

Tarmac Trading Limited

Statement of corporate governance

The Board of the Company is pleased to present its Statement of Corporate Governance Arrangements for the period to 31 December 2019. The Board is committed to the creation of long-term sustainable value for the benefit of our ultimate shareholder CRH and wider stakeholders.

As a large private company which meets the threshold, TTL is required to disclose its corporate governance arrangements, including whether it follows any formal corporate governance code. As a private limited company, TTL is not subject to the UK Corporate Governance Code.

The Company applies its own corporate governance practices and has recently undertaken a review of its corporate governance protocols and controls during the course of the financial year leading to several recommendations for the Company to implement during 2020 in order to enhance its current corporate governance arrangements (the “2020 Governance Roadmap”). Please refer to the Company’s s172 (1) Statement for further information on how the Company has applied its corporate governance practices.

2020 Governance Roadmap

As detailed in the s172 Statement, it is the Board's intention to adopt a governance policy during 2020, which will formalise the current delegations and operational governance and provide detailed guidance for directors on the application and execution of section 172 duties. The Policy will provide directors with a clear process to follow for decision making. The 2020 Governance Roadmap will include:

The adoption of the Policy, which will:

- detail governance requirements (meeting requirements, board compositions etc)
- provide a formalised process for making principal decisions including a workflow to support the making of a principal decision - enabling the statutory board to be able to meet their statutory duties whilst ensuring that the decision making process is consistent; and
- ensure that everyone involved in and contributing to the decision making process, from the Board to the Board paper preparers, understand the duties which the directors’ are obligated to consider in the decision making process.