropriate training is undertaken by relevant employees on a regular basis to reinforce the Group's policies. The Group business ethics and conduct policy is formally reviewed and approved by the Board on an annual basis and available on the Group's website, while employee specific policies are provided in employee handbooks available to team members. Further details are provided on page 69 of the Responsible business report and on page 86 of the corporate governance report; and
- the need to act fairly as between members of the Company:** the Company always seeks to ensure that its communications are transparent and its actions are in accordance with the Group's stated strategic aims to promote the long-term success of the Company. On pages 87 and 88 within the Corporate governance report we detail how we engage with our shareholders, including both institutional investors and private investors.