S172 Statement - Venator P&A Holdings UK Limited - Reg : 03767080

In discharging their duty to promote the interests of the company under section 172 Companies Act 2006, the directors of the company have regard to a number of factors and stakeholders' interests. These are described below.

Venator P&A Holdings UK Limited was formed as an intermediate holding company within the Venator Materials group and does not undertake any significant business activity. Venator P&A Holdings UK Limited is a wholly owned subsidiary and does not have any employees. Therefore, the directors do not consider the factors listed in section 172 (b) (the interest of the company's employees), section 172 (d) (the impact of the company's operations on the community and the environment) or section 172 (f) (the need to act fairly between members of the company) as relevant to the proper discharge of their duty under section 172.

Each of these factors are considered in relation to the Venator Group's wider operations as explained in the Corporate Governance Report within the annual report and financial statements of Venator Materials PLC (the ultimate parent company of Venator P&A Holdings UK Limited) for the year ending 31st December 2021.

Long-Term consequences of business decisions and maintaining reputation for high standards of business conduct

The directors believe that the long-term interests of our shareholders are advanced by responsibly addressing the concerns of stakeholders and interested parties. The board and management recognise that it is their joint responsibility to ensure compliance with all applicable regulatory requirements and company compliance policies. The board also considers the principal risks and uncertainties facing the company when making its decisions. More information on the principal risks and uncertainties can be found in the Strategic Report on page 2.

Further information on Venator group's business strategy, capital projects, investment decisions, R&D can be found within Form 20-F on Venator group's website at www.venatorcorp.com.

Identification of, and engagement with, stakeholder groups

As a holding company Venator P&A Holdings UK Limited and its subsidiaries uphold the same values and principles as Venator Materials PLC. Our passion for who we are and what we do gives us a competitive advantage in all our business endeavours. Our commitment to our values of integrity, zero harm, teamwork, innovation and performance unites us globally and fosters our high ethical standards. The Venator group's values are vitally important so that we continue to make the right decisions every day. The key values and principles that are part of the Venator group culture are cascaded down throughout to each of Venator's subsidiaries via the business conduct guidelines. These are available at https://www.venatorcorp.com/site-services/codes-of-conduct.

The company recognises the importance of maintaining strong relationships with its stakeholders to create sustainable long term value. Given the purpose of this company, the board views the relevant stakeholders to be the group's external lenders and the group's owners.

Further details regarding these groups and the main methods that the directors have used to engage with stakeholders during the course of the year is set out within the annual report and financial statements of Venator Materials PLC for the year ending 31st of December 2021.

The desirability of the company maintaining a reputation for high standards of business conduct

Similarly, the Venator group's pride in maintaining a reputation for high standards are also cascaded down throughout to each of Venator's subsidiaries using the same code of conduct guidance. Venator P&A Holdings UK Limited and its subsidiaries support and respect the protection of human rights around the world and work to ensure individual rights within their area of influence. In support of this commitment, the Venator group provides reasonable working hours and fair wages for those who work on its behalf and does not knowingly do business with anyone who engages in forced labour, human trafficking practices, nor the exploitation of children or slavery. All Venator group associates are expected to demonstrate this commitment by treating others fairly and consistently with proper regard to rights and obligations.

Venator is committed to the highest standards of health, safety, security and environmental protection. Every associate of the Venator group has a responsibility to meet Venator's commitment to these high standards by following all appropriate EHS standards, practices, processes and procedures, as well as applicable laws and regulations, to avoid risk to themselves and those around them.

Further information can be found in the Guidelines and Ethics section of Venator's website at www.venatorcorp.com. This includes Venator's Human Rights Policy, Modern Slavery Act Statement 2018 and Business Conduct Guidelines.

S172 Statement - Venator International Holdings UK Limited - Reg : 10407671

In discharging their duty to promote the interests of the company under section 172 Companies Act 2006, the directors of the company have regard to a number of factors and stakeholders' interests. These are described below.

Venator International Holdings UK Ltd was formed as an intermediate holding company within the Venator Materials group and does not undertake any significant business activity. Venator International Holdings UK Ltd is a wholly owned subsidiary and does not have any employees. Therefore, the directors do not consider the factors listed in section 172 (b) (the interest of the company's employees), section 172 (d) (the impact of the company's operations on the community and the environment) or section 172 (f) (the need to act fairly between members of the company) as relevant to the proper discharge of their duty under section 172.

Each of these factors are considered in relation to the Venator group's wider operations as explained in the Corporate Governance Report within the annual report and financial statements of Venator Materials PLC (the ultimate parent company of Venator International Holdings UK Ltd) for the year ending 31st December 2021.

Long Term consequences of business decisions and maintaining reputation for high standards of business conduct

The directors believe that the long-term interests of our shareholders are advanced by responsibly addressing the concerns of stakeholders and interested parties. The board and management recognise that it is their joint responsibility to ensure compliance with all applicable regulatory requirements and company compliance policies. The board also considers the principal risks and uncertainties facing the company when making its decisions. More information on the principal risks and uncertainties can be found in the Strategic Report on page 2.

Further information on Venator group's business strategy, capital projects, investment decisions, R&D can be found within Form 20-F on Venator group's website at www.venatorcorp.com.

Identification of, and engagement with, stakeholder groups

As a holding company Venator International Holdings UK Ltd and its subsidiaries uphold the same values and principles as Venator Materials PLC. Our passion for who we are and what we do gives us a competitive advantage in all our business endeavours. Our commitment to our values of integrity, zero harm, teamwork, innovation and performance unites us globally and fosters our high ethical standards. The Venator group's values are vitally important so that we continue to make the right decisions every day. The key values and principles that are part of the Venator group culture are cascaded down throughout to each of Venator's subsidiaries via the business conduct guidelines. These are available at https://www.venatorcorp.com/site-services/codes-of-conduct.

The company recognises the importance of maintaining strong relationships with its stakeholders to create sustainable long term value. Given the purpose of this company the board views the relevant stakeholders to be, the group's external lenders and the group's owners.

Further details regarding these groups and the main methods that the directors have used to engage with stakeholders during the course of the year, is set out within the annual report and financial statements of Venator Materials PLC for the year ending 31st December 2021.

The desirability of the company maintaining a reputation for high standards of business conduct

Similarly, the Venator group's pride in maintaining a reputation for high standards are also cascaded down throughout to each of Venator's subsidiaries using the same code of conduct guidance. Venator International Holdings UK Ltd and its subsidiaries support and respect the protection of human rights around the world and work to ensure individual rights within their area of influence. In support of this commitment, the Venator group provides reasonable working hours and fair wages for those who work on its behalf and does not knowingly do business with anyone who engages in forced labour, human trafficking practices, nor the exploitation of children or slavery. All Venator group associates are expected to demonstrate this commitment by treating others fairly and consistently with proper regard to rights and obligations.

Venator is committed to the highest standards of health, safety, security and environmental protection. Every associate of the Venator group has a responsibility to meet Venator's commitment to these high standards by following all appropriate EHS standards, practices, processes and procedures, as well as applicable laws and regulations, to avoid risk to themselves and those around them.

Further information can be found in the Guidelines and Ethics section of Venator's website at www.venatorcorp.com. This includes Venator's Human Rights Policy, Modern Slavery Act Statement 2018 and Business Conduct Guidelines.

S172 Statement - Creambay Limited - Reg : 04050413

In discharging their duty to promote the interests of the company under section 172 Companies Act 2006, the directors of the company have regard to a number of factors and stakeholders' interests. These are described below.

Creambay was formed as an intermediate holding company within the Venator Materials group and does not undertake any significant business activity. Creambay is a wholly owned subsidiary and does not have any employees. Therefore, the directors do not consider the factors listed in section 172 (b) (the interest of the company's employees), section 172 (d) (the impact of the company's operations on the community and the environment) or section 172 (f) (the need to act fairly between members of the company) as relevant to the proper discharge of their duty under section 172.

Each of these factors are considered in relation to the Venator Group's wider operations as explained in the Corporate Governance Report within the annual report and financial statements of Venator Materials PLC (the ultimate parent company of Creambay) for the year ending 31st December 2021.

Long Term consequences of business decisions and maintaining reputation for high standards of business conduct

The directors believe that the long-term interests of our shareholders are advanced by responsibly addressing the concerns of stakeholders and interested parties. The board and management recognise that it is their joint responsibility to ensure compliance with all applicable regulatory requirements and company compliance policies. The board also considers the principal risks and uncertainties facing the company when making its decisions. More information on the principal risks and uncertainties can be found in the Strategic Report on page 4.

Further information on Venator's business strategy, capital projects, investment decisions, R&D can be found within Form 20-F on Venator's website at www.venatorcorp.com.

Identification of, and engagement with, stakeholder groups

As a holding company Creambay and its subsidiaries uphold the same values and principles as Venator Materials PLC. Our passion for who we are and what we do gives us a competitive advantage in all our business endeavours. Our commitment to our values of integrity, zero harm, teamwork, innovation and performance unites us globally and fosters our high ethical standards. The Venator Group's values are vitally important so that we continue to make the right decisions every day. The key values and principles that are part of the Venator group culture are cascaded down throughout to each of Venator's subsidiaries via the business conduct guidelines. Further information can be found on Venator's website at www.venatorcorp.com/site-services/codes-of-conduct.

The company recognises the importance of maintaining strong relationships with its stakeholders to create sustainable long term value. Given the purpose of this company the board views the relevant stakeholders to be, the group's external lenders and the group's owners.
Further details regarding these groups and the main methods that the directors have used to engage with stakeholders during the course of the year, is set out within the annual report and financial statements of Venator Materials PLC for the year ending 31st of December 2021.

The desirability of the company maintaining a reputation for high standards of business conduct

Similarly, the Venator group's pride in maintaining a reputation for high standards are also cascaded down throughout to each of Venator's subsidiaries using the same code of conduct guidance. Creambay and its subsidiaries support and respect the protection of human rights around the world and work to ensure individual rights within their area of influence. In support of this commitment, the Venator group provides reasonable working hours and fair wages for those who work on its behalf and does not knowingly do business with anyone who engages in forced labour, human trafficking practices, nor the exploitation of children or slavery. All Venator Group associates are expected to demonstrate this commitment by treating others fairly and consistently with proper regard to rights and obligations.

Venator is committed to the highest standards of health, safety, security and environmental protection. Every associate of the Venator group has a responsibility to meet Venator's commitment to these high standards by following all appropriate EHS standards, practices, processes and procedures, as well as applicable laws and regulations, to avoid risk to themselves and those around them.

Further information can be found in the Guidelines and Ethics section of Venator's website at www.venatorcorp.com. This includes Venator's Human Rights Policy, Modern Slavery Act Statement 2018 and Business Conduct Guidelines.

S172 Statement - Venator Materials UK LTD - Reg : 00832447

In discharging their duty to promote the interest of the Company under Section 172 Companies Act 2006, the directors of the Company have regard to a number of factors and stakeholder interest. These are described below.

Venator Materials UK Limited was formed as a trading company within the Venator Materials Group and as such upholds the same principles and values as every entity within the Venator Materials Group. Further information on these principles and the factors that are considered in relation to the Venator Materials Group's wider operations are explained in the Corporate Governance Report within the annual report and Financial Statements of Venator Materials PLC (the ultimate parent company of Venator Materials UK Limited) for the year ending 31st December 2021.

Long-term consequences of business decisions and maintaining reputation for high standards of business conduct

The directors believe that the long-term interests of our shareholders are advanced by responsibly addressing the concerns of stakeholders and interested parties. The board and management recognise that it is their joint responsibility to ensure compliance with all applicable regulatory requirements and company compliance policies. The board also considers the principal risk and uncertainties facing the Company when making its decision. More information on the principal risk and uncertainties can be found in the Strategic Report on pages 4 - 6.

Further information on Venator's business strategy, capital projects, investment decisions, R&D can be found within Form 20-F and the Financial Statements of Venator Materials PLC for the year ending 31st of December 2021 on the Company's website at www.venatorcorp.com.

Identification of, and engagement with, stakeholder groups

As a subsidiary Venator Materials UK Limited upholds the same values and principles as Venator Materials PLC. Our passion for who we are and what we do gives us a competitive advantage in all our business endeavours. Our commitment to our values of integrity, zero harm, teamwork, innovation and performance unites us globally and fosters our high ethical standards in our relationships with each other, our customers and all with whom we do business. It is important for all associates to support our Company's values so that we continue to make the right decisions every day. The key values and principles that are part of the Venator Group culture are cascaded down throughout to each of Venator's subsidiaries via the business conduct guidelines. These are available at https://www.venatorcorp.com/site-services/codes-of-conduct'

The Company recognises the importance of maintaining strong relationships with its stakeholders to create sustainable long-term value. Given the purpose of this Company the board views the relevant stakeholders to be:

- its customers
- its employees
- its suppliers
- the group's external lenders
- the group's owners

Further details regarding these groups and the main methods that the directors have used to engage with stakeholders during the course of the year, is set out within the annual report and Financial Statements of Venator Materials PLC for the year ending 31st of December 2021.

The employees of Venator Materials UK Limited are fundamental to the delivery of its success, and so the company takes the time to recruit the right people in the right job. The company regularly invests in its employee's professional development to ensure each employee reaches their full potential. The Venator Group will continue to be a responsible employer with regards to the pay and benefits its employees receive. The Venator Group with the aim to better understand the needs of its employees has spent time investing in their mental health and wellbeing. The Greatham site (main production site for Venator Materials UK Limited) has spent time investing in the health of its associates and has been accredited Silver Status in the Better Health at Work award scheme run by Trade Union Congress and the NHS.

The Venator Group uses quarterly communication cascades with all employees to provide them with information regarding matters of concern to them and also to make all employees aware of financial and economic factors affecting the performance of the Company. The directors also engage with employees by regular communication updates, town hall meetings and site visits where employees are welcomed to ask questions of the directors. Directors regularly consult with and consider employee views, so they can take these views in to account when making decisions which then affect their employees. Employee representatives are also consulted in certain geographies, through either staff councils, works councils or trade unions.

The desirability of the company maintaining a reputation for high standards of business conduct

Similarly, the Venator Group's pride in maintaining a reputation for high standards are also cascaded down throughout to each of Venator's subsidiaries using the same code of conduct guidance. Venator Materials UK Limited supports and respect the protection of human rights around the world and work to ensure individual rights within their area of influence. In support of this commitment, the Venator Group provides reasonable working hours and fair wages for those who work on its behalf and does not knowingly do business with anyone who engages in forced labour, human trafficking practices, nor the exploitation of children or slavery. All Venator Group associates are expected to demonstrate this commitment by treating others fairly and consistently with proper regard to rights and obligations.

Venator is committed to the highest standards of health, safety, security and environmental protection. Every associate of the Venator Group has a responsibility to meet Venator's commitment to these high standards by following all appropriate EHS standards, practices, processes and procedures, as well as applicable laws and regulations, to avoid risk to themselves and those around them.

Further information can be found in the Guidelines and Ethics section of Venator's website at www.venatorcorp.com. This includes Venator's Human Rights Policy, Modern Slavery Act Statement 2018 and Business Conduct Guidelines.

S172 Statement - Venator Materials International UK Limited - Reg : 10408218

In discharging their duty to promote the interests of the company under section 172 Companies Act 2006, the directors of the company have regard to a number of factors and stakeholders' interests. These are described below.

Venator Materials International UK Ltd was formed as an intermediate holding company within the Venator Materials group and does not undertake any significant business activity. Venator Materials International UK Ltd is a wholly owned subsidiary and does not have any employees. Therefore, the directors do not consider the factors listed in section 172 (b) (the interest of the company's employees), section 172 (d) (the impact of the company's operations on the community and the environment) or section 172 (f) (the need to act fairly between members of the company) as relevant to the proper discharge of their duty under section 172.

Each of these factors are considered in relation to the Venator group's wider operations as explained in the Corporate Governance Report within the annual report and financial statements of Venator Materials PLC (the ultimate parent company of Venator Materials International UK Ltd) for the year ending 31st December 2021.

Long Term consequences of business decisions and maintaining reputation for high standards of business conduct

The directors believe that the long-term interests of our shareholders are advanced by responsibly addressing the concerns of stakeholders and interested parties. The board and management recognise that it is their joint responsibility to ensure compliance with all applicable regulatory requirements and company compliance policies. The board also considers the principal risks and uncertainties facing the company when making its decisions. More information on the principal risks and uncertainties can be found in the Strategic Report on page 2.

Further information on Venator group's business strategy, capital projects, investment decisions, R&D can be found within Form 20-F on Venator group's website at www.venatorcorp.com.

Identification of, and engagement with, stakeholder groups

As a holding company Venator Materials International UK Ltd and its subsidiaries uphold the same values and principles as Venator Materials PLC. Our passion for who we are and what we do gives us a competitive advantage in all our business endeavours. Our commitment to our values of integrity, zero harm, teamwork, innovation and performance unites us globally and fosters our high ethical standards. The Venator group's values are vitally important so that we continue to make the right decisions every day. The key values and principles that are part of the Venator group culture are cascaded down throughout to each of Venator's subsidiaries via the business conduct guidelines. These are available at https://www.venatorcorp.com/site-services/codes-of-conduct

The company recognises the importance of maintaining strong relationships with its stakeholders to create sustainable long term value. Given the purpose of this company the board views the relevant stakeholders to be, the group's external lenders and the group's owners.

Further details regarding these groups and the main methods that the directors have used to engage with stakeholders during the course of the year, is set out within the annual report and financial statements of Venator Materials PLC for the year ending 31st of December 2021.

The desirability of the company maintaining a reputation for high standards of business conduct

Similarly, the Venator group's pride in maintaining a reputation for high standards are also cascaded down to each of Venator's subsidiaries using the same code of conduct guidance. Venator Materials International UK Ltd and its subsidiaries support and respect the protection of human rights around the world and work to ensure individual rights within their area of influence. In support of this commitment, the Venator group provides reasonable working hours and fair wages for those who work on its behalf and does not knowingly do business with anyone who engages in forced labour, human trafficking practices, nor the exploitation of children or slavery. All Venator group associates are expected to demonstrate this commitment by treating others fairly and consistently with proper regard to rights and obligations.

Venator is committed to the highest standards of health, safety, security and environmental protection. Every associate of the Venator group has a responsibility to meet Venator's commitment to these high standards by following all appropriate EHS standards, practices, processes and procedures, as well as applicable laws and regulations, to avoid risk to themselves and those around them.

Further information can be found in the Guidelines and Ethics section of Venator's website at www.venatorcorp.com. This includes Venator's Human Rights Policy, Modern Slavery Act Statement 2018 and Business Conduct Guidelines.

S172 Statement - Venator Pigments UK Limited - Reg : 02395270

In discharging their duty to promote the interest of the company under section 172 Companies Act 2006, the directors of the company have regard to a number of factors and stakeholder interest. These are described below.

Venator Pigments UK Limited was formed as a trading company within the Venator Materials group and as such upholds the same principles and values as every entity within the Venator Materials group. Further information on these principles and the factors that are considered in relation to the Venator Materials group's wider operations are explained in the Corporate Governance Report within the annual report and financial statements of Venator Materials PLC (the ultimate parent company of Venator Pigments UK Limited) for the year ending 31st December 2021.

Long Term consequences of business decisions and maintaining reputation for high standards of business conduct

The directors believe that the long-term interests of our shareholders are advanced by responsibly addressing the concerns of stakeholders and interested parties. The board and management recognise that it is their joint responsibility to ensure compliance with all applicable regulatory requirements and company compliance policies. The board also considers the principal risks and uncertainties facing the Company when making its decision. More information on the principal risks and uncertainties can be found in the Strategic Report on pages 4 to 6.

Further information on Venators business strategy, capital projects, investment decisions, R&D can be found within Form 20-F on the company's website at www.venatorcorp.com.

Identification of, and engagement with, stakeholder groups

As a subsidiary Venator Pigments UK Limited upholds the same values and principles as Venator Materials PLC. Our passion for who we are and what we do gives us a competitive advantage in all our business endeavours. Our commitment to our values of integrity, zero harm, teamwork, innovation and performance unites us globally and fosters our high ethical standards in our relationships with each other, our customers and all with whom we do business. It is important for all associates to support our company's values so that we continue to make the right decisions every day. The key values and principles that are part of the Venator group culture are cascaded down throughout to each of Venator's subsidiaries via the business conduct guidelines. These are available at https://www.venatorcorp.com/site-services/codes-of-conduct'.

The company recognises the importance of maintaining strong relationships with its stakeholders to create sustainable long-term value. Given the purpose of this company the board views the relevant stakeholders to be:

- its customers
- its employees
- its suppliers
- the group's external lenders
- the group's owners

Further details regarding these groups and the main methods that the directors have used to engage with stakeholders during the course of the year, is set out within the annual report and financial statements of Venator Materials PLC for the year ending 31st of December 2021.

The employees of Venator Pigments UK Limited are fundamental to the delivery of its success, and so the company takes the time to recruit the right people in the right job. The company regularly invests in its employee's professional development to ensure each employee reaches their full potential. The Venator group will continue to be a responsible employer with regards to the pay and benefits its employees receive. The Venator group with the aim to better understand the needs of its employees has spent time investing in their mental health and wellbeing. At Kidsgrove a Wellness Group made up of a small group of associates working together in implementing initiatives and ideas around mental health has being set up to support the management in increasing the awareness of mental health.

The Venator Group uses quarterly communication cascades with all employees to provide them with information regarding matters of concern to them and also to make all employees aware of financial and economic factors affecting the performance of the company. The directors also engage with employees by regular communication updates, town hall meetings and site visits where employees are welcomed to ask questions of the directors. Directors regularly consult with and consider employee views, so they can take these views in to account when making decisions which then affect their employees. Employee representatives are also consulted in certain geographies, through either staff councils, works councils or trade unions.

The desirability of the company maintaining a reputation for high standards of business conduct

Similarly, the Venator group's pride in maintaining a reputation for high standards are also cascaded down throughout to each of Venator's subsidiaries using the same code of conduct guidance. Venator Pigments UK Limited supports and respects the protection of human rights around the world and works to ensure individual rights within their area of influence. In support of this commitment, the Venator group provides reasonable working hours and fair wages for those who work on its behalf and does not knowingly do business with anyone who engages in forced labour, human trafficking practices, nor the exploitation of children or slavery. All Venator Group associates are expected to demonstrate this commitment by treating others fairly and consistently with proper regard to rights and obligations.

Venator is committed to the highest standards of health, safety, security and environmental protection. Every associate of the Venator group has a responsibility to meet Venator's commitment to these high standards by following all appropriate EHS standards, practices, processes and procedures, as well as applicable laws and regulations, to avoid risk to themselves and those around them.

Further information can be found in the Guidelines and Ethics section of Venator's website at www.venatorcorp.com. This includes Venator's Human Rights Policy, Modern Slavery Act Statement 2018 and Business Conduct Guidelines.

Venator Materials PLC, Company Registration No. 10747130

Section 172 Companies Act Statement

The directors of Venator, and all directors of UK companies must act in accordance with a set of general duties. A director's duty is to promote the success of the Company for the benefit of its shareholders and wider members and in doing so must have regard to a number of broader guidelines. These wider guidelines are set out in Section 172 of the UK Companies Act 2006 and are summarised as follows:

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

At Venator the directors perform their duties through a governance framework that delegates day-to-day decision making to employees of the Company. The directors recognise that such a framework requires careful management and further detail can be found in Venator Corporate Governance Guidelines on our website at www.venatorcorp.com. The Corporate Governance Guidelines is an internal corporate policy and does not follow a specific adopted Corporate Governance code. The paragraphs below summarise Venator's culture, values and expectations of its employees so that the directors can promote the success of Venator and achieve the guidelines set out in section 172 and 414CZA of the UK Companies Act 2006.

<u>Business Conduct and Relationships</u>

At Venator, the directors believe our passion for who we are and what we do gives us a competitive advantage in all our business endeavours. Our commitment to our values of integrity, zero harm, teamwork, innovation and performance unites us globally and fosters our high ethical standards in our relationships with each other, our customers and all with whom we do business. It is important for all associates to support our Company's values so that we continue to make the right decisions every day.
Our Business Conduct Guidelines and corporate policies reaffirm our commitment to do the right thing and act with integrity, transparency and honesty in all circumstances. Everyone at Venator is responsible for acting in compliance with laws and regulations, maintaining high ethical standards and conducting business with integrity.

Venator is committed to sound principles of corporate governance in order to enhance the long-term value of the company for the benefit of its stockholders. The company believes that the long-term interests of its stockholders are advanced by responsibly addressing the concerns of stakeholders and interested parties. The Board and management recognise that it is their joint responsibility to ensure compliance with all applicable regulatory requirements and company compliance policies.

Venator's Business Conduct Guidelines apply across our operations and geographical locations. We hold annual training sessions with all our associates to discuss and promote the strong ethics and compliance practices that should be upheld. Our Corporate Governance Guidelines detail procedures taken in relation to conflicts of interest, Board leadership and general oversight, communications between shareholders and directors, annual performance reviews of the board and an annual review of governance policies.
Our Financial Code of Ethics details compliance procedures, ethical principles, waivers and violations. We operate an Ethics and Compliance reporting service 'Speak Up' that allows all associates and external stakeholders to anonymously raise any questions or concerns directly with our Ethics and Compliance (E&C) Team. Topics raised are thoroughly investigated, with the findings reported to the Board of Directors each quarter. This is treated with the upmost importance to the company.

Further information can be found in Venator's Business Conduct Guidelines including a section on 'Upholding Our Values for...our customers and business associates' at www.venatorcorp.com and also in the statement of engagement with suppliers, customers and others in a business relationship with the company which can be found in the Directors' Report on page 70.

Long Term

Venator's directors believe that the long-term interests of the shareholders are advanced by responsibly addressing the concerns of stakeholders and interested parties. The board and management recognise that it is their joint responsibility to ensure compliance with all applicable regulatory requirements and company compliance policies. The board also considers the principal risk and uncertainties facing the Company when making its decisions. More information on the principal risk and uncertainties can be found above in the Strategic Report on pages 21 to 44.

Venator's values of integrity, zero harm, teamwork, innovation and performance unite and guide us, they reflect the culture of the business and by following these principles the directors believe they will help us deliver the greatest value to our customers and associates.

Employees

Our people are at the core of our business, be that engaging with our customers or communicating with our suppliers and other key stakeholders. Because of this, we strongly believe in fostering the development, wellbeing, safety and diversity of Venator's 3,500 associates. Zero Harm and Teamwork are two of the five Venator values which guide our day to day approach to people management. We believe that by investing in our people, we create a more sustainable workforce that will drive our business growth and enable us to overcome the different challenges we face.

We believe that our values-based culture is a competitive advantage that is critical to our success and we implement policies that set forth these values including our Business Conduct Guidelines. We pride ourselves on maintaining high ethical standards and integrity, employee health and safety, teamwork, innovation and performance. We emphasise the importance of each of our employees supporting our core values, establishing standards for work ethic, collaboration, and a commitment to deliver results.

To remain a leading global manufacturer and marketer of chemical products, it is important that we continue to attract and retain exceptional talent. Our business results depend on our ability to successfully manage our employees, including attracting, identifying and retaining key talent. Factors that may affect our ability to attract and retain qualified employees include employee morale, our reputation, competition from other employers and availability of qualified individuals.

Venator uses quarterly communication cascades with all employees to provide employees with information on matters of concern to them and also to make all employees aware of financial and economic factors affecting the performance of the company. The directors also engage with employees by regular communication updates, town hall meetings and site visits where employees are welcomed to ask questions of the directors.
In order to regularly consult employees or their representatives, so that their views can be taken into account in making decisions affecting them, employee representatives are consulted, in geographies where it is required, through either staff councils, works councils or trade unions. Issues or concerns that require escalation are escalated to the Executive Leadership Team. The company also has a 'Speak Up' confidential reporting service for issues related to Venator's Business Conduct Guidelines.

A significant number of our employees are employed in jurisdictions where they are represented by a local works council consisting of company and employee representatives. A number of our employees are members of unions and we have entered into collective bargaining agreements with these unions on terms that we believe are typical for the industry in which we operate. We have experienced work stoppages in the past, but do not consider any of these work stoppages to have been material to our operations.

Venator is committed to recruiting the right people and invests in training and support of associates, including professional development to ensure they reach their full potential.
Venator operates an annual discretionary incentive bonus scheme for all associates and a selective share scheme on a nomination basis.

Venator Materials PLC, Company Registration No. 10747130

Section 172 Companies Act Statement (continued)

Employees (continued)

Associate Health and Safety
Excellent human safety and process safety performance is critical to our overall performance as a business. At Venator, we aim to take a consistent approach to managing and assessing health and safety risks among our workforce. We implement strict stop work policies and encourage our associates to conduct 60 second checks to help minimise the frequency of incidents.

Across our global sites and offices, teams participate in a daily or weekly ‘Safety Cross’, where our leadership teams set regular themes to share and discuss. A broad range of topics are covered, from safety in the home, healthy eating and personal fitness, cancer awareness and screening, improved mental wellbeing, hand safety and road safety. Associates are invited to feedback on the actions taken, which in turn helps to raise awareness of health and safety topics and improve people’s approach inside and outside of the workplace.
In 2020, our Comines site, France, received the Association Interprofessionnelle de France (AINF) award, a health and safety association, for most innovative industrial company championing safety initiatives in the Northern France region. AINF were particularly impressed by the site's focus on ZERO Harm initiatives both inside and outside of the workplace.
In 2021, our Teluk Kalong (TK) site, Malaysia, won an award from the Department of Safety and Health in Terengganu State for 'Safety and Inclusive Health; Togetherness and Commitment'. A member of the decision making panel commented "The video and report from Venator demonstrated leadership commitment for attaining a safety culture demonstrated through the compliance and intervene theme. They have stepped up accountability on Environment, Health & Safety on site. Well done Venator!"

We are particularly focused on supporting our associates with their mental health. At our Wynyard HQ, we implemented a Mental Health First Aider (MHFA) scheme which involved 14 of our associates joining a two day training course led by St. John’s Ambulance. The associates learnt to recognise the signs of mental illness and ensure they have confidence to support their colleagues when needed. So far, the scheme has successfully trained at least one associate at each of Venator’s UK sites. Looking forward, the MHFA initiative is being rolled out on a global scale, to encourage other Venator sites to adopt similar practices.
To build on the mental health support and resources available to associates, in 2021, Venator partnered with ShinyMind to bring a mobile app, co-designed with the NHS, which offers on-demand wellbeing and resilience activities and resources available from the comfort of your phone 24/7, 365 days a year.
Venator associates were also encourages to spare a moment or a few moments to focus on their own mental health or to do something for themselves to mark World Mental Health Day (2021). Across the sites various activities took place such as fitness sessions, virtual lunch and learns and a drop in craft room.

Physical health and safety is extremely important and we have a number of procedures in place to help protect our associates. All health and safety related incidents are recorded and in the rare cases where serious incidents occur, we conduct in depth root cause analysis to understand what happened and where improvements are needed.
This information enables us to put in place measures to mitigate against future incidents, as Venator strives for a zero rate of incidence across our workforce. We believe the trends in our recent safety data reflect the continuous improvements we have implemented across our sites.

Section 172 Companies Act Statement (continued)

Employees (continued)

Associate Health and Safety (continued)

Venator supports and respects the protection of human rights around the world and works to ensure individual rights within its area of influence. In support of this commitment, Venator provides reasonable working hours and fair wages for those who work on its behalf and does not knowingly do business with anyone who engages in forced labour, human trafficking practices, nor the exploitation of children or slavery. All Venator associates are expected to demonstrate this commitment by treating others fairly and consistently with proper regard to rights and obligations.

Venator is committed to the highest standards of health, safety, security and environmental protection. Every associate has a responsibility to meet Venator's commitment to these high standards by following all appropriate EHS standards, practices, processed and procedures, as well as applicable laws and regulations, to avoid risk to themselves and those around them.

In response to the COVID-19 pandemic we enacted rigorous safety measures across our organisation in order to safeguard our employees, customers, partners and suppliers. These measures included stopping non-essential business travel, increasing personal protective equipment requirements at our manufacturing sites, removing non-essential contractors from our sites, increasing cleaning and sanitising measures, implementing social distancing protocols, requiring work-from-home arrangements as appropriate and reducing the amount of employees working at a site at any given time. We continue to evaluate the appropriate measures to have in place to safeguard our employees and our business and we may take further actions as government authorities require or recommend, or as we determine to be in the best interest of our employees, customers, partners and suppliers.

In 2020, during the height of the COVID-19 pandemic Venator promoted associates health by launching a global challenge. Recognising the health benefits of exercise, Venator launched a global 100-day walking challenge. Eight of our sites took part and despite Covid-19 disruptions the teams collectively walked over 44 thousand miles. Our walkers reported feeling less stressed, had better sleep, lost weight and saw increased productivity.

All Venator associates are to avoid any personal activity or situation that may result in their own personal interests inappropriately benefiting from their role as a Venator associate. Venator and its associates are committed to never compromising their ethical standards to gain a competitive advantage or meet a business objective.

Further information can be found in the Guidelines and Ethics section of the company website at www.venatorcorp.com. This includes Venator's Human Rights Policy, Modern Slavery Act Statement 2018, Sustainability Report and Business Conduct Guidelines.

Community and Environment

At Venator, we recognise the importance of forming positive relationships with our local communities. We aim to invest in initiatives that address the needs of the local people, who have been an integral part of the company from the outset. In particular, we invest in small local organisations who may otherwise struggle to operate. To ensure we understand the local context, we facilitate ongoing stakeholder engagement with local community members and frequently collaborate with local authorities, NGOs and other not for profit organisations.

Our Bright Ideas and Together Funds

In 2021, at our Wynyard HQ, UK, we combined our previous two funds, The Together Fund and Bright Ideas Fund into one Community Fund to support local projects across the North East of England, close to our Wynyard HQ. Focusing on two of our values of Teamwork and Innovation, grassroots sports clubs, Ofsted registered education providers and other community based and not for profit organisations were invited to apply for a grant from the fund. The fund covers 13 councils across the North East of England. In 2021, we received 67 applications, which led to Venator donating over £11,000 to 40 local community organisations. In a change from previous years the organisation with the most votes received a donation of £1000, with second place receiving £750 and third place £500. The other 37 successful applicants each received £250. The organisations supported included sports clubs, music groups, foodbanks, hospices and science clubs plus a volunteer life brigade.

Since it was established in 2018, the Venator Community Fund has already awarded £38,750 to schools, community groups and charities across the North East of England.

Section 172 Companies Act Statement (continued)

Community and Environment (continued)

Match Funding
Through our Match Funding programme, Venator encourages associates to support the causes that are important to them. During 2019, we contributed £3,000 to more than 15 charities chosen by our people. In 2020 as a result of the COVID-19 pandemic and associates being unable to fund raise, there was no matched funding.

STEM Into The Future
As a company built on innovation, science and technology, Venator is doing its part to encourage youth to study Science, Technology, Engineering and Maths (STEM) subjects.

Venator has a team of STEM ambassadors who attend careers fairs and panel events at schools. Their goal is to break down industry stereotypes and highlight the ways STEM-related skills benefit everyday life. Representing a range of business functions including innovation, finance, manufacturing and marketing, these ambassadors take part in activities at local schools, on our Venator campus and at local exhibitions to inspire and attract more young people to STEM careers.

At our Wynyard headquarters, we sponsored our first STEM Fest aimed at inspiring young people to pursue careers within the STEM sector. The event welcomed a diverse group of 170 secondary school students from across the North of England to take part in engineering and math challenges. Students were given a virtual tour of Venator's Innovation Centre and were introduced to the types of technology used at Venator sites.

Our Scarlino site in Italy opened its doors to local students to hear from our experts on the science behind Venator's operations. And we partnered with the High Tide Foundation to increase awareness of career opportunities across the Tees Valley, UK. Several of our associates represented Venator at "Bring it on," an event in Sunderland, UK, aimed at inspiring, educating and motivating young people to explore STEM careers. In addition to raising the profile of STEM careers.

Local Employment Opportunities
In addition to raising the profile of STEM careers, Venator provides opportunities through apprenticeships as well as graduate schemes. Venator's Greatham, UK site has seen numerous successes among its apprentices. Four of our apprentices won multiple well recognised industry apprenticeship awards, including Apprentice of the Year as part of the North East awards, TTE Technical Institute Process Apprentice of the Year and the TTE Community Award among many others.
In 2019, we ran a successful internship program at our Teluk Kalong (TK) site in Malaysia taking on 35 interns. Our interns garnered knowledge and experience of a variety of our business areas from Technical, including electrical, mechanical and chemical, to our Support Services Group including HR, Finance and EHS. The TK site has successfully run a three year Management Trainee program offering participants the opportunity of permanent employment.
Similarly, an apprentice at our Uerdingen site, Germany, and his trainer were recognised at the 2019 Chamber of Industry and Commerce awards, winning two categories, "Best of the Best" apprentice and "Best Training Company".
In 2021, two of Venator's apprentices from Duisburg, Germany were placed runners-up in a competition run by the Chamber of Commerce and Industry (IHK) called EnergieScouts 2020/21. The goal was to develop a project to save energy and CO_2 emissions. Together, and with help from colleagues, the apprentices developed a project to reduce production temperature in one part of the Duisburg site, resulting in associated CO_2 emission savings and reducing costs.

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Section 172 Companies Act Statement (continued)

Community and Environment (continued)

Preserving Nature

Venator is a member of the Industry Nature Conservation Association (INCA), demonstrating our commitment to improve natural habitats enabling industry and nature to co-exist. We are particularly proud of the work we do at our Greatham site, UK, which contains the Greenabella Marsh nature reserve. We have been fortunate enough to work closely with INCA and other partners such as Natural England to help incorporate Greenabella into the wider Tees Estuary Site of Special Scientific Interest (SSSI). During 2020 our land that forms Greenabella Marsh is being earmarked by the Environment Agency for habitat improvement as part of the wider Tees estuary flood defence improvement plans. Venator are fully supporting and are engaged with stakeholder groups such as the RSPB, English Nature as well as local wildlife trusts.

In 2021, volunteers from Tees Valley Wildlife Trust teamed up with associates from our Greatham site, UK to replace a section of pathways at Greenbella Marsh nature reserve.

Our Duisburg site have also been working on a multi-million euro project to cap a landfill site. The team faced some challenges due to the presence of a protected species, the Natterjack Toad; a separate temporary habitat was created for the toads to ensure they were not harmed during the construction of the landfill cap. The landfill capping works have now been completed and the area will provide a stable and managed long term habitat.

The environment is under increasing pressure due to resource constraints and a changing climate. Global supply chains and business operations are under increasing stress. We feel strongly that robust environmental policies and continual management of resources are critical to managing and reducing the impact of Venator’s operations. A key example is that Venator is now engaged in developing site specific strategies to enable future compliance with TCFD disclosures taking into account both transitional and direct climate change pressures.

For further information on Venator's response to Environmental Matters including Climate Change, see Strategic Report: 'Environmental, Health and Safety Matters'.

This Section 172 Statement was approved by the Board of Directors on 20 May 2022