

Governance

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Board of Directors



John Rishton
Chair



Stephen A. Carter CBE
Group Chief Executive



Louise Smalley
Senior Independent Director



Gareth Wright
Group Finance Director

Appointed Non-Executive Director in September 2016, Chair in June 2021

John brings significant financial and international commercial experience to Informa. He was Chair of the Audit Committee from September 2016 until his appointment as Board Chair in June 2021.

John was Chief Executive of Rolls-Royce Group PLC from 2011 to 2015, having been a Non-Executive Director since 2007. His previous positions include Chief Financial Officer and then Chief Executive and President of Royal Ahold NV and Chief Financial Officer of British Airways PLC.

John is a Non-Executive Director of Diageo PLC and will be appointed as a Non-Executive Director and Chair Designate of Imperial Brands plc in July 2026, taking up the role of Chair in December 2026. He was Chair of Serco Group PLC until 31 December 2025 and has also held non-executive directorships at Unilever, Associated British Ports, Allied Domecq and Majid Al Futtaim.

N

- N Nomination Committee
- A Audit Committee
- R Remuneration Committee
- Committee Chair
- Member

Appointed Non-Executive Director in May 2010, Group Chief Executive in late 2013

Before becoming Informa's Group Chief Executive, Stephen was President and Managing Director EMEA at Alcatel Lucent Inc., Managing Director and Chief Operating Officer of ntl (now Virgin Media) and Managing Director then Chief Executive of JWT UK & Ireland.

He was the founding Chief Executive Officer of Ofcom and both Chief of Strategy and Minister for Telecommunications and Media in the Government of the former Prime Minister, The Right Hon. Gordon Brown.

Stephen is a Non-Executive Director of Vodafone PLC. He also represents Informa on the Boards of Informa TechTarget, BolognaFiere and PA Media Group Limited.

Stephen was made a Life Peer in 2008.

Appointed October 2021, as Remuneration Committee Chair in January 2022 and as Senior Independent Director from 1 December 2024

Louise has extensive experience of branded consumer propositions and a deep understanding of talent management and remuneration within large UK and international corporations. She attended the Cambridge Institute for Sustainability Leadership and has experience integrating sustainability strategies.

Louise served as Whitbread plc's Group HR Director, where she was also an Executive Director for nine years, having held HR directorships within Whitbread's Hotels & Restaurants and David Lloyd Leisure divisions. Before joining Whitbread, she worked in human resources at Esso and BP Oil.

Louise is a Non-Executive Director at AG Barr plc and was a Non-Executive Director at DS Smith plc until September 2024.

N R

Appointed July 2014

Gareth has considerable experience in senior financial roles across multiple UK public companies.

He joined Informa in 2009 and has held a variety of positions within the Group, including Deputy Finance Director and Acting Group Finance Director, before being appointed as Group Finance Director in July 2014. Gareth also chairs our Risk Committee.

Before joining Informa, Gareth held a variety of roles at National Express plc, including Head of Group Finance and Acting Group Finance Director. He qualified as a chartered accountant with Coopers & Lybrand (now PwC).



Board of Directors continued



Gill Whitehead OBE
Non-Executive Director

**Appointed August 2019
and as Audit Committee
Chair in June 2021**

Gill brings significant experience in the technology and media sectors to Informa. She is a member of the UK Government Digital Service's Responsible AI Advisory Panel and Visiting Policy Fellow at the University of Oxford's Internet Institute, focusing on global developments in online and AI safety.

From April 2023 to late 2024, Gill was Group Director of Online Safety at Ofcom and Chair of the Global Online Safety Regulator Network for 2024. Before that, from 2021 to early 2023, she was Chief Executive of the Digital Regulators Forum, a collaboration between the UK's largest regulators.

Gill spent four years as a Senior Director at Google, leading its Market Insights and Client Solutions & Analytics teams, and also worked at Channel Four and BBC Worldwide. She began her career at Deloitte Consulting.

Gill is a Non-Executive Director of NatWest Group plc and the British Olympic Association, and Chair of the Women's Rugby World Cup (England) 2025.

N A



Maria Kyriacou
Non-Executive Director

**Appointed July 2024
and as Non-Executive
Director responsible for
colleague engagement
in December 2024**

Maria has extensive leadership experience in the global entertainment market and listed corporates, and is a qualified chartered accountant.

Between 2020 and 2024, Maria was President of Broadcast & Studios for International Markets at Paramount Global and led its operations in Australia, UK and Israel, including all free-to-air, pay and streaming brands. She spent nearly ten years at ITV plc, latterly as ITV Studios' President, International. Earlier in her career, Maria worked for The Walt Disney Company in finance, sales, portfolio development and commercial roles, including as Senior Vice President for Digital Media Distribution EMEA.

Maria was appointed as Chair of the Supervisory Board at ProSiebenSat.1 Media SE in May 2025 and has previously held Non-Executive Director positions at Wizz Air Holdings plc and Fat Face Limited.

N A



Joanne Wilson
Non-Executive Director

Appointed October 2021

Joanne brings strong and current financial and operational experience to the Group.

Joanne is Chief Financial Officer of WPP PLC with responsibilities spanning finance, enterprise technology and real estate. She was previously Chief Financial Officer of Britvic PLC, where she was responsible for strategic planning, investor relations and IT, and also chaired Britvic's ESG Committee.

Joanne was formerly the Chief Financial Officer at dunhumby, a customer data science specialist and part of the Tesco Group, having held a range of international and domestic financial and commercial roles at Tesco. She qualified as a chartered accountant with KPMG before transferring to Hong Kong to work in its Corporate Finance practice.

N A



Zheng Yin
Non-Executive Director

Appointed December 2021

Zheng brings significant senior executive experience to the Board, providing valuable local insights into macro-economic and commercial trends in China and Asia, a significant trading region for Informa.

Zheng is Executive Vice President for China and East Asia at Schneider Electric SE, having previously held senior business development and strategy roles within the Group. Before joining Schneider Electric, Zheng was Head of Business Development for China for Phillips and held senior positions within Dow Jones and Reuters in the US, Hong Kong and Mainland China.

N R



Andrew Ransom
Non-Executive Director

Appointed June 2023

Andy brings extensive current international chief executive experience to the Board, including a track record of leading successful product innovation and digital transformation and of developing a high-performance culture. He has more than 30 years' experience of creating value through global mergers and acquisitions and engaging with stakeholders.

Andy has been Chief Executive of Rentokil Initial plc (Rentokil) since October 2013, having joined the company in 2008 as Executive Director of its global Pest Control business. Andy will step down as CEO and Executive Director of Rentokil on 16 March 2026.

Before joining Rentokil, Andy was a member of the executive management team at ICI.

Andy is a patron of Malaria No More UK.

N A R



Catherine Levene
Non-Executive Director

Appointed November 2024

Catherine is an entrepreneur, executive and Director with more than 25 years' experience in the digital and traditional media, e-commerce and publishing industries. She brings additional experience in technology, digital media and publishing to the Board.

Catherine was President of Meredith Corporation's National Media Group business, before it was acquired by IAC's Dotdash in 2021, having previously held roles as Chief Strategy Officer and Chief Digital Officer. She co-founded Artspace Marketplace, a leading online marketplace for contemporary fine art, and spent almost a decade at The New York Times in a broad range of product, business development and strategy roles for its digital division.

Catherine is a Non-Executive Director of Pitney Bowes, Inc., AD.net, U.S. News & World Report, and National Public Radio, Inc.

N



Patrick Martell
Group Chief Operating Officer

Appointed March 2021

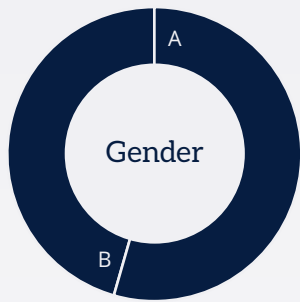
Patrick has significant experience of B2B markets and a track record of leading businesses through both digital transformation and mergers and acquisitions.

Patrick has been Group Chief Operating Officer since 2018 and Chief Executive of Informa Markets since 2023. Between 2014 and 2022, he was Chief Executive of Informa Intelligence, leading that division's return to growth through technology and product investments and improving operational efficiency, before its successful divestment.

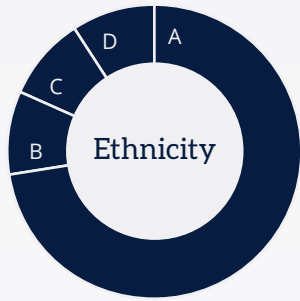
Patrick was previously Group CEO of St Ives, where he led its successful restructuring and repositioning.

With effect from 1 March 2026, Patrick stepped down as an Executive Director of the company in order to take up the role of Board Chair of Informa TechTarget. He will continue to act as Group Chief Operating Officer and as Chief Executive of Informa Markets.

Board composition

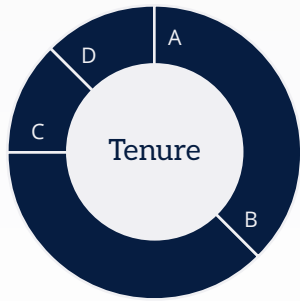


A Men - 54.55%
B Women - 45.45%



A British - 8
B British/Cypriot - 1
C American - 1
D Chinese - 1

Non-Executive
Director tenure



A 0-3 years - 3
B 3-6 years - 3
C 6-9 years - 1
D 9 years+ - 1

- N Nomination Committee
- A Audit Committee
- R Remuneration Committee
- Committee Chair
- Member

Chair's introduction to governance

Supporting growth



As Informa focuses on making the most of the position it has built over the last decade, the Board has supported the leadership and the business as it continues its pursuit of growth.



Thanks to a huge amount of hard work, focus and dedication from colleagues everywhere, Informa had another successful year in 2025. The company continues to have clear and compelling growth opportunities looking forward too, as set out by the leadership team at our 2025 Capital Markets Day. As a Board, we've seen these opportunities with our own eyes all over the world and met many of its stakeholders. I've particularly enjoyed meeting customers at various events and hearing their overwhelmingly positive feedback. The quality of our products and services contributed to Informa being named one of Britain's Most Admired Companies in early 2026: an excellent and well-deserved recognition for everyone involved in the business.

As global markets continue to be unpredictable and ask new questions of companies in every sector, Informa and its businesses stand ready to offer new and existing customers the expert and trusted research, industry connections, specialist insights and experiences that they need to move forward. Having worked hard in the past decade to build our position through organic growth, adding brands and combining with other businesses, this year's effort has largely gone into making the most of this strength, continuing to increase the quality of the business to benefit customers, shareholders and colleagues. The Board's focus this year reflects that. This is the remit of the One Informa programme, which began in earnest this year, and which the Board has followed closely.

Equipping our people to succeed

Internally, one aspect of the programme addresses the experience that our colleagues have within Informa, making sure they have the right tools to get things done as efficiently as possible, as well as giving them opportunities to excel in their careers. A good working experience has a positive impact on culture. The Board takes a close interest in this aspect, because motivated, committed people are the beating heart of any business. I've seen for myself a quite extraordinary level of professionalism and dedication from our colleagues, whether they're developing our brands or setting out the vision for the future of their part of the business at a strategy meeting. Everywhere I go, I see people's enthusiasm manifesting in different ways, from focusing on deepening the engagement with customers, to working with key suppliers, to safety, and a passion for sustainability initiatives such as Better Stands.

This all-round commitment comes through again this year as shown in participation levels for Pulse surveys and colleagues' overall engagement in the business, both of which would be the envy of any leading business. It is also pleasing to see growth in internal mobility. This is a strong indicator that people are more able than ever to have fulfilling careers at Informa.

In 2025, we invested in AI development and deployment across the Group, and oversaw the management of risks associated with this area. A key milestone overseen was the launch of Informa's AI capability through Elysia. Elysia is designed to empower colleagues and teams to do more, do it faster and do it better. The steady stream of new capabilities and applications as Elysia has been further developed has been exciting to see. As a Board, we will monitor progress and developments closely in the coming year, as the business continues to explore the possibilities and roll out enhancements to this fast-evolving tool.

Making the most of Informa's strengths

Looking externally, One Informa also focuses on the experience of our customers. The better that experience is, the more likely customers are to want to deepen their relationship with Informa. The Board has taken a close interest in the new Informa Festivals business, which focuses on events with experiences at their heart. It was exciting and fascinating to see first hand this business's flagship festival, Cannes Lions, for example, and to feel the buzz it generated. It takes multifaceted expertise to deliver this level of impact, and as a Board we support the ambition to build this type of experience into other Informa brands, be they transaction-led or more content-led events.

One Informa is also about making the most of our brands. One very tangible way to do this is to introduce brands with a strong presence in one territory to new regions. As such an international business, we now have a great ability to do this. For the Board, the continued success of our pharmaceutical industry brand, CPHI, since its launch in the Middle East in 2024 is a good example of this ability in action and demonstrates the potential to make even more of Informa's strengths.

Supporting our leadership team and business

On behalf of the Board, I want to thank Stephen and the leadership team for their work in 2025. They continue to guide the business with as much energy as ever. This includes being present and visible where our business is most active, from Turkey and Thailand to New York and Cairo. As a Board, we've once again had a constructive, positive relationship with Informa's leaders. This also applies to our engagement with the business as a whole. Whether it's supporting the new Informa TechTarget business in its foundation year, discussing plans of our Taylor & Francis academic publishing business, or leading sessions at town halls in New York, we've listened to and shared our experience with colleagues at all levels. Following the addition of businesses to the portfolio in 2023 and 2024, in 2025, the company focused more on how to get the most out of those businesses and our wider portfolio, having built real market strength over the last decade. The Board has strongly supported this focus and been involved in discussions about different growth initiatives and partnerships, including the strategic partnership with the Dubai World Trade Centre that formally came into effect in January 2026. Our ongoing growth ambitions have figured in our discussions on capital allocation as we look to manage Informa's leverage appropriately, while continuing to reward our investors and pursue opportunities.

As we do each year, the Board also spent time making sure the business has robust succession plans in place, including plans for my own succession as Chair, discussed in more detail on page 97.

Looking ahead to 2026

Supporting Informa's growth and operations will be one of our key interests as a Board in 2026, as it always is. We'll also continue to monitor other issues, from managing cyber risk to safeguarding our colleagues, customers and contractors by minimising health and safety risk through ongoing improvements to awareness and reporting. As well as this, we'll continue to prepare for the introduction of provision 29 of the UK Corporate Governance Code around the Board's monitoring of risk management and internal controls. In the coming year, we'll also discuss the renewal of Informa's sustainability strategy, FasterForward. It's already led to real success in important areas such as reducing waste and making relevant sustainability content part of all our brands. In 2026, we'll update our targets for the next phase of FasterForward, as the business continues to make good progress in reducing its carbon impact and waste.

In this, as in everything it does, I expect Informa to continue to draw on the enterprise, innovation and professionalism that have brought the business this far, and that promise even greater rewards.

John Rishton
Chair
11 March 2026

The Board's year

For the Board, 2025 was another busy year of overseeing Informa's performance, commercial success and operations, and working closely with the leadership team.

We continued to engage with our stakeholders, including shareholders, colleagues, customers and partners, and to track operational improvement programmes. We also stayed closely connected with Informa's individual businesses as well as key topics of interest such as AI and cyber security.

Given Informa's international reach, we've seen operations in all regions at first hand, whether as a full Board or individually. This gives us valuable insights into Informa's products and markets, the views of customers, suppliers and colleagues, and its culture.

In 2025, Informa continued to evolve and expand, integrating new businesses and supporting existing ones as they advanced their growth strategies. The Board played an active role throughout the year, providing insight, guidance and oversight to ensure these developments aligned with the Group's long-term objectives.



Staying close to our evolving business

Supporting new businesses

Two of the most significant developments from late 2024 and early 2025 were the launch of the Informa Festivals business, which includes colleagues and brands brought on board from the acquisition of Ascential, and the combination of some of our businesses with TechTarget to form Informa TechTarget. During the year, we therefore spent time with these new parts of Informa, monitoring integration activities and understanding their operations.

The Board has been closely following the development of Informa Festivals, recognising the importance of experiential and experience-led events as an important source of growth for Informa. In June, we hosted our 2025 AGM in France in order for the Board to participate in the Cannes Lions Festival of Creativity. Given the importance of this international showcase for the creative, technology and marketing industries, and its importance to the Informa Festivals division, we felt it was valuable for the Board to spend time with the LIONS and wider Festivals team. At the same time, we met colleagues from our Prestige business to stay up to date on developments in the specialist Luxury and Lifestyle market it serves.

Various Board members met with the management team of Informa TechTarget in Boston in 2025, sharing their experience of the digital and data services market and lending their support as the new business worked to establish itself as a combined company and return to growth.

Engaging with high-growth regions

We also spent time in Informa's highest-growth regions, such as the Middle East. This gave us insights into the company's opportunities, informing the advice and challenge that we provide. As a Board, we approved the proposed partnership with the Dubai World Trade Centre and continued to follow developments closely in the lead-up to the launch in early 2026 of inD: a partnership that brings together two of the region's leading B2B events businesses to create a platform for further growth.

Deepening insights across key markets

In New York, we also held rapid deep-dive sessions with the teams behind our most important North American businesses. The detailed, real-world insights they provided helped us have better-informed and more productive conversations at our annual strategy meeting.

In 2025, the Taylor & Francis Academic Markets business advanced its plans to evolve its operating model, including restructuring teams to focus on customer segments where we have the most potential to expand, such as the corporate market. We supported these developments, meeting with CEO Penny Ladkin-Brand and her leadership team to understand the business's evolving direction and to offer our input.

Through these engagements, the Board remained close to Informa's evolving businesses, ensuring that our decisions and guidance remain grounded in a deep understanding of the Group's operations, opportunities and challenges.



Overseeing

One Informa

Informa has grown and transformed in the past decade, and its priority now is to make the most of this growth and the investments of recent years. This is the purpose of the One Informa programme.

By helping the business to improve our customer proposition and operate as efficiently as possible, the programme is a key part of positioning Informa for further growth and development.

As a Board, we continued to support the leadership team as it laid the groundwork for One Informa in 2024, and we followed progress closely as it moved from planning to delivery in early 2025.

Drawing on our collective experience of managing growth in other businesses, we've had regular updates on progress across all four focus areas: marketing, brand, customer experience and colleague experience. In particular, we explored how the programme could create new ways for divisions to work together, creating new opportunities for shared success and driving efficiencies. We also discussed other developments including simplifying technology, enhancing customer engagement and supporting colleagues' career development.

These efforts are designed to ensure that One Informa not only delivers operational improvements but also strengthens the Group's culture and capabilities, enabling it to continue delivering value for all stakeholders.

Engaging with stakeholders

As a Board, one of our most important roles is engaging with the company's stakeholders, including colleagues, customers, partners and investors. This engagement helps us make better-informed decisions that consider different points of view and the implications for each group. Regular communication also gives our key partners another way to share their views and sustains their confidence in the business.

For more details about Board decisions in relation to different stakeholder groups, see our Section 172 statement on page 88 and the Directors' Remuneration Report from page 109.

Board members spent consistent time with colleagues during the year, through strategy meetings, events and town halls. Maria Kyriacou and Louise Smalley held a small group roundtable with colleagues from Informa Festivals as a check-in on our newest business, and together with our Chair, attended the Informa Awards, to present an award.

John Rishton attended a town hall in Hong Kong, which coincided with attending our Hong Kong Jewellery & Gem event and meeting government officials to discuss the impact of live events on the local economy. Several Board members also attended the AI Summit in London and Money20/20 event in Las Vegas, taking the opportunity to meet customers and colleagues, including those participating in the Showmakers programme.

Following a town hall in New York in October, Board members led discussion groups focused on topics that are particularly important to Informa and colleagues, such as the rollout of the One Informa programme, the role of AI in product innovation and career development. Colleagues were able to hear our views on Informa's growth prospects and our experience from outside of the company, and we also received insights into our colleagues' perspectives on these areas.



Focusing on people and culture

A positive working culture is a cornerstone of a growing, high-performing business. The Board therefore keeps a close eye on colleague sentiment, because this is an indicator of the overall health of the business. We receive regular updates on people and talent, including recruitment, retention and training, as well as updates on inclusion and diversity.

We monitor culture through a range of data points including insights from the annual Pulse engagement survey and reports, to the Speak Up whistleblowing service. In 2025, over 12,000 colleagues took part in our Pulse survey, contributing more than 50,000 comments. Engagement scores were strong overall, with consistent and high scores from our established businesses, while newer areas and those in transition were more mixed. We have supported the leadership team in looking into these differences further and responding to the questions raised.

We also receive regular updates on compliance and governance matters, including the company's annual Modern Slavery Act Statement, which we reviewed and approved.

The Board is encouraged by the company's continued focus on fostering a strong workplace culture. Efforts to encourage internal mobility led to internal candidates filling 44% of open roles in 2025 and we also supported the launch of The Campus learning platform featuring an AI-led career coach to help colleagues explore development opportunities and advance their careers.

As Board members, we welcome the chance to get first-hand insight into Informa's culture by seeing individual parts of the business for ourselves and meeting colleagues. These interactions consistently highlight the dedication, professionalism and customer focus of colleagues across all locations. This clear commitment to their roles and to delivering for customers is a testament to the strength of Informa's culture and its people.

Monitoring cyber security

Cyber security continued to be a focus in 2025, reflecting the increased complexity and frequency of cyber threats. As a Board, we received regular updates on Informa's efforts to mitigate cyber threats and make its systems more resilient. These efforts included measures such as penetration testing, attack simulations and ongoing improvements to security protocols.

After a UK Government request to large organisations, the Board also reviewed the company's position to make sure we follow the principles of the Cyber Governance Code of Practice and signed up to the National Cyber Security Centre's Early Warning service. As part of this, the Board also confirmed we require vendors to follow cyber security standards such as Cyber Essentials.

For more about how our Audit Committee monitored the business's work on cyber, see page 104.

Advancing the possibilities of AI

AI represents significant opportunities for Informa, offering the potential to enhance efficiency, innovation and growth across the business. It's being embraced across the business, and we are also mindful of, and managing, relevant risks appropriately, whether by keeping our data and intellectual property secure or by complying with the constantly evolving regulations.

As a Board, we helped the business to strike a balance between the two, with a perspective rooted in individual Board members' experience and expertise, both in technology and other businesses. This is important in making sure that the company continues to be ambitious in using AI to pursue its strategy.

In 2025, we monitored the launch and expansion of Informa's proprietary AI capability, Elysia, which empowers colleagues and teams get more done, faster, while limiting the risk of data loss through public AI tools. This included exploring the expected benefits for our colleagues and customers.

Through the Audit Committee, we also oversaw developments such as the company's AI governance programme, including the establishment of the AI Council. This Council provides a structured framework for managing AI across the business, ensuring that its use is ethical, secure and aligned with Informa's values and strategic priorities.

Board performance review

As set out in the 2024 Annual Report, in light of the Board appointments during the second half of 2024, the expected completion of the Ascential acquisition and the combination with TechTarget, the externally facilitated Board review was postponed until 2025.

Russell Reynolds was appointed to undertake this review, which was focused on making sure the Board was operating at its most effective, and that it possessed the right skills and capabilities, was aligned with Informa's strategy, supported management's ambitions and represented the interests of shareholders and other stakeholders.

As part of the review, all Directors and the Company Secretary completed a confidential online survey. In-depth one-on-one interviews followed to explore in more detail their views of strategy, challenges and opportunities, governance arrangements and processes, Board composition and contributions, as well as the way in which the Board functioned overall. The final report was reviewed and discussed in December 2025.

The overall findings from the review confirm that Informa has a highly effective and high-performing Board. The results reflect the alignment among the Directors, who recognise the Board's distinctive strengths and its collective impact.

The review identified a number of strengths, including:

- The Board worked well together and has a highly engaged, collegiate culture, which is closely aligned with that of the business.
- The leadership team view the Board as approachable, and Directors consistently participate in key events and receive broad enterprise-wide exposure.
- The Chair fosters an open and inclusive culture, ensuring that both Executives and Non-Executive Directors are engaged and empowered to contribute and challenge when required. Each Director is deeply committed to investing the time and energy necessary to support strong governance and contribute to the ongoing success of the business.
- There is a robust and mutually respectful relationship between the Chair and Group Chief Executive.
- There is an appropriately diverse representation on the Board in terms of experiences, capabilities and background, with members contributing well.
- The Committee Chairs are held in high regard by fellow Board and Committee members, and each Committee operates well.

- Board operations are effective, with a supportive secretariat. Meetings focus on discussion rather than presentations. Onboarding and exposure to the business were considered to be best practice.

The review identified certain areas for development that include a continued focus on future opportunities for growth, ensuring the culture of constructive challenge continues and, when appropriate, using external presenters to look at emerging trends and technologies.

Separate to the external effectiveness review, the Senior Independent Director led the review of the Chair's performance during the year. The outcomes strongly reinforced the findings of the external effectiveness review, especially with regard to fostering an open and inclusive culture.

Board members appreciate the Chair's guidance, feedback and receptiveness to different perspectives. He continues to invest considerable time outside Board meetings to gather insights and foster relationships with colleagues across the Group, with external partners and with stakeholders.

As a result, the unanimous view is that the Chair continues to be highly effective and provided strong leadership to the Board, the leadership team and the Group throughout 2025.

Board attendance

Director	Board ¹	Audit	Nomination	Remuneration
John Rishton ⁴	8/8	-	1/3	-
Stephen Carter	8/8	-	-	-
Gareth Wright	8/8	-	-	-
Patrick Martell	8/8	-	-	-
Louise Smalley	8/8	-	3/3	4/4
Maria Kyriacou	8/8	4/4	3/3	-
Catherine Levene ²	7/8	-	3/3	3/3
Andy Ransom	8/8	-	3/3	4/4
Gill Whitehead	8/8	4/4	3/3	-
Joanne Wilson	8/8	4/4	3/3	-
Zheng Yin ³	7/8	-	3/3	4/4

- 1 Excluding meetings held at short notice or Board Sub-Committee meetings
- 2 Catherine Levene was unable to attend a meeting in January 2025 due to a diary clash in place before her appointment
- 3 Zheng Yin was unable to attend a meeting in April 2025 due to the date being changed at short notice
- 4 John Rishton did not attend the Nomination Committee meetings which related to the Chair's succession



Section 172 Statement

Informa's success is based on creating benefits for all stakeholders. The Board fully considers stakeholder interests in order to make sure the company is well positioned for the long term as well as the near term.

Our approach

At Informa, we are committed to fulfilling the responsibilities outlined in Section 172 of the Companies Act 2006, which requires the Directors to act in a way that promotes the success of the company for the benefit of its members as a whole, while also considering the interests of other stakeholders such as colleagues, partners, customers and suppliers. The general principles in the legislation are intrinsic to how Informa thinks and operates, and these are firmly embedded in our culture.

The way we work as a Board reflects this commitment. Guided by the Chair and supported by the Group Chief Executive, we ensure that each Board meeting is structured to encourage diverse perspectives and robust discussions. This ensures that each Director can share their different perspectives and contribute to the Board's overall decision making. Informa's Directors are appointed for the strength and diversity of their skills and experience, including their recent and relevant executive and non-executive experience. This helps bring a breadth of views and insight to our decision making and ensures that we remain attuned to the evolving needs of our stakeholders.

The Non-Executive Directors spend a considerable amount of time in and around the business and, as described on pages 84 to 86, they regularly engage directly with colleagues. We also engage with customers and business partners when the opportunity arises – whether at Informa's events or during the formation of new partnerships. Presentations and management reports also give us insight into current stakeholder interests, and we take these into account when making decisions that align with our long-term strategy.

The Board holds annual strategy meetings, where the divisions present their three-year plans for review, debate and approval. These reviews consider capital investment, the Group budget, investor returns and future resourcing requirements. Informa's leadership team continues to follow a consistent strategy to accelerate growth and deliver long-term benefits for investors and other stakeholders.

Our principal decisions in 2025

The whole Board takes business decisions collaboratively with input from members of the leadership team. Certain topics, such as approving significant transactions, key financial decisions, and the Group's long-term objectives and commercial strategy, are reserved for the Board's approval. These reserved matters, detailed on our website, reflect the importance we place on collaborative and informed decision making.

Opposite are two examples of decisions we took as a Board during the year and they help illustrate our approach to Section 172.

Approving inD – a strategic partnership with the Dubai World Trade Centre (DWTC)



Colleagues



Partners



Customers



Investors

Background

In March 2025, Informa announced a strategic partnership with DWTC, combining our B2B Events business in the United Arab Emirates and broader IMEA region with DWTC's B2B events business. This partnership was designed to create greater scale and unlock new opportunities in one of the world's fastest-growing markets for B2B events, reinforcing Informa's commitment to driving growth and innovation in the region.

Decision

The decision to approve this partnership was the result of a thorough and collaborative process by the Board. We carefully reviewed the businesses that were contributed by both parties, alongside the governance principles for the combination. This included evaluating the key reserved matters, and the short- and long-term effects on our customers, suppliers and colleagues.

To ensure the partnership was structured for success, the Board established a sub-committee to approve the final terms, which it did before the announcement on 6 March 2025, with completion taking place on 19 January 2026.

Following initial approval, the Board received regular updates on progress towards completion, including:

- **Day One readiness:** This included approving an internal reorganisation of the brands and other assets that would form part of inD
- **Leadership appointments:** Reviewing the brief for the role of inD Chief Executive Officer and leadership team appointments
- **Brand identity:** Agreeing the partnership's brand identity to ensure that it reflects its regional ambition and regional focus.

We were satisfied that the partnership would provide colleagues and customers with greater opportunities. It was also confirmed that there would be no change to the employment terms for any inD colleague as a result of the combination of the businesses, ensuring stability and continuity for the team.

Outcome

This strategic partnership strengthens the relationship with the DWTC and positions us to capitalise on the growing demand for B2B events in the IMEA region. Colleagues will also benefit from enhanced career progression opportunities, while our customers will benefit from expanded venue capacity and long-term growth opportunities.

As a Board, we are confident that the partnership will drive regional growth and strengthen Informa's position as a global leader in B2B live events.

Balancing capital allocation decisions



Investors



Colleagues



Customers

Background

We recognise the importance of balancing the interests of our key stakeholders – investors, colleagues and customers – when making decisions on capital allocation. Our capital allocation framework is designed to deliver sustainable growth and consistent returns, combining organic investment into the business, progressive dividends for shareholders, inorganic investment opportunities and an annual commitment to share buybacks. This approach ensures we remain agile, resilient and focused on creating long-term value.

Decisions

In 2025, the Board undertook a series of discussions to address key capital allocation priorities, including the €700m of EMTN borrowings that were due to mature in October 2025. This included considering:

- the state of the debt capital market and its potential volatility.
- the uncertain geopolitical environment and its impact on financial planning.
- the business's ongoing capital expenditure requirements.
- the financial headroom available if the maturity was financed without raising new debt.

We also reflected on the timing and appropriate size of any new EMTN issuance, should we decide that this would be the most appropriate way of financing the maturity.

After careful consideration, in May, we agreed that the company should undertake a new EMTN issuance, raising €700m in the EMTN markets in early June. These borrowings fully financed the October maturity.

In addition to addressing debt maturity, the Board made several decisions to deliver returns for investors. In March 2025, we recommended a 2024 final dividend of 13.6p per share (paid in July) and an initial 2025 share buyback programme of £200m. Later in the year, we declared an interim dividend for 2025 of 7.0p per share in July (paid in September) and increased the share buyback programme by a further £150m, taking the total commitment for 2025 to £350m.

Outcome

We continue to be satisfied that our capital allocation framework strikes the right balance between balancing the need for investment in the business and to provide returns for our investors.

Issuing more EMTN borrowings to fully repay the maturity provided continuity in the Group's debt capital strategy and maintained financial flexibility. We also continued with our stated progressive ordinary dividend policy, and our share buyback programme underscored our commitment to delivering consistent returns to shareholders.

We're satisfied that our capital allocation framework continues to be appropriate and that the decisions taken during the year positioned the Group for continued growth while balancing stakeholder interests and maintaining financial resilience.

Stakeholder engagement

Board engagement during 2025

Shareholders



Large institutional investors hold most of Informa’s issued share capital, mainly through ordinary shares and a small American Depository Receipts programme.

Informa also has debt investors through its EMTN issuances.

Board engagement

We meet investors first hand as part of the Chair’s annual investor roadshow. In 2025, the Chair was again joined at most of these meetings by Louise Smalley, our Remuneration Committee Chair.

The Group Chief Executive and Group Finance Director present our full-year and half-year financial results to investors and meet institutional investors throughout the year to discuss the business and respond to any concerns.

The Chair joined the Capital Markets Day held in Dubai, meeting investors and analysts.

The Director of Investor Relations provides an update to each Board meeting summarising industry news and details of investor engagement and key trends. We also regularly receive analyst and broker reports.

Impact of engagement

We consider the views and feedback from investors and analysts when we discuss the company’s capital allocation plans, particularly regarding our share buyback programme and dividend recommendations.

To allow shareholders to attend our AGM wherever they are, we provided a livestream and electronic meeting platform in 2025. This allowed our shareholders to follow the meeting, ask questions and vote in real time.

Business partners



Informa takes pride in maintaining close relationships with key business partners, such as joint venture partners, major event contractors and suppliers, and representatives from host cities.

Board engagement

Whenever we get the opportunity, we meet key partners in person. In 2025, this included meeting business partners, venue partners and city representatives in North America, the Middle East, Europe and Asia.

The Group Chief Executive and Group Chief Operating Officer also give us regular updates on key developments with our business partners and major suppliers.

Impact of engagement

Through our engagement with business partners, suppliers and representatives from the cities where we operate, we broaden our understanding of what’s important for them and how Informa can offer support. This deeper understanding informs our discussions of future company strategy.

Colleagues



We have more than 14,000 colleagues working in over 30 countries around the world. Their specialist knowledge and day-to-day contributions drive our business, products and customer service. Engaging with our colleagues and ensuring that Informa provides opportunities to develop and retain talent are our priorities.

Board engagement

For details of how the Board engaged with colleagues during 2025, see pages 84 to 86.

The Group HR Director provides twice-yearly updates on talent, culture, engagement and inclusion matters, including the results of the annual Pulse survey.

Impact of engagement

Through our regular engagement with colleagues, and by receiving feedback from our annual Pulse surveys, we can better understand what matters most to our colleagues. For example, at breakout sessions following the New York town hall in October, we spoke informally to colleagues about subjects such as AI deployment within the business and career development.

Hearing this direct feedback, together with analysing the results of the annual Pulse survey, allows us to monitor the company’s culture and support senior leadership as they continue to strengthen talent and development initiatives.

Customers



We have a large and diverse customer base. What they all have in common is that they work in specialist markets and need relevant, high-quality knowledge and connections to help them do more as professionals and businesses.

Board engagement

We meet customers first hand when we attend Informa events. In 2025, this included speaking to our customers at events in Europe, North America, the Middle East and Asia.

The Group Chief Executive provides regular performance updates, with more information coming from divisional CEOs during the year.

See page 85 for more details on the discussions at our annual strategy meetings.

Impact of engagement

By meeting our customers face to face, and through regular reports, we can monitor how the business is responding to their needs.

Engagement with divisional colleagues also allows us to more fully understand customer trends in our Academic Markets and B2B Live Events businesses. This helps us to take better informed decisions in all our businesses, especially around strategy and capital allocation, to make sure that Informa invests in the products and services that bring the most benefit to our customers.

How we promote Informa’s success

How we consider the long term

For more than a decade, Informa’s leadership team has followed a consistent strategy to accelerate growth and deliver long-term benefits for investors and other stakeholders. The general principles laid out in Section 172 are intrinsic to how Informa thinks and operates, and are firmly embedded in our culture.

The One Informa programme will maximise the platform built in the past 10 years by investing in the customer experience, the colleague experience and technology. More details about the programme’s progress are given from page 22.

The Board holds annual strategy meetings where divisions present their three-year plans for review, debate and approval. These reviews consider capital investment, the Group budget, investor returns and future resourcing requirements.

How we consider our operations and the environment

Sustainability is embedded into everything Informa does. The initial FasterForward programme, approved in 2020, has now concluded and we will take time in 2026 to review and discuss the next stage of our sustainability programme. FasterForward has directed our focus to the areas where Informa makes most impact. See pages 31 to 33 for more details of how we embed sustainability in our operations.

How we consider business conduct

The Board sets the tone for Informa’s culture and lead from the top in the way that we engage with colleagues, customers and investors, and consider stakeholders’ interests in our decisions. We review and approve policies that set out our agreed guiding principles and accepted behaviours for all colleagues, including our Code of Conduct, which is supported by mandatory training for everyone.

We also approve the company’s annual Modern Slavery Statement and the most recent of these is on our website.

Compliance with the Code

Our Statement of compliance summarises how Informa has applied the principles of the 2024 UK Corporate Governance Code (the Code), available at [frc.org.uk](https://www.frc.org.uk), and how we have complied with its provisions. It should be read alongside the Strategic Report on pages 4 to 77, and the Governance Report, including the Directors’ Remuneration Report, on pages 79 to 126.

The Board confirms compliance with the Code’s provisions for the year ended 31 December 2025, except for provision 19 (Chair’s tenure), which is detailed on page 93.

Board leadership and company purpose

A. The Board’s role

The Board sets objectives, monitors progress and ensures alignment with business culture. Reserved matters are approved by the Board, while others are delegated to Committees or Executive Directors. Board and Committee papers are shared securely before meetings, with updates provided by Committee Chairs. The business model and principal risks are detailed on pages 10 and 11 and 65 to 70, respectively.

B. Purpose, values, culture and strategy

Informa’s purpose is to champion specialists, connecting businesses and professionals with knowledge that helps them to learn more, know more and do more. Each year, the Board holds a multi-day offsite event to review the Group’s strategy, when members of the leadership team present and discuss their forward-looking plans. Informal meetings with senior colleagues also help to foster trust and build productive relationships.

The Board also sets the tone for the company’s culture, leading by example and guided by the principles in our Code of Conduct. Details of how the Board monitors culture are on page 86.

C. Governance reporting

The Board ensures that resources align with objectives and that performance is measured effectively. The Board met eight times during 2025, and all Directors continue to act in the best interests of the company, consistent with their statutory duties.

Details of the Board’s year are on pages 84 to 87, Board biographies are on pages 79 to 81 and attendance information is on page 87.

Potential conflicts of interest are reviewed annually. No unresolved concerns about the operation of the Board or the management of the company were raised during 2025.

D. Shareholders and stakeholders

The Board engages with all our stakeholders, including shareholders, colleagues, customers, business partners and suppliers. The Board also receives reports from the leadership team about their own engagement, feedback and actions.

The Chair, usually joined by the Remuneration Committee Chair, again held his annual shareholder roadshow with major institutional investors. Stakeholder engagement details can be found in The Board’s year on pages 84 to 87, in our section 172 statement and disclosures on pages 88 to 91 and in the Directors’ Remuneration Report from page 109.

E. Colleague policies and practices

Maria Kyriacou is our designated Non-Executive Director for workforce engagement, and during 2025, she spent time with our HR and Inclusion leaders to understand colleagues’ perspectives on life at Informa.

All our Board members engage and spend time with different colleague groups throughout the year. This year, this included participating in town halls and small group discussions, and attending events such as the Informa Awards and Walk the World.

Our Code of Conduct provides detailed information on our commitments and expectations regarding workplace behaviour and practices. It applies to all Informa colleagues, including Board members, contractors, consultants and business partners. Procedures are in place to allow any colleague to report concerns in confidence – either through their line managers and senior management, or through our independent and confidential whistleblowing service, Speak Up. This service is also open to third parties, including suppliers and contractors.

Division of responsibilities

F. Board Chair

John Rishton has been Chair of the Board since June 2021, and was considered to be independent when he was appointed. As Chair, John is responsible for leading the Board and ensuring its effectiveness. During Board meetings, he encourages each Director to participate, fostering a culture of openness and constructive debate where diversity of thought is valued and encouraged.

G. Board composition

The names and biographies of our Board Directors are set out on pages 79 to 81 and are also available on our website.

Our independent Non-Executive Directors make up 70% of our Board, excluding the Chair, and each remains independent. No one person or small group dominates the Board’s decision making. The roles of the Chair and Group Chief Executive are separate, and each has clearly defined responsibilities. The division of responsibilities between members of the Board is available on our website.

H. Non-Executive Directors

Our Non-Executive Directors provide independent oversight and constructive challenge to the leadership team, helping to develop proposals around strategy and scrutinising the company’s performance in meeting its agreed goals and objectives. They provide a balance of views in Board discussions and offer strategic guidance and specialist advice. The Non-Executive Directors also meet regularly without Executive management being present.

Our Senior Independent Director is Louise Smalley who, in this role, acts as a sounding board for the Chair and serves as an intermediary for the other Directors if necessary. The Senior Independent Director also provides an additional point of contact for shareholders and other stakeholders, and leads the evaluation of the Chair’s performance.

As well as preparing for and attending Board and Committee meetings, the Non-Executive Directors spend time in meetings or on telephone calls with the Chair, the leadership team, colleagues, stakeholders and advisers.

The Non-Executive Directors consult the Chair if they are considering taking on other significant appointments, having thought about how another appointment might affect their time commitment to Informa. Details of the approvals given during the year are on page 96. With the Board’s approval, the Executive Directors may accept one other external non-executive appointment and may keep any fees paid to them. Members of the Board may also be asked to sit on the boards of joint ventures or other companies in which the Group has an investment.

I. Policies and processes

All Directors have access to the advice and services of our Company Secretary, and can also take independent advice relating to the performance of their duties at the company’s expense. The Company Secretary is responsible for advising the Board on all governance matters and supporting the Board to make sure that the right policies, processes, information and resources are available to allow them to work effectively and efficiently.

Composition, succession and performance

J. Board appointments

The Nomination Committee’s report on its work during 2025 can be found on pages 95 to 98.

The Nomination Committee is responsible for overseeing Board appointments, Committee membership, Board and Executive Committee succession planning, and diversity and inclusion matters. All Directors offer themselves for re-election by shareholders annually.

Our Board Inclusion and Diversity Policy can be found on our website, while details of the gender identities and ethnicity of our Board members and senior management are set out on page 98.

K. Skills, experience and knowledge

The Nomination Committee uses a matrix to ensure that the skills, experience and knowledge of the current Directors reflect those that the Committee believes are appropriate for the Group’s business and strategic requirements.

The Committee is also mindful of the need to regularly refresh the Board and to monitor the length of service of the Directors.

The Chair reached the ninth anniversary of his first appointment to the Board in late 2025. The Nomination Committee, led by the Senior Independent Director, has begun the process of recruiting a successor. More details are given on page 97.

L. Board performance review

During 2025, Russell Reynolds was appointed to undertake an external performance review of the Board and its Committees. The outcomes of the review are given on page 87.

Audit, risk and internal control

M. Independence and effectiveness of internal and external audit

The Audit Committee's report on its work in 2025 can be found on pages 99 to 108.

The Committee is responsible for overseeing financial and narrative reporting and for assessing the effectiveness and objectivity of our external and internal auditors. The Committee also oversees the independence and effectiveness of our internal audit function and reviews the relationship and independence of our external auditor, PricewaterhouseCoopers LLP (PwC).

The Committee has adopted a policy for approving all audit and non-audit services by the external auditor to make sure that its independence is not impaired.

N. Fair, balanced and understandable assessment

The Board considers this Annual Report, taken as a whole, to be fair, balanced and understandable, and to provide the information shareholders need to assess the company and the Group's position and performance, business model and strategy.

Before making this recommendation to the Board, the Audit Committee reviewed the process for preparing the Annual Report and the way in which the Group's overall prospects and financial position are disclosed.

The content of the Annual Report is reviewed by a working group of key contributors, making sure that all required disclosures are transparent and understandable before it is reviewed by the Audit Committee. The Committee makes sure that the narrative reporting is consistent with the Financial Statements, the wider economic environment and any information previously communicated to investors, analysts and other stakeholders, and that the content of the Strategic Report and the Financial Statements are aligned. More information on the fair, balanced and understandable statement can be found on page 101.

The Group's viability analysis, Viability Statement and Going Concern Statement can be found on pages 71 to 72.

O. Risk management and internal control framework

The Board is responsible for setting the Group's risk appetite and making sure that there is an effective risk management framework. It has delegated responsibility to the Audit Committee for overseeing the effectiveness of the Group's risk management and internal control systems. For details of how the Committee reviewed these controls, see pages 103 and 104.

Details of the Group's principal and emerging risks, and how they are assessed, managed and mitigated, are set out on pages 60 to 70. The Audit Committee and the Risk Committee work with the Board to review, oversee and mitigate risks, and each year the Board or relevant Committee reviews each of the principal risks in detail. More information about our Risk Committee can be found on page 103, while details of how Informa is preparing for Provision 29 of the Code can be found on page 104.

Remuneration

P. Remuneration policies and practices

The Remuneration Committee's report on its work in 2025 is set out on pages 109 to 123.

The Committee is responsible for determining, approving and reviewing the company's global remuneration principles and frameworks, making sure that they support the Group's strategy and are designed to promote our long-term sustainable success.

Q. Procedure for developing the remuneration policy

The current Directors' Remuneration Policy was approved by shareholders in June 2024 and can be found on our website.

The Committee also sets the policy for executive remuneration arrangements that prioritise the Group's long-term strategy and allow us to recruit and retain suitable talent, as well as to review the remuneration arrangements for the wider workforce. The Committee Chair regularly consults the company's major investors and advisers about remuneration proposals.

R. Remuneration outcomes and independent judgement

No Director is involved in determining their own remuneration arrangements. The Committee considers business plans, individual performance outcomes and input from the Audit Committee, when determining remuneration outcomes.

Nomination Committee Report



John Rishton
Chair of the Nomination Committee

Informa's Nomination Committee ensures that members of our Board have the right skills and attributes to support the leadership team in fostering an inclusive culture and to meet the Group's strategic priorities.

As we continue to explore new strategic partnership opportunities, and implement the One Informa programme, it is important that we retain an experienced and diverse Board to be a source of support and challenge to the leadership team.

Having welcomed two new members to the Board during 2024, in 2025, Board membership remained constant, with no additional appointments. We did however review the membership of Board committees, leading to Catherine Levene's appointment to the Remuneration Committee from March 2025.

We continued to consider the balance of skills and experience needed to help the Board to be effective. Assessing balance was part of this year's external review of Board performance, which concluded that the Board has a good breadth of expertise of the type that is important to Informa's strategy. Details of the review are on page 87.

As usual, we conducted our annual review of the succession plan for the leadership team. The Group Chief Executive and Group HR Director joined us for the initial part of these discussions.

The Committee also considered the succession plan for my role as Board Chair. Our Senior Independent Director chaired those meetings and more details are on page 97.

Monitoring talent initiatives

One of our roles as a Committee is to oversee Informa's efforts in fostering an inclusive culture and to monitor the effect of its talent initiatives.

We were particularly pleased to see an ongoing increase in the proportion of vacancies being filled internally, rising from 30% in 2024 to 44% in 2025. We see this as a great endorsement of Informa's internal mobility programme. As in past years, we welcomed the chance to meet colleagues in different settings and regions to sample the company's culture for ourselves. For more on this, see The Board's year, on pages 84 to 86.

I confirm that the Board meets the UK Listing Rules' requirements, with more than 40% of Board members being female, including the role of Senior Independent Director, and our Board includes representation from minority ethnic backgrounds.

John Rishton
Committee Chair

11 March 2026

Committee responsibilities

- Review the membership of the Board and its Committees so that there is a broad mix of skills and experience that is suited to the Group's strategic priorities.
- Recommend suitable candidates for the role of Senior Independent Director and as members of Board Committees.
- Make sure that succession plans are in place for the Board and senior management, and oversee the development of a diverse pipeline for succession in the Group.
- Monitor the effect of talent and inclusion initiatives across the Group.

The Committee's full terms of reference are available on our website.

Committee membership

All our independent Non-Executive Directors are members of the Committee, and their biographies are given on pages 79 to 81. While not a member, the Group Chief Executive is typically invited to attend Committee meetings, except when matters concerning him are discussed. Other senior managers are also invited to attend meetings when relevant.

The Group Company Secretary is secretary to the Committee and attends all meetings.

The Committee met three times during the year but, as in previous years, discussions and debates on topics that are part of the Committee’s remit were often conducted during Board meetings.

Board performance review and training

The Committee asked Russell Reynolds to undertake an external review of the performance of the Board, its Committees and our Directors in late 2025. The Board discussed its conclusions (see page 87) in December. Russell Reynolds has also been appointed to support the Committee in the search for a new Board Chair and provides external search support for other senior roles within Informa.

The review assessed the skills, experience and diversity of our Directors in relation to Informa’s needs. The matrix below shows that the Board has a good breadth of expertise across the 10 disciplines that are particularly important to Informa’s business strategy:

Details of our Directors’ experience and qualifications are given in their biographies on pages 79 to 81.

In addition to the skills that the Directors bring to the Board, ongoing and tailored training is provided to enhance their knowledge of the Group and the matters affecting it. The Directors voluntarily complete the same key training modules as all colleagues in order to understand what the business is focusing on and what’s expected of everyone. In 2025, this included modules on fraud prevention and respect at work.

Managing time commitments

The Committee confirmed that all Non-Executive Directors continue to commit substantial and sufficient time to Informa to discharge their responsibilities effectively, by attending Board and Committee meetings and company events, and by engaging with colleagues, shareholders and investors. All Non-Executive Directors remain independent and provide a valuable contribution through their diverse knowledge, skills and experience. We have recommended that each one is reappointed at the 2026 AGM.

The Board considers that Non-Executive Directors holding additional board appointments and, where relevant, executive roles in other organisations bring significant benefits to the company. These external roles mean that Non-Executive Directors remain closely connected to current market practice, regulatory developments, and emerging commercial, technological and governance trends across sectors.

Such relevant experience enhances the quality of the strategic challenge and insight they bring to Board discussions, promotes the sharing of good practice, and strengthens the Board’s ability to anticipate opportunities and risks in a rapidly evolving business environment. Non-Executive Directors may accept additional appointments with the Chair’s or the Board’s approval, provided that they continue to allow sufficient time for their responsibilities to Informa.

John Rishton’s external roles changed during 2025. He retired as Chair of Serco Group plc at the end of the year and was appointed as a Non-Executive Director of Diageo PLC from 1 November 2025, for which Board approval was granted. In early 2026, the Board also approved John’s appointment as a Non-Executive Director and Chair Designate of Imperial Brands PLC. He will take up the Non-Executive Director role in July 2026 and become Chair in December.

Maria Kyriacou was also given Board approval for her appointment as Chair of the Supervisory Board of ProSiebenSat.1 Media SE from 28 May 2025.

The Code allows Executive Directors to hold one non-executive directorship in a FTSE 100 company or other significant appointment. Stephen A. Carter serves as Non-Executive Director at Vodafone Group PLC. Neither Gareth Wright nor Patrick Martell hold disclosable appointments.

Succession planning

After a number of changes were made to the Board in 2024, 2025 has been stable – the only change was the Committee’s recommendation that Catherine Levene become a member of the Remuneration Committee from early March 2025. As the business continues to grow in scale and complexity, we will continue to review the Board’s composition to make sure that it retains a balanced mix of skills, experience and perspectives to support the Group’s strategy.

Senior leadership development also continues to be a priority. In 2025, as in previous years, we held a private session with the Group Chief Executive and Group HR Director to review succession plans for Executive Committee members and other key senior leaders. This process helps to identify future leaders based on merit and objective criteria, and considers the benefits of gender, social, ethnic and cognitive diversity.

Supporting a culture of inclusion

Our Committee continues to support Informa’s inclusive culture, where diverse perspectives and backgrounds are valued equally. The Group HR Director provides us with regular updates on the company’s talent programme and on how all colleagues have access to opportunities for growth, development and career advancement.

In 2025, we considered management’s work to enhance the internal mobility programme and to support career development. Committee members also joined colleagues in London and New York to discuss career paths and to share their own experiences (see page 85). The Committee was pleased to see that internal hiring rates have increased once again, from 30% in 2024 to 44% in 2025.

Decisions about Board appointments will continue to be merit-based and will consider the benefits of a diversity of perspectives, experiences and backgrounds. This approach supports our truly diverse and international business.

Planning for Chair succession

In September 2025, John Rishton reached the ninth anniversary of his appointment to the Board, having joined as a Non-Executive Director and Chair of the Audit Committee in September 2016. He was appointed as Board Chair in June 2021.

The Code recommends that the chair of a board should not serve beyond nine years from the date of their first appointment, although some flexibility is allowed, particularly in cases where the chair was an existing non-executive director. Considering this recommendation, and acknowledging the benefits of refreshing Board membership periodically, the Committee concluded:

- **Board performance review outcomes:** The recent external review highlighted strong satisfaction with John’s leadership and independence, and his deep understanding of Informa’s operations and strategy. His continuing and substantial time commitment to Informa was also noted
- **Global experience:** John’s expertise in international business, cross-border finance and global markets, particularly in the Middle East, remains invaluable as we continue to develop our partnership with DWTC and strengthen our Tahaluf partnership in Saudi Arabia
- **Board stability:** Following the appointment of new Directors in 2024 and the relocation of key executives in 2025, leadership continuity is critical

As a result, the Committee unanimously agreed that extending John’s tenure as Chair was in the best interests of the company and its stakeholders. Although we have begun a process to find his successor, John has agreed to seek re-election at the AGM in 2026 – but not in 2027 – in order to ensure that there is a smooth handover with his successor. This will allow sufficient time to identify and transition to a new Chair. Therefore, we will propose John’s re-election as a Director at the AGM in June 2026.

We have appointed Russell Reynolds to support the search for a new Chair. Russell Reynolds is a signatory to the Voluntary Code of Conduct for Executive Search Firms, and its expertise of the UK and international markets will help us to identify a candidate with the skills, experience and cultural intelligence to lead the Board and support it in directing the company effectively.

Russell Reynolds also conducted the 2025 Board performance review and provides external search support for senior roles within Informa.

We will announce the new Chair’s appointment during 2026, with that person taking up their role in early 2027.

Louise Smalley
Senior Independent Director

Experience and skills



Nomination Committee Report continued

As a company listed on the London Stock Exchange, Informa is required to disclose certain numerical data on the ethnic background and gender identity of members of the Board and our Executive Committee at 31 December 2025, our chosen reference date.¹ The data was collected by the Company Secretary from each individual and is shown in the table below.

	Number of Board members	% of the Board	Number of senior positions on the Board (Chair, CEO, CFO, SID)		Number in executive management	% of executive management
Women	5	45.5	1		3	21.4
Men	6	54.5	3		11	78.6
Not specified/prefer not to say	–	–	–		–	–

	Number of Board members	% of the Board	Number of senior positions on the Board (Chair, CEO, CFO, SID)		Number in executive management	% of executive management
White British or other White (including minority-white groups)	10	90.9	4		14	100
Mixed/multiple ethnic groups	–	–	–		–	–
Asian/Asian British	1	9.1	–		–	–
Black/African/Caribbean/Black British	–	–	–		–	–
Other ethnic group, including Arab	–	–	–		–	–
Not specified/prefer not to say	–	–	–		–	–

1 See UK Listing Rule 6.6.6R and Annex 1

Audit Committee Report



Gill Whitehead
Chair, Audit Committee

Informa’s Audit Committee plays a critical role in ensuring the integrity of the Group’s financial reporting, internal controls, and risk management, in a business delivering strong year-on-year growth and expansion.

As Informa continues to grow, in 2025, the Audit Committee focused on the company’s expansion activities, as well as governance matters around data and the use of AI. We also continued to review technology governance and the work being done to maintain cyber security and prepare for new regulations on material controls.

Overseeing expansion plans

Informa delivered another year of significant growth in 2025 based on strong performance in its specialist markets. The Committee has paid close attention to these expansion plans, including our new inD partnership in the Middle East, giving consideration to the supporting capabilities that will be needed both centrally and regionally as the Group continues to grow and develop.

We spent time on the recent Informa TechTarget combination. The combination happened at the end of 2024, with Informa TechTarget now forming one of our majority-owned operating divisions. We closely reviewed the methodology and judgements supporting the mid-year impairment of goodwill, and were encouraged by its growth in Q4.

In 2025, it became clear that the volume of work needed to support Informa TechTarget in meeting its S4 filing and ongoing quarterly SEC reporting requirements, together with the work to remediate control deficiencies that are material at the subsidiary level (but not at the Informa Group level), was greater than anticipated.

We’re pleased to see that these early issues have been resolved after intensive efforts from all teams involved, including an agreed workplan for remediating the control deficiencies. Both Informa TechTarget and the Group have also strengthened the Finance team’s capacity and capability in light of the Group’s continued growth.

Improving data and AI governance

Amid the dynamic landscape of AI technologies, our focus in 2025 was to make sure that Informa established strong foundations to underpin the business’s responsible use of AI. To this end, we reviewed and approved the widening of focus of our principal risk dealing with privacy regulation so that it also explicitly includes the management of those risks related to a failure to use data and AI technologies responsibly. As a Committee, we dedicated time to discuss this evolving principal risk in three of our four meetings this year.

As in previous years, we continued to focus on the maturity of data privacy in the business, noting its third year of improvement since our annual monitoring began. The business established an AI Council during the year, made up of cross-disciplinary colleagues reporting to the Chief Commercial Officer. The Council is responsible for seeing that Informa develops and deploys AI tools in a co-ordinated and responsible way. Its early activities included drafting an AI Governance Charter, which we reviewed and approved.

Internal Audit commissioned an external specialist review to evaluate the company’s overall AI governance practices against key elements from recognised best practice frameworks. The Committee reviewed the findings, noting their commendations in several areas as well as their recommendations for change. The Committee confirmed the intention to conduct another third-party review in 2026 to make sure that the new governance frameworks are being implemented as intended.

Reviewing new material controls and fraud prevention requirements

In preparing for the Board’s first declaration under Provision 29 of the Code regarding the effectiveness of Informa’s material controls at the end of 2026, the Committee focused on the methodology for defining, testing and assuring these controls.

The Committee scrutinised the definition of materiality thresholds and the scope of testing and assurance, and received confirmation that the workplan supporting the declaration was on track. In early 2026, the Committee will review the results of management’s walkthroughs of material controls at the 2025 year end, along with the proposed approach to assurance for 2026.

In September 2025, the new reporting requirements around a failure to prevent fraud (FTPF) came into effect. During the year, we reviewed the adoption of processes and controls to ensure the delivery of our response to this risk and challenged management’s view regarding the adequacy of protection. Committee members took part in the fraud awareness training that Informa has introduced for colleagues.

Monitoring technology resilience and cyber security

The Committee maintained a strong focus on cyber security and technology governance. Under the One Informa programme, our technology landscape is being simplified and the Fortify programme continued its work to enhance technology data quality, service resilience, application lifecycle management and cloud foundations. We maintained oversight of Fortify’s KPIs and progress, noting that it remains on track and is performing as the business intended.

In response to the UK Government’s advice to businesses regarding cyber security, received in October 2025, we can confirm that the company is already aligned with the principles and vendor standards that the Government recommends.

Looking ahead

In light of the increased demands on the Audit Committee and the continued growth of the business, I began an exercise towards the end of the year to refresh our audit agenda. This will make sure that we spend our time where it’s most needed in the coming year.

In 2026, we intend to focus more time on the Group’s continued expansion, One Informa, cyber and AI, as well as overseeing the continued building of capability and capacity in the Finance function, and making sure that the inD partnership is fully enabled.

We note the UK Government’s decision to withdraw the UK Audit Reform Bill and carry out a consultation on simplifying and modernising corporate reporting requirements. These developments are consistent with our own appetite to grow and operate at pace, underpinned by good governance, and we look forward to participating in the consultation.

Thank you

I’d like to thank my Committee colleagues, Maria Kyriacou and Joanne Wilson, for their input, support and diligence during the year, and PwC, our external auditor, for their ongoing support. I’m also grateful for the support of all my fellow Non-Executive Directors and the members of the leadership team who attended our meetings and contributed to our discussions.

Finally, on behalf of the Committee, I’d like to thank our Group Finance Director, Gareth Wright, and all members of the Finance team for their hard work and dedication in 2025.

Gill Whitehead
Chair, Audit Committee

11 March 2026

Committee responsibilities

- Monitor the integrity of the company’s and Group’s Financial Statements and any formal announcements relating to financial performance – and, where requested by the Board, review the content of the Annual Report and confirm whether, taken as a whole, it is fair, balanced and understandable.
- Review significant financial reporting judgements, issues and estimates relating to the Financial Statements.
- Review and monitor the effectiveness of the Group’s internal financial controls and its risk management systems and procedures on the Board’s behalf.
- Oversee compliance, whistleblowing and fraud programmes, approve Group policies in relation to accounting, tax and treasury matters, and monitor legal and regulatory requirements around financial reporting.
- Monitor the effectiveness of the Internal Audit function and approve the annual internal audit plan.
- Assess the effectiveness of the external audit process, review and monitor the external auditor’s independence and objectivity, approve the policy for the external auditor to supply non-audit services, and make recommendations to the Board about the appointment, reappointment and removal of the external auditor, its remuneration and terms of engagement.

The Committee’s full terms of reference are available on our website.

Committee membership

Gill Whitehead has been Chair of the Audit Committee since June 2022, working alongside our other Committee members Joanne Wilson (appointed October 2021) and Maria Kyriacou (appointed July 2024), whose biographies are given on pages 79 to 81. All Non-Executive Directors are invited to attend Committee meetings and are particularly encouraged to attend those that consider the full-year and half-year results.

Gill and Joanne are Fellows of the Institute of Chartered Accountants and have significant financial experience in several sectors. Maria is also a qualified chartered accountant. Gill and Joanne are considered to have recent and relevant financial experience, as required by the Code. The Board is satisfied that the Committee as a whole has knowledge and competence relevant to the markets in which Informa operates. The mix of its members’ financial and business experience allows for effective discussion, challenge where appropriate and oversight of critical financial matters.

Other regular attendees at Audit Committee meetings include the Board Chair, the Group Chief Executive, the Group Finance Director, the Group Chief Operating Officer and Head of Internal Audit, as well as our external auditor. None of these attendees is a member of the Committee. Other members of the leadership team are invited to attend when relevant.

The Group Company Secretary is secretary to the Committee and attends all meetings.

Reviewing financial reporting

One of our key responsibilities as a Committee is to review, evaluate and recommend the Annual Report to the Board, having made sure that the Annual Report provides a fair, balanced and understandable assessment of the company’s position, business model, performance, strategy and prospects.

During our considerations, we:

- Assess the process for preparing and verifying the Annual Report, seeking input from appropriately qualified colleagues
- Ensure that our accounting policies and practices are appropriately applied, particularly for significant transactions, and confirm compliance with accounting standards and other regulatory financial reporting requirements, including the Code
- Evaluate material accounting assumptions, estimates and significant judgements or key matters identified during the audit, and review the application and effectiveness of internal financial controls
- Confirm that the company’s remuneration consultants have reviewed and commented on the Directors’ Remuneration Report

Before recommending the Annual Report to the Board, we make sure that it is reviewed by internal stakeholders, the external auditor, Committee members and all members of the Board.

➤ More details about our fair, balanced and understandable reporting are given on page 94.



Considering significant accounting and reporting matters

The Committee considered the following significant accounting and reporting matters during the year.

Area of focus and action taken	Outcome
Viability and going concern At the full year, we conducted a review of the company's viability and going concern status to support the respective statements in the Annual Report. The modelling required to support these statements used the same financial projections as the annual impairment review. The Committee reviewed and challenged management's assumptions underpinning the preparation of the Financial Statements on the going concern basis, as well as the appropriateness of the Viability and Going Concern Statements in the Strategic Report. We reviewed the severe but plausible scenarios that management considered, which are modelled on three of the Group's principal risks – economic instability, market risk and inadequate response to a major incident, as well as the Group three-year business plan and the mitigating actions that are available to the Group.	Having considered and challenged the assumptions supporting management's assessment, the Committee was comfortable recommending to the Board that it adopts the going concern basis of preparation for these Financial Statements. We also concluded that the Viability and Going Concern Statements (shown on page 72) are appropriate.
Goodwill impairment testing At the half year, a review of divisional performance and the market capitalisation of Informa TechTarget (ITT) identified the need for a full impairment review of the ITT division. No other group of cash generating units (CGUs) were triggered at this time. The Committee reviewed the appropriateness of the key assumptions and valuation methodology applied in the impairment assessment. Additionally, we reviewed the sensitivity analysis conducted as part of the impairment review. At the full year, an annual impairment review was conducted to evaluate the recoverability of goodwill and net assets in all groups of CGUs as at 31 December 2025. We noted the method adopted followed a similar approach to prior years. We also reviewed the assumptions made by management and the sensitivities applied to the impairment model for each group of CGUs.	The Committee was satisfied that the assumptions and resulting impairment charge of £484.2m in relation to ITT at the half year were reasonable and that the associated disclosures were appropriate. The Committee reviewed, discussed and, where necessary, challenged management assessments for each group of CGUs at the full year. This included consideration of whether the key assumptions and sensitivities used were appropriate. Having reviewed the methodology used, the Committee concluded that the carrying value of goodwill in the balance sheet could be supported and that no impairment was required at 31 December 2025. We also agreed that the related disclosures are appropriate.  The full impairment assessment disclosures are given in Note 15 to the Consolidated Financial Statements
Informa TechTarget Following the combination of the Informa Tech digital businesses with TechTarget Inc. in December 2024 to create ITT, the Committee reviewed management's plans for the ITT integration and how those plans were carried out during 2025. We considered the respective responsibilities of ITT's and Informa's Audit Committees, internal controls (including Sarbanes-Oxley (SOX) implementation), risk management and external financial reporting. We also reviewed how the corporate functions of both ITT and the Group could collaborate to support this new division and the integration programme. We noted management's proposed approach and reviewed the implementation of each area during the year.	The Committee remains cognisant that it is ITT's own Audit Committee that is responsible for overseeing the division's financial reporting and SOX compliance. Nevertheless, we monitor the progress of the integration programme and receive updates on the ITT SOX programme as ITT's SOX compliance will support the Group's future reporting against Provision 29 of the Code. We are pleased to see that early reporting issues have been resolved and that both the Q2 and the Q3 10-Q filings were compliant with SEC reporting deadlines. We also note that ITT expects to submit its FY 2025 10-K filing on or around 11 March 2026.
Euro Medium Term Notes (EMTN) maturity and new borrowings The Committee reviewed and considered the risk management used to mitigate the currency exposure between the euro-denominated EMTN issued in June 2025 and US dollar repayments due on the EMTN maturing in October 2025. We noted that a third-party adviser had supported management to produce appropriate hedge documentation and accounting considerations.	The Committee concluded that the currency risk management, as well as the hedge documentation and accounting, were appropriate.

Financial Reporting Council (FRC) corporate reporting review

The Committee reviewed a comment letter from the FRC addressed to the company, which was received in October 2025, relating to its review of the Group's Annual Report and Accounts for the year ended 31 December 2024. We were pleased to note that the letter confirmed that the FRC had no questions or queries to raise. The FRC highlighted two technical areas within the notes to the Financial Statements where disclosures could be enhanced to give greater clarity. The Committee and management have taken these suggestions into account when preparing this 2025 Annual Report.

We note that the FRC's review does not provide assurance that the 2024 Annual Report was correct in all material respects, because the FRC's role is not to verify information but to consider compliance with reporting requirements.

Sustainability reporting

The Group has prepared its 2025 sustainability disclosures in line with TCFD guidance, which is consistent with last year. The Committee discussed when to update the assumptions and approaches within the TCFD model to reflect the latest climate science, and agreed with management's recommendation that this takes place in the second half of 2026, ahead of the 2026 Annual Report.

Following the EU Commission's publication of its Omnibus Simplification recommendations (February 2025) and Stop-the-Clock Directive (April 2025), Informa's CSRD reporting requirements have been deferred to the year ending 31 December 2027. The directive proposed raising several key thresholds, including employee numbers and net turnover, but Informa is still expected to fall within the scope of the regulations, including some of its European subsidiaries. We will therefore continue to monitor preparations for CSRD – including the approach of double materiality assessments and expanding third-party assurance to include scope 3 GHG emissions – and are confident that

management is ready to meet these reporting requirements on the due date.

The Committee also considered the Group's preparations for implementing mandatory reporting under UK Sustainability Reporting Standards (UK SRS). Subject to the outcomes of the FRC consultation process, which will end shortly, UK SRS are expected to replace the current requirement to report under the TCFD framework for accounting periods beginning on or after 1 January 2027.

In light of the Group's global footprint, we are also monitoring international reporting requirements, particularly in Australia, California, Mexico, Spain and the UAE.

Other financial compliance

As part of our annual agenda, the Committee reviewed and approved the Group's Treasury Policy and its Tax Policy and Tax Governance Framework. The Tax Policy is available on the Informa website.

Overseeing risk management and internal controls

The Board has delegated responsibility to the Committee for overseeing the effectiveness of Informa's risk management and internal control systems. Recognising that achieving business objectives will involve taking appropriate risks, Informa has implemented a system of internal controls designed to manage material risks by addressing their causes and mitigating their potential impact. This system provides reasonable, though not absolute, assurance against material mis-statement or loss, ensuring that the cost-of-control procedures do not exceed their expected benefits.

The leadership team, led by the Group Chief Executive, regularly reviews operational and financial performance, material risks and mitigation strategies, with each division operating autonomously within a robust internal control framework. The Committee and the Board regularly review the overall risk management and internal control processes, which comply with the FRC's Guidance on Risk Management, Internal Control and Related Financial and Business Reporting.

The executive Risk Committee supports this process by ensuring effective risk management and by monitoring the effect of business risks. Chaired by the Group Finance Director, the Risk Committee includes senior leaders such as the Group Chief Operating Officer, Group General Counsel, Group HR Director, Group Head of Risk and other key executives. It meets at least four times a year, with participation from operating divisions and Global Support functions as needed.

The Risk Committee's key responsibilities are to:

- Conduct regular, robust assessments of principal and emerging risks, including those that could threaten the Group's business model, performance, solvency or liquidity
- Review the Group's risk assessment processes, metrics and mitigation actions
- Provide guidance to the Audit Committee on risk appetite and tolerance
- Evaluate the effectiveness of internal controls and risk management systems, including all material financial, operational and compliance controls
- Oversee the Group's global approach to health and safety risks and data privacy regulations
- Review the adequacy and security of whistleblowing arrangements for colleagues and contractors

A summary of the Risk Committee's activities is provided at each Audit Committee meeting and to the Board as necessary.



The Group’s principal and emerging risks are discussed and assessed at the half year and full year, including changes to risk exposures and the consideration of associated and emerging risks. As a Committee, we also undertake deep dives at least annually into those risks under our responsibility, which in 2025 included:

- Reliance on key partnerships – March
- Ineffective change management – June
- Data loss and cyber breach – June
- Technology failure – July
- Inadequate regulatory compliance – July
- Using data and AI responsibly – June, July and December

We considered the Risk Committee’s process in assessing emerging risks, including how the scope of each risk is reviewed and updated, where necessary. This process led to enhancing principal risk 8 to reflect its potential to drive changes and improvements to our products and markets, to monitor sensitivity around the use of AI across the business, and to expose intellectual property and sensitive or valuable proprietary data.

➤ More details on Informa’s approach to emerging risks are given on page 61.

By considering updates from the Risk Committee and reports from both internal and external auditors on the effectiveness of the Group’s risk management and internal control systems, and after our own independent investigations, the Committee confirmed to the Board that we did not identify any significant control deficiencies during the year. After presenting these conclusions to the Board, we confirmed that we were satisfied that the Group’s risk management and internal control systems had been effective throughout the year and that the Board had fulfilled its obligations under the Code.

➤ More details on the Group’s risk management framework, approach to risk and principal risks can be found on pages 60 to 70.

Provision 29 of the Code – Material Controls declaration

The first declaration of material controls effectiveness will be as at 31 December 2026, and the Group remains on track to meet this deadline. The Committee and the Board have chosen not to adopt Provision 29 of the Code early for the year ended 31 December 2025.

A programme was established in 2024 to review and, where necessary, improve and remediate Informa’s control environment to prepare for the declaration of the effectiveness of material controls. During 2025, the Committee monitored progress in meeting the objectives set for the year, which were to:

- Implement quarterly self-certification of control effectiveness by the Global Business Services team and review the control evidence retained
- Remediate any material control issues the Internal Audit team identified as at 31 December 2024
- Perform business and technology controls maturity assessments for specific divisions or brands
- Document and assess the control maturity of any businesses and supporting technology acquired during the year
- Develop divisional control frameworks to support the Board’s material controls effectiveness declaration
- Retest the effectiveness of material controls by Internal Audit
- Monitor the segregation-of-duties remediation process for technology systems of high importance

All but the final objective were completed by year end. While remediation of the final objective remains in progress, we concluded that no material control issues were identified.

PwC provided feedback on the approach to the programme to management and to the Committee. We have adopted an implementation plan, taking these recommendations into account, for 2026.

Ongoing attention to cyber security

Throughout 2025, the Committee and the Board maintained a strong focus on cyber security and governance, particularly regarding the risk of unauthorised and criminal access to the Group’s technology systems.

The Committee, on behalf of the Board, conducted in-depth reviews of areas of concern and emerging risks, and closely monitored the Group’s approach to cyber security and data loss, challenging management where necessary to ensure that robust and effective defences are in place.

During the year, we:

- Assessed the risk profile of the principal risks related to data loss and cyber breach, reviewed how these risks were managed (including emerging risks) and agreed on the proposed mitigating actions
- Received updates on annual all-colleague cyber security training and ongoing awareness-building activities
- Reviewed the findings from the cyber-attack simulation exercises conducted during the year, which test and enhance organisational security, and supported the resulting recommendations from management and external advisers
- Evaluated the ongoing technology integration risks associated with acquisitions and divestments
- Supported management in its continued efforts to enhance the Group’s cyber security measures

Our Committee Chair delivers a formal update to the Board four times a year after each Committee meeting, outlining the actions being taken to manage cyber risks. Additionally, the Group Chief Operating Officer provides at least quarterly updates to the Board on technology solutions and services. The Director of Strategy and Business Planning also gives an update on how the One Informa programme is streamlining technology resources and facilitating the retirement of legacy solutions. This, and because other Non-Executive Directors consistently and voluntarily attend Committee meetings and actively participate in discussions and debates, makes sure that the Board as a whole comprehensively considers cyber security risks and responses.

In October 2025, against a backdrop of increasingly hostile and sophisticated cyber activity, Informa, along with other large organisations, received a letter from the UK Government in relation to minimum standards of cyber security for the company and its suppliers.

The Board reviewed Informa’s position against the Government’s request and confirmed that the company is already aligned with the principles of the Cyber Governance Code of Practice and signed up to the National Cyber Security Centre’s Early Warning service. The company also already requires key vendors to adhere to leading cyber security standards, including Cyber Essentials (this being the minimum standard of cyber security recommended by the UK Government), to support a robust and secure supply chain.

Enhancing technology governance

As a Committee, we conducted our annual in-depth review of technology failure risk, recognising that a prolonged loss of critical systems could significantly affect the company’s ability to deliver its products and services.

We observed significant progress in mitigating this risk through the Fortify programme, a multi-year programme requiring co-ordinated efforts across four key areas: technology data management, service resilience and excellence, cloud foundations and supplier performance metrics. The programme has established a framework to support future ways of working and set standards for the Group that are focused on those four areas.

In 2025, we reviewed progress to identify key applications and streamline the Group’s complex and evolving technology estate. This work includes aligning the Fortify programme’s priorities with the company’s broader work to simplify our technology landscape under One Informa – work that will require continued focus as the programme continues.

Informa also engages leading third-party experts to rigorously test its cyber defence capabilities. This includes conducting targeted cyber security exercises and regular penetration testing to identify vulnerabilities and strengthen the Group’s resilience against evolving cyber threats.

Monitoring compliance, whistleblowing, fraud and data privacy

Our Committee is responsible for overseeing the Risk Committee’s work to review the Group-wide compliance and assurance framework, including our whistleblowing, fraud and bribery prevention procedures, and the ways in which Informa ensures data privacy. The Head of Group Compliance and Chief Privacy Officer attend Board or Committee meetings during the year to report on their respective functions and responsibilities.

Embedding sanctions controls

Informa continues to closely monitor changes in international trading regulations and has implemented robust controls to ensure compliance with US, UK and EU laws, as well as UN rules, to prevent prohibited transactions.

Our Committee acknowledged the ongoing progress in the Group’s sanctions programme, enacted through strengthened controls across platforms and improved screening capabilities to support those areas of greater risk to the business. We also recognised the increasing sophistication of efforts by sanctioned countries and corporations to circumvent restrictions, which are being mitigated through additional and broader screening checks by the Finance and Compliance teams.

Reports from the Risk Committee detail the actions being taken to address sanctions compliance. These include conducting divisional risk assessments, collaborating with the relevant Global Business Services team and internal financial controls, performing a biannual screening of potentially high-risk countries, and delivering regular, focused and relevant training programmes.

Through these measures, we are confident that Informa maintains an effective sanctions programme, ensuring compliance with its legal obligations and meeting the expectations of our banking partners.

Strengthening confidence in Speak Up

Informa has established processes for any colleague to report concerns in confidence, either through line managers, HR managers, the internal Compliance team, or an independent and confidential multilingual whistleblowing service, Speak Up.

The Head of Group Compliance presented us with a summary of engagement activities undertaken during the year, which included continued focus on raising awareness through training and communication campaigns, and increasing trust through targeted efforts in countries with lower historical levels of reporting. Reporting to the Committee and the Board was also enhanced by integrating Speak Up reports with HR grievance data for a more comprehensive overview.

The presentation also outlined how the Group’s Respect at Work Policy and associated training have been updated to address increased obligations to implement adequate procedures preventing workplace sexual harassment, including specific measures to inform appropriate conduct at events.

As well as providing the Committee with an annual summary of whistleblowing reports, highlighting the broad themes raised and actions taken, the Company Secretary gives us an update on whistleblowing at each Board meeting.

Monitoring bribery processes and controls

Informa continues to be primarily subject to the requirements of the UK Bribery Act and the US Foreign Corrupt Practices Act, as well as a number of local and national anti-corruption laws.

At least once a year, the Head of Group Compliance presents a report to the Committee detailing the Group’s anti-bribery and corruption processes and controls. The report includes insights into key aspects of the Group’s anti-bribery programme, such as updates to risk factors, the risk assessment process (including third-party assessments) and training initiatives. The report also includes a summary of any misconduct investigations conducted during the year, along with details of the gifts and entertaining expenses review that was carried out.

As a Committee, we reviewed the findings of the internal audit into the Group’s anti-bribery and corruption controls, as well as its gifts and entertaining controls. We tracked how Internal Audit’s recommendations had been resolved by the end of 2025 or early in 2026, and reviewed the commitments from Group Compliance and divisional managers.

Assessing the response to fraud

The Committee receives reports from Group Finance and Internal Audit on instances of fraud or attempted fraud at least twice a year, with additional updates provided as necessary.

Fraud and attempted fraud typically fall into three main categories: customer fraud, supplier fraud and cyber fraud. The updates received allow us to review management’s responses to any allegations of fraud or attempted fraud, including the actions taken to address and mitigate the identified fraud risks. As part of this process, internal control measures are evaluated, and recommendations for improvements made where required.

Failure to prevent fraud

In 2025, the Committee resumed monitoring the Group’s response to the Economic Crime and Corporate Transparency Act 2023 (ECCTA), focusing on the requirement to implement procedures to prevent fraud. Failure to prevent fraud (FTPF) became a regular agenda item, as we oversaw the implementation of an enhanced governance framework to prevent, detect and report fraud.

This included reviewing fraud awareness training uptake, monitoring improvements to risk identification and the risk register, and supporting the use of available technologies to enhance fraud detection and automate anti-fraud processes.

With the programme now implemented, our focus in 2026 will be to obtain confirmation that FTPF procedures are fully embedded in the business and have transitioned to standard operations.

Strengthening data privacy and AI governance

Informa operates in countries and markets with increasingly complex and diverse privacy regulations, including Australia, China and other ASEAN countries, and across the US. This regulatory landscape gives rise to expectations from colleagues, customers, suppliers and stakeholders for greater transparency and control over how their personal data is collected, used and shared.

Our Committee reviewed the results of the annual privacy maturity assessment for 2025, which was conducted using the UK Information Commissioner’s Office’s Accountability Framework. The review indicated an overall increase in data privacy maturity across the Group and, after considering the findings in detail, we supported the Chief Privacy Officer’s proposed actions to address and improve those areas with the lowest scores.

In 2025, a key focus area for our Committee was to oversee Informa’s approach to managing both the existing and emerging risks associated with AI technologies, including regulatory and reputational risks.

We noted that an AI Council had been established, which meets monthly. The AI Council is chaired by the Chief Commercial Officer and comprises senior divisional and functional representatives. It has several responsibilities including developing an AI governance charter, setting the risk appetite in conjunction with the Executive Committee, ensuring compliance with AI laws and regulations, and reporting to the Risk and the Audit Committees, particularly on the use of unapproved AI tools.

We reviewed and approved the AI Council’s recommendation to broaden the definition of the related principal risk to explicitly include risks relating to AI deployment and use, its impact on brand perception and trust, and to stakeholder expectations. Additionally, we reviewed, discussed and approved both the AI Governance Charter and the Generative AI Use Policy.

We were pleased to note the findings of a third-party review of the Group’s AI Governance Strategy, which had validated and commended aspects of the programme.

Supporting the Internal Audit function

With a dual reporting line to the Group Finance Director and the Audit Committee Chair, the Head of Internal Audit meets the Audit Committee Chair privately at least four times a year and the Committee as a whole without management present at least once a year, to enable independent discussions.

The Head of Internal Audit attends each Committee meeting and provides detailed reports on:

- Reviews undertaken and issues identified around business processes and control activities during audits
- Management’s progress in delivering action plans to address identified control weaknesses
- Any management action plans where resolution is overdue
- Material controls testing to prepare for the implementation of Provision 29 of the Code

The Internal Audit team continues to be supported by third-party partners, particularly for audits requiring a specific technical skillset.

As a Committee, we review the draft annual internal audit plan and resourcing levels at the end of each financial year. The final plan is approved at the following meeting and takes our feedback into consideration. The plan is influenced by the Group’s principal and emerging risks.

Areas of increased focus in 2025 included a review of the Group’s AI governance, financial controls testing in our Global Business Services teams and assurance over Informa’s second line of defence controls. Each of these areas will continue to be a focus in 2026, alongside:

- Continued support for Informa’s sustainability initiatives to meet stakeholder expectations
- Addressing increasing requirements arising from the regulatory environment, particularly Provision 29 of the Code and the ECCTA
- Balancing broad assurance coverage across a range of risks with more detailed assurance of specific risk areas

An annual effectiveness review is conducted to evaluate the quality and expertise of the Internal Audit function and its success in fulfilling its remit, and to identify opportunities for enhancement. The 2025 review offered strong assurance regarding the overall effectiveness of the function and highlighted two areas for improvement: ensuring that the audit plan incorporates new and emerging risk areas, and continuing to advance the use of appropriate technology in audit engagements. The Committee confirms that we are satisfied that the quality, experience and expertise of the Internal Audit function is appropriate for the Group.

In December 2025, we reviewed the key areas of non- or limited conformance with the Global Internal Audit Standards and the Institute of Internal Auditors Code of Practice. Although Informa is not obliged to adhere to these standards or the Code of Practice, the Committee agreed with the Head of Internal Audit that both serve as valuable sources of good practice. We determined that the Internal Audit team should aim to comply where it is practical and beneficial to do so.

Working with our external auditor

PwC was appointed as the Group’s external auditor following a robust and thorough tender process in 2022 and assumed responsibility for external audit work from 1 January 2023. The external auditor is jointly accountable to the Board and our Committee, with the Committee as the primary contact.

Our Committee is responsible for developing, implementing and monitoring the Group’s policy on external audit. This policy gives us oversight responsibility for monitoring independence, objectivity and compliance with ethical and regulatory requirements, while day-to-day responsibility is delegated to the Group Finance Director.

Our Committee plays an essential role in ensuring the independence of the external auditor and the quality of the audit process, and in providing challenge where necessary.

In June 2025, PwC presented its preliminary audit approach and scope for the 2025 full-year audit and half-year review, outlining key areas of focus. The scope was subsequently updated in December 2025 to take account of the Group restructuring that was done to prepare for the combination with the DWTC, which was completed in January 2026. PwC also shared feedback and insights on the ongoing audit work, enabling us to monitor progress and ask questions.

The Committee confirms that PwC's activities meet the requirements of the FRC's Audit Committees and the External Audit: Minimum Standard.

Independence of the external auditor

Chris Burns continues to serve as the lead audit partner responsible for signing the audit opinion on behalf of PwC.

When assessing the independence and objectivity of the external auditor, we consider assurances and information provided by PwC regarding the nature of the non-audit services it provides, as well as any commercial business relationships between PwC and the Group.

The Committee is satisfied that there have been no instances of non-compliance or breaches of independence during the year.

External auditor effectiveness

Our Committee conducts an annual review of the external auditor's performance to evaluate how the external audit service was delivered and to identify areas for improvement. The review assesses the quality of audit planning, delivery and execution – including audits of subsidiary companies – as well as the technical competence, strategic knowledge and communication effectiveness of the audit team.

Feedback on the quality of the 2025 external audit indicated a high satisfaction rating overall. The audit team continued to demonstrate a strong understanding of the Group's business and the challenges it faces. Early planning meetings offer a constructive opportunity for all parties to discuss previous challenges, agree timelines and refinements for the forthcoming audit, and set expectations. The robustness of the audit process and the increased use of technology, including data analytics during the audit, were particularly well received.

The Committee was satisfied that the audit plan had been successfully delivered. After considering feedback from the leadership team, including the Group Finance Director and Head of Group Finance, we concluded that the quality, delivery and execution of the 2025 external audit were of a high standard and effective.

Our Committee Chair, both separately and with the Committee as a whole, meets privately with the external auditor regularly throughout the year. These meetings provide an opportunity to discuss progress against recommendations from previous reviews and address other matters as required.

Providing non-audit services

The Group policy on external audit defines the categories of non-audit services that the external auditor may or may not provide. Our Committee must approve all non-audit services provided by the external auditor and we support their involvement in certain non-audit services, where their existing knowledge of the Group ensures greater efficiency and effectiveness.

The Non-Audit Services Policy is reviewed annually and permits the external auditor to provide the following non-audit services to the Group:

- Reporting accountant services
- Assurance services relating to financial statements in M&A transactions, such as comfort letters for any prospectus issued
- Tax advisory and compliance work for non-EEA subsidiaries and expatriate tax work

- Other non-audit services not covered or explicitly prohibited, where the threat to independence and objectivity is considered trivial and safeguards are applied

Our Committee Chair pre-approves all non-audit engagements of more than £25,000 per assignment or £100,000 annually. The Chair confirms that all engagements during 2025 were appropriately approved.

In 2025, the Group incurred non-audit fees totalling £0.5m (2024: £14.5m), primarily for work related to the Group's half-year review and in relation to the EMTN borrowing programme. PwC's total charged fees, including non-audit fees, are detailed in Note 6 to the Consolidated Financial Statements.

The FRC Revised Ethical Standard 2024 imposes a cap on annual non-audit fees (this being 70% of the average audit fee for the three previous financial years), which will apply to Informa from 2026, three years after PwC started as its auditor. In preparation, the Group Finance Director provides details of all non-audit services and related fees at each Committee meeting, while management continues to monitor non-audit fees to ensure compliance when the cap becomes effective.

The Committee confirms that the company has complied with the provisions of the Competition and Markets Authority's Statutory Audit Services for Large Companies Market Investigation (Mandatory Use of Competitive Tender Processes and Audit Committee Responsibilities) Order 2014 relating to tendering and non-audit services.

Directors' Remuneration Report



Louise Smalley
Chair, Remuneration Committee

On behalf of the Remuneration Committee, I am pleased to report on Informa's approach to Directors' remuneration in 2025, including the outcomes of the short- and long-term incentives for the period.

Compounding growth in 2025

Informa delivered an outstanding performance in 2025, delivering record revenues, operating profit and free cash flow, further progressing the One Informa programme and returning over £620m of capital to shareholders.

The performance led to market guidance being increased several times through the year, and in March 2026, we reported revenues of over £4bn for the first time (£4,041m), alongside operating profit of £1,140m and free cash flow of £885m. Underlying revenue growth for the year was 6.3%, rising to over 8% when excluding the impact of non-recurring data contracts and the consolidation of Informa TechTarget.

These strong results and the Group's continuing outperformance versus stretching budget targets and market expectations led to positive remuneration outcomes for many colleagues at Informa. The 2025 Short-Term Incentive Plan outcomes directly benefit around 1,200 colleagues, including the Executive Directors.

During the year, the Group also continued to invest in its future, with the focus in 2025 predominantly on organic investments largely connected to the One Informa programme. Significant time and resources are being committed to this multi-year transformational initiative, which is designed to make the most of the platform Informa has built over the last 10+ years. This includes simplifying our technology stack to reduce friction and improve customer experience, making more of our first-party data in marketing and product development, leveraging the Informa brand more fully across the

Group, maximising the international reach we have built at Informa through partnerships and brand extensions, and fully embracing the potential of AI throughout the Group.

In 2025, inorganic investments were limited to a series of smaller acquisitions, while significant focus was put on integrating the businesses we acquired in the prior year, including Informa TechTarget and the Ascential portfolio, the latter including the creation of our experience-led events division, Informa Festivals.

Colleague engagement and support

Informa remains a business that thrives on the creativity and commitment of its colleagues. The strength of our performance in 2025 was only possible due to the ongoing tenacity and hard work of our 14,000+ colleagues across the world. Such is the nature of Informa's business, particularly its B2B businesses, our work can demand long and sometimes unsociable hours across weekends to design, build and furnish events spaces for our customers.

The Group has changed beyond all recognition over the last decade and, while we remain listed in the UK, Informa is now a major international group with less than 5% of revenues generated in the UK and more than 70% of our 14,000+ colleagues working across international markets. Today, our major sources of revenue and growth include North America, China, South-East Asia, Latin America, the Middle East, India and Africa, and as a consequence, our headcount continues to expand in these markets delivering the growth. Over the last 18 months, four of the leadership team have moved closer to key international

growth regions – the Group Chief Executive, the CEO of Informa Markets, the CEO of Informa TechTarget and the Director of Investor Relations relocated to ensure we have optimal international leadership presence. In addition, two other divisional CEOs (of Informa Connect and Taylor & Francis) committed to spend at least one third of their time within international growth markets.

On behalf of the Board, I would like to thank all our colleagues for their continued contributions and unwavering commitment to driving Informa forward and delivering for our customers and for each other.

As a Board, we deliberately spend as much time as possible with many different teams and individual colleagues throughout the year, and it is always striking how knowledgeable and passionate everyone is, with a deep understanding of their particular market and region, as well as a uniquely strong bond with Informa.

Culture is one of Informa's real strengths and the dynamic and engaging workplace that has been embedded across the world is a powerful component underlying the Group's consistent outperformance.

The Board monitors culture and stays closely connected to the wider colleague community by scheduling regular meetings with different teams and colleagues, including maintaining many direct lines of communication. Many of the different colleague-run networks have a Board representative who meets with them regularly, while our Non-Executive Director for colleague engagement, Maria Kyriacou, undertakes a range of other activities with different teams in the business.

Directors' Remuneration Report continued

In 2025, this included listening sessions with colleagues from the acquired businesses and meeting colleagues acting as Showmakers at selected events – an opportunity for our colleagues to take on a real role at a live event and gain deeper insight into our business.

At each Board meeting, we welcome representatives from different businesses, who give presentations on recent developments or specific initiatives. We also hold Board meetings abroad and use the opportunity to host town halls, make site visits and participate in a range of other meetings and forums.

In 2025, we held our annual Board Strategy Offsite in our New York office, which enabled us to spend time with different colleagues and host a town hall where questions could be asked directly to the Board in an open forum. As part of the Board meeting, we invited representatives from all our US-based B2B brand teams to present an overview of their business, its make-up and the growth opportunities ahead.

We also used the opportunity to run a series of listening workshops, which were run by the Non-Executive Directors, each hosting a small group of New York-based colleagues for an open discussion on a range of subjects such as AI, first-party data and cross-team collaboration, providing an opportunity for Board members to share their experiences and knowledge in these areas while listening to ideas and feedback first-hand from colleagues. In addition, I particularly appreciated the opportunity to meet with our colleagues who joined us from Ascential to understand directly their experiences on becoming Informa colleagues and their expectations for the future.

We hosted our 2025 AGM in France, so that the Board could participate in the Cannes Lions Festival of Creativity, a key recent addition to the portfolio. Given the importance of this brand and the related creation of the Informa Festivals division, we felt it was important for the Board to spend time with the LIONS and wider Festivals team and experience the event itself, which is an international showcase for the creative, technology and marketing industries, and is now Informa's largest individual event.

All these Board interactions provide powerful opportunities to talk to teams and colleagues and feel the pulse of the company, hearing first hand the views and thoughts of those dealing with customers from day to day. They also provide me with great opportunities to discuss remuneration with a broad cross-section of colleagues, which is invaluable when considering incentive plans and assessing outcomes relative to the broader stakeholder experience.

In addition, the Board regularly reviews colleague surveys and interviews, including annual engagement index scores measured through the annual Pulse survey, which remain consistently high.

Shareholder engagement

In the same way that the Board actively engages with colleagues every year, we ensure we find significant amounts of time to spend with our shareholders. This ensures there is a direct channel of communication to the Board and we hear first hand the latest thoughts, trends and ideas from the investment community, including on remuneration.

Our engagement with shareholders is both formal and informal. Every year, we host the Chair Annual Shareholder Roadshow, now in its ninth consecutive year, offering our shareholders an opportunity to meet with the Chair and other Non-Executive Directors in person to discuss anything and everything in an open forum. In total, the Chair met with more than a dozen institutional shareholders on this roadshow, representing circa 20% of Informa's equity base.

In 2025, throughout February and March, I joined the Chair for several of these roadshow meetings, providing me with an opportunity to discuss the latest thinking on remuneration and to ensure that the current framework at Informa, which was introduced following consultation in 2024 (and renewed in 2025) continues to meet shareholder expectations. The discussions underlined the continuing support for our current approach to remuneration, which is providing strong incentives for the leadership team to keep delivering consistent, strong operating performance.

This support was also reflected in voting at the 2025 AGM, with 97% supporting the Remuneration Report, following on from 94% support for the Remuneration Policy at the prior year's AGM (covering the 2025-2027 period).

Overview of 2025 remuneration outcomes

Business context

The strength of Informa's operating and financial performance in 2025 was even more impressive given the level of geopolitical uncertainty experienced during the year. Ongoing conflict in different parts of the world, shifts in international trading patterns, and speculation on the pace and scale of the impact of AI technology made for a volatile and unpredictable backdrop.

The Group overcame this uncertainty to deliver record results, well ahead of the internal and external targets set at the start of the year. The Group also continued to return capital to shareholders, including around £270m in ordinary dividends and £350m in share buybacks, the latter taking total capital returned through buybacks over the last four years to over £1.84bn.

Consistently strong operating results and exceeding financial targets in 2025 led to maximum outcomes for both short- and long-term incentive plans.

Short-Term Incentive Plan (STIP) outcomes

The 2025 STIP approach mirrored that of 2024, focusing on a concentrated set of output measures, with a strong bias towards financial measures, in line with the commitment made within the Remuneration Policy for at least 75% of STIP performance measures to be financial in nature.

The exact measures aligned closely with Informa's stated priorities and targets for the year, namely, underlying revenue growth, operating margin expansion and earnings momentum.

Full details on the 2025 STIP outturn are provided in the table below, including a summary of the performance measures, the targets against which they were assessed and how the Committee reached its final decisions.

The Group delivered another strong year of growth, including record levels of revenue, adjusted operating profit and free cash flow. This led to market guidance being raised several times and to delivering results well ahead of internal and external expectations at the start of the year. This is reflected in strong outcomes for each of the three STIP performance measures, all of which delivered at the top end of the target range.

For the Group Chief Executive, this resulted in a bonus of 200% of base salary, and for the Group Finance Director and Group Chief Operating Officer, a bonus of 150% of base salary. In line with the Directors' Remuneration Policy, all STIP outcomes above 100% of base salary will be paid in deferred shares, held for a minimum of three years.

STIP Measure	Targets	Outcomes	% achieved
Financial delivery (80%)			
1. Underlying revenue growth (30%)	4.50% to 6.25%	6.30%	30%
2. Adjusted earnings per share (50%)	54.0p to 56.5p	58.4p	50%
Operational delivery (20%)			
3. Adjusted operating profit margin	27.0% to 28.0%	28.35%	20%
Total 2025 STIP outcome			100%

1 All measures are set and calculated on a constant currency basis. The outcome figures therefore differ slightly from the reported numbers published in the headline result

Long-Term Incentive Plan (LTIP) outcomes: 2021-2023 Equity Revitalisation Plan (tranche 3)

The 2023-2025 long-term incentive award vests on 16 March 2026, this being the third and final tranche of the Equity Revitalisation Plan (ERP). The ERP is a restricted share plan that was approved by shareholders in December 2020 and covered three equity awards across the 2021-2023 period. At the time, the medium-term outlook was unpredictable due to the impact of the pandemic on Informa's operations, with no visibility regarding if and when live events might be possible again. This made it very difficult to set three-year performance targets that would provide meaningful incentives for management.

While operating the ERP, the quantum of both the long-term and short-term incentives for Executive Directors was substantially reduced and the vesting of the ERP was subject to a series of underpins that must be met for the award to vest, including a share price floor of 545.4p, this being the share price at the time the award was granted.

The full three-year grant for the ERP was made upfront in Q1 2021, with one third of the grant vesting in each of 2024, 2025 and 2026 (tranches 1, 2 and 3 respectively), subject to the share price underpin being met. The award for each of the three tranches equated to 200% of salary for the Group Chief Executive, 135% of salary for the Group Finance Director and 125% of salary for the Group Chief Operating Officer, whose awards were made prior to being appointed to the main Board.

The Committee can confirm that at the time of writing, it is expected that the underpin will be satisfied for tranche 3 of the ERP and, therefore, this award will vest in March 2026. The principal aim of the ERP was to retain and motivate Informa's leadership team during a period of significant uncertainty and share price volatility. The underpin was therefore set at a baseline level above which the Committee was comfortable it would be appropriate for restricted share awards to vest over the next five years. As we approach the vesting of the final tranche of ERP awards, the Committee is satisfied that the ERP served its purpose as a retention tool and an excellent driver of performance. Informa has delivered a period of sustained growth despite continued macro uncertainty, with voluntary turnover among leadership colleagues under 10% since January 2021.

For Stephen A. Carter, this will result in 328,493 shares vesting, with 126,429 shares vesting for Gareth Wright and 102,426 shares vesting for Patrick Martell. The awards for the Group Chief Executive and Group Finance Director are subject to an additional two-year post-vesting holding period.

Remuneration outcomes: stakeholder assessment

Following the calculation of outcomes for the 2025 annual STIP and tranche 3 of the ERP covering the vesting period from 2023 to 2025, the Committee assessed the remuneration of the Executive Directors in 2025 in the context of the wider stakeholder experience over the same period.

This included assessing the experience of colleagues and how they had been supported and rewarded through the year, the share price performance relative to financial outcomes and the strategic decisions made by the leadership team throughout the year.

The Committee also reviewed the outcomes relative to the point at which awards were made, to reflect on whether there were any unexpected circumstances or specific factors to consider. In this respect, on the ERP outcome, the Committee considered the share price when the award was made in Q1 2021. At that time, the Committee sought to deal with the projected sustained period of share price volatility given our business model and any unexpected outcomes through the reduced quantum of the restricted share award relative to historical LTIP grants and the minimum share price underpin that had to be satisfied for the award to vest.

The Committee is satisfied that the performance of the equity over and above the minimum share price underpin reflects consistent operational and financial delivery by management, the successful delivery of the Group's key GAP 2 targets and consistently strong capital allocation. Since the grant of ERP awards in January 2021, Informa's share price did not experience an immediate rebound to pre-pandemic levels. Instead, it has steadily recovered through compounded growth, driven by the collective efforts of a committed leadership team and the dedication of colleagues across the business.

Directors’ Remuneration Report continued

Having reviewed all the above and comparing the out-turn relative to the long-term average rewards at Informa and relevant peers, the Committee is satisfied that the STIP and ERP outcomes for 2025 are fair, proportionate and aligned with the strong performance of the Group.

Accordingly, no adjustments have been made to the formulaic outcomes presented in this report.

Remuneration framework for 2026

Following strong support and endorsement for both the renewal of the 2025-2027 Directors’ Remuneration Policy at the 2024 AGM and the Remuneration Report at the 2025 AGM, the Committee is adopting the same STIP and LTIP structure and measures for 2026, with target ranges being updated appropriately.

In 2026, the Committee is granting LTIP awards in line with the awards granted last year, which align with the market and reflect the tenure, calibre and consistent contribution of our most senior leaders. This equates to an award of 400% of base salary for the Group Chief Executive and 300% of base salary for the Group Finance Director and Group Chief Operating Officer.

The measures within the STIP and LTIP are directly linked to the ongoing priorities for the Group, namely, underlying revenue growth, faster underlying profit and earnings growth, strong cash flow generation and the effective use of capital.

The Committee believes that, in combination, the short- and long-term measures provide a strong set of incentives to the leadership team, which will drive continuing strong outcomes for the Group and our shareholders.

Colleague salary increases

In 2026, we have continued to prioritise base salary increases for colleagues at lower levels of pay, ensuring that our investment has a greater impact where it is needed most, while maintaining fairness and alignment with our overall compensation strategy.

While there remain some minor regional variations to reflect specific in-country inflation and cost of living pressures, the average base salary increase for the vast majority of colleagues will be circa 3%, subject to individual performance, with additional increases on a point basis to reflect merit rises and promotions. For those colleagues on higher levels of pay, above a threshold of £150,000 base salary, or local equivalent, base salaries will increase by up to 2%.

The Committee feels that this provides a fair and reasonable base level of increase for colleagues in the current economic environment, with inflation now more normalised in most countries and interest rates steadily declining.

Executive Directors’ salaries

In line with our differentiated approach, Executive Directors’ base salaries will increase at the lower level of 2% in 2026, ensuring that cost-of-living rises are focused where they will have the greatest impact for individuals across the Group.

The success of the team does not go unnoticed and makes our leaders highly sought after by other companies, particularly given the international nature of Informa. Our ability to retain our established and proven leadership team, and to attract new international talent as we grow, depends on the flexibility we have to reward our leaders fairly for success and to maintain the integrity of relative pay differentials internally, as we invest in our international talent.

The Committee will continue to track and benchmark Executive Director salaries against peers within the FTSE 100 and internationally. We are fortunate to have executive leaders who have been working together for over a decade, much longer than the FTSE average, and this continuity and cohesion is a key element that makes the team so effective and successful.

Fees for the Chair and the Non-Executive Directors

In 2025, we increased fees for the Chair and Non-Executive Directors to align them more closely to the FTSE 100 median. This followed a benchmarking exercise which highlighted that a significant gap had opened up over the last decade,

through a period when Informa had become a significantly larger, more international and complex business, demanding more time and commitment from our Non-Executive Directors.

Having narrowed the gap last year, in 2026, Chair and Non-Executive Director fees will increase by 2%, mirroring the increase in base salaries for the Executive Directors, at the lower level of increases across the wider group.

2026 STIP

In 2026, we are keeping the structure, measures, weightings and quantum of the STIP constant from the previous year.

This means that the STIP is once more focused on a concentrated set of output measures, with 100% of measures being financial metrics, in line with our Policy commitment for at least 75% of STIP performance measures to be financial in nature.

These measures align closely with Informa’s stated priorities for 2026, namely, further underlying revenue growth, underlying margin expansion and earnings momentum.

2026 LTIP

Following the strong endorsement of the 2025-2027 Remuneration Policy at the 2024 AGM (94%) and the high level of support for the Remuneration Report in 2025 (97%), the Committee is adopting the same approach for the 2026 LTIP award as last year, with target ranges being updated accordingly and no change to quantum.

The measures include a strong weighting towards financial output measures over strategic input measures, with a direct link to the Group’s forward ambitions for further profitable growth, strong cash generation, ESG delivery and continuing, strong shareholder returns.

The Committee believes that these measures remain equally relevant for the 2026-2028 three-year period and so remain unchanged across four categories: cumulative operating cash flow (30% weighting), cumulative adjusted operating profit (30%), relative total shareholder return (30%) and Environmental, Social and Governance (10%).

These long-term measures also remain clearly aligned with the in-year measures for the 2026 STIP as detailed above, which are more directly focused on near-term revenue growth, margin expansion and earnings growth.

The target ranges outlined in the table below reflect the potential outcomes of the LTIP from threshold to maximum. They were determined with reference to market practice, internal three-year business plan forecasts for Informa and external market consensus expectations, where appropriate. The Committee believes that they provide stretching but realistic targets and will provide an effective incentive for the Executive Directors to deliver strong results over the period.

2026 LTIP measures

Measure	Weighting	2026-2028 target range	Details and rationale
1 Cash and financial returns	60%		
Cumulative adjusted operating profit	30%	£3.50bn to £3.80bn	An absolute adjusted operating profit target over the three-year performance period. This is a core measure of growth and profitability for Informa and a key KPI for all leaders in the business, as well as a closely tracked metric for the investment community.
Cumulative operating cash flow	30%	£3.10bn to £3.40bn	An absolute operating cash flow target over the three-year performance period. This is another core measure of performance for Informa, and a key attraction to investors is its ability to convert operating profit into cash flow. It is also well understood by participants.
2 Shareholder returns	30%		
Relative total shareholder returns against our FTSE 100 peer group	30%	50th percentile to 75th percentile	A measure of total shareholder returns over the three-year performance period compared to the FTSE 100 Index, excluding Financial Services and Natural Resources companies. It provides an external indicator of value relative to the wider market, providing close alignment with the shareholder experience.
3 Environmental, Social & Governance	10%		
The Sustainable Event Fundamentals programme: Implementation and performance against our Sustainable Events Fundamentals framework	10%	455 to 535 Fundamentals accredited events	The Sustainable Event Fundamentals programme is the core operating delivery measure within Informa’s FasterForward sustainability programme, directly linked to the delivery of long-term ESG targets. It requires events teams globally to accept, adopt and embed operating structures and activities that directly improve the impact of each individual brand, with major emphasis on carbon and waste reduction (e.g. reusable stands, renewable electricity, carbon reduction, travel efficiency, etc.) as well as embedding sustainability content into our brands to help accelerate sustainable impacts in our customer markets, and enhance our economic and social impact on our host cities. Over the next three years, increasing the number of events accredited to our Fundamentals standard across the Group is critical to meeting our long-term ESG targets, including net zero, net zero waste and community impact.

All-colleague share plans

Over the last 10+ years, the company has worked to provide colleagues with more ways and greater incentives to invest and own shares in Informa. We believe that equity ownership creates real alignment with the Group’s strategy and motivates colleagues to go the extra mile. This is good for customers, good for the company and, ultimately, good for colleagues, particularly those who choose to invest in the company’s shares.

Our main share plan, ShareMatch, was launched over 10 years ago and we have steadily improved the benefits on offer, with colleagues now receiving two free shares for every one share purchased, up to the annual investment limit of £1,800. Those colleagues who have participated in ShareMatch every year from its launch, without selling any shares, today have a portfolio valued at over £70,000 in return for an investment of just over £20,000 over the period.

As ShareMatch has evolved, we have strived to make it available in as many locations as possible around the world, and in 2025, colleagues from 25 countries could participate in one of our equity plans. As at 31 December 2025, nearly 3,000 colleagues have chosen to do so, representing 20% of the full-time colleague community, a significant increase on the sub-2% of colleagues who owned Informa shares before ShareMatch was launched.

Compounding growth in 2026

On behalf of the Committee, I would like to congratulate the company and all its colleagues on their performance in 2025 and thank everyone for their continued commitment to the Group. It is fantastic to see so much progress being made in our different businesses across the world and equally satisfying to see this commitment rewarded appropriately through our incentive programmes.

I know that I speak for all of the Board when I say that we cannot wait to see the further progress that can be made in 2026. We look forward to providing support and constructive challenge to help the Group keep delivering for all its stakeholders.

Thank you to my Committee colleagues and other Board colleagues for their continued support and contributions through the year.

Louise Smalley
Remuneration Committee Chair

11 March 2026

Committee responsibilities

- Determine and agree the framework or broad policy for the remuneration of the Board Chair, Executive Directors and, on the recommendation of the Group Chief Executive, the Remuneration Policy for senior management.
- Approve the total individual remuneration package of the Executive Directors and members of senior management, including determining pension arrangements.
- Approve the design of any share incentive plans for approval by shareholders and determine each year whether awards will be made and the overall amount of such awards.
- Monitor whether Executive Directors meet the approved Executive Directors and determine any post-employment shareholding requirements.

The Committee's full terms of reference are available on our website.

Committee membership

Louise Smalley has been Chair of the Remuneration Committee since January 2022, working alongside our other Committee members, Catherine Levene, Andy Ransom and Zheng Yin. Each Committee member is an independent Non-Executive Director and their biographies are given on pages 79 to 81.

The Board Chair, Group Chief Executive, Group Finance Director, Group HR Director and Director of Investor Relations are typically invited to attend meetings as required. None are members of the committee and they do not attend meetings when their own remuneration is discussed.

All Non-Executive Directors have an open invitation to attend Committee meetings.

The Group Company Secretary is secretary to the Committee and attends all meetings.

Remuneration Committee governance

Our activities in 2025

The Committee is responsible for all executive remuneration decisions, including setting appropriate performance metrics and ranges for the short- and long-term incentive awards and considering the outcomes under these plans.

The Committee is also responsible for determining the Directors' Remuneration Policy and for setting the remuneration for the Board Chair, Executive Directors and senior management, as well as reviewing colleague remuneration and related policies.

The key matters discussed and approved by the Committee during the year were:

January 2025	• Reviewed the draft Directors' Remuneration Report for the 2024 Annual Report • Reviewed the letter to shareholders providing an update on Executive Director remuneration • Considered the 2024 leadership incentive outcomes for the 2024 STIP and the 2022-2024 long-term incentive awards • Approved upwards revised performance targets for the 2024-2026 LTIP award following two portfolio additions – Ascential plc and TechTarget, Inc.
March 2025	• Considered the appropriateness of, and approved, the outcome of the 2024 STIP • Considered and approved measures and targets for the 2025 LTIP • Considered and approved the 2025 long-term incentive award levels for Executive Directors, senior management and key talent • Approved the Directors' Remuneration Report for the 2024 Annual Report • Discussed good leaver treatment for eligible departing colleagues • Agreed an outline relocation package for the Group Chief Executive
July 2025	• Received the annual update on leadership colleague fixed and variable remuneration • Approved long-term incentive awards to new colleagues and those with role changes • Approved equity awards for the 2023 and 2024 graduate cohort • Considered the results of voting at the 2025 AGM, and proxy agency and investor feedback • Discussed good leaver treatment for eligible departing colleagues • Received an update on the performance of the 2025 Leadership STIP and in-flight 2024-2026 LTIP awards • Received an update on governance and remuneration trends from FIT Remuneration Consultants
December 2025	• Reviewed and approved minor changes to the Committee Terms of Reference • Agreed the framework for 2026 pay reviews, including for all colleagues, the Board Chair, Executive Directors and members of the Executive Committee • Considered the indicative outcomes of the 2025 Leadership STIP • Considered and approved the framework and weightings for the 2026 STIP and 2026 LTIP • Noted the proposed 2026 LTIP awards to the Executive Directors, and members of the Executive Committee, and delegated authority to the Group Chief Executive and Group HR Director to finalise the 2026 long-term incentive awards for the senior leadership team • Discussed good leaver treatment for eligible departing colleagues • Noted a letter sent to the Committee Chair by the Investment Association regarding the implementation of its Principles of Remuneration

Shareholder voting at the AGM

The table below provides details of votes cast by shareholders in respect of the resolutions on the Directors' Remuneration Report at the 2025 AGM and the Directors' Remuneration Policy at the 2024 AGM. The Policy can be found on the corporate governance section of our website.

	Votes for Number	%	Votes against Number	%	Total votes cast	Votes withheld (abstentions)
Directors' Remuneration Report (19.06.2025)	1,040,420,001	97.07	31,351,673	2.93	1,071,771,674	51,247
Directors' Remuneration Policy (21.06.2024)	936,112,080	93.81	61,737,898	6.19	997,849,978	26,380,640

Annual Report on Remuneration

This section sets out how the Directors' Remuneration Policy was applied for the year ended 31 December 2025 and the remuneration outcomes for the Executive and Non-Executive Directors.

Any information contained in this section of the report that is subject to audit has been highlighted.

Single total figure of remuneration for Executive Directors (audited)

		Base salary ¹	Benefits ²	Pensions ³	Total fixed pay	Short-term incentive awards	Long-term incentive awards ⁴	Total variable pay	Total pay
Stephen A. Carter	2025	1,003,375	152,176	100,338	1,255,889	2,050,000	2,579,327	4,629,327	5,885,216
	2024	931,625	50,826	93,162	1,075,613	1,877,000	2,535,285	4,412,285	5,487,898
Gareth Wright	2025	574,375	16,048	57,438	647,861	876,000	992,721	1,868,721	2,516,582
	2024	541,500	16,295	54,150	611,945	818,250	975,767	1,794,017	2,405,962
Patrick Martell	2025	497,000	461,075	49,700	1,007,775	753,000	804,249	1,557,249	2,565,024
	2024	475,125	60,087	47,513	582,725	723,000	790,516	1,513,516	2,096,241

- 1 Executive Directors' salaries are reviewed annually. In 2025, the Executive Directors received a 4% cost of living increase in line with the wider workforce. The Group Chief Executive and Group Finance Director also received an additional market adjustment of 5% and 3% respectively, following a detailed consultation and review of executive pay. Full details on this review can be found on pages 119 to 120 of the 2024 Directors' Remuneration Report. With effect from 1 April 2025, base salaries were set at £1,025,000 for Stephen A. Carter, £584,000 for Gareth Wright and £502,000 for Patrick Martell
- 2 Benefits provided to the Executive Directors typically include (but are not limited to) private medical and life insurance, travel insurance, car benefits (such as a car allowance or driver costs in lieu), professional advice, spousal/partner business travel expenses where appropriate, and the value of ShareMatch matching share awards. In addition, when the company requests colleagues to relocate to another country, as was the case for the Group Chief Executive and Group Chief Operating Officer in 2025, relocation/dislocation costs are covered in accordance with our internal relocation policies. These costs include (but are not limited to) overseas rental accommodation support, travel for colleagues and their families where appropriate, and, where relevant, education support. The numbers shown above for the direct benefits to colleagues are the gross tax equivalent
- 3 The Executive Directors receive cash payments in lieu of pension contributions at a rate of 10% of base salary in line with the contribution available to a range of other colleagues. None of the Executive Directors is a member of the Group's defined benefit pension schemes and accordingly no entitlements have accrued under these schemes
- 4 The final tranche of the long-term restricted share award granted in 2021 is expected to vest and become exercisable in full on 16 March 2026 following the assessment of the share price underpin. The estimated value of the award (including accrued dividend shares) has been calculated using the closing share price on 10 March 2026 (785.2p), being the nearest practicable date to the vesting date. The share price at grant was 545.40p and the impact of share price appreciation on the value of the award is shown on page 116. The actual value at vesting will be disclosed in the 2026 Directors' Remuneration Report

Short-term incentive awards (annual bonus) (audited)

The maximum annual bonus opportunity for the Executive Directors in 2025 was 200% of base salary for the Group Chief Executive and 150% for the other Executive Directors, in line with the Directors' Remuneration Policy approved in June 2024.

The targets for the 2025 STIP were divided into three focused measures, with a strong bias to financial measures. These measures and their weightings were: underlying revenue growth – 30%, adjusted earnings per share – 50% and adjusted operating profit margin – 20%. On meeting threshold performance, 25% of the bonus is payable, at target, 50% of the bonus is payable, rising to 100% payment at maximum, in each case increasing on a straight-line basis between performance metrics.

The Committee considered each of the measures in turn to determine the aggregate outcome of the annual bonus.

Measure ¹	Threshold	Target	Maximum	Outcomes	% achieved
Financial delivery (80%)					
1. Underlying revenue growth	4.50%	5.50%	6.25%	6.30%	30%
2. Adjusted earnings per share	54.0p	55.25p	56.5p	58.4p	50%
Operational delivery (20%)					
3. Adjusted operating profit margin	27.0%	27.5%	28.0%	28.35%	20%
Total 2024 STIP outcome					100%

- 1 All measures are set and calculated on a constant currency basis. The outcome figures therefore differ slightly from the reported numbers published in the headline result

Directors’ Remuneration Report continued

Combining the outcomes of all three objectives resulted in an aggregate annual incentive award of 100% of the maximum opportunity being earned by the Executive Directors in 2025. In line with the Policy, the equivalent of 100% of base salary will be paid in cash, with the remainder being deferred into shares under the rules of the Deferred Share Bonus Plan (DSBP). DSBP shares must be held for a further three years before they vest and are subject to malus and clawback provisions.

Long-term incentive awards (audited)

The long-term incentive award for the 2023-2025 period is tranche 3 of the 2021-2023 Equity Revitalisation Plan and is expected to vest on 16 March 2026. The ERP is a restricted share plan, approved by shareholders in December 2020 and covering three equity awards across the 2021-2023 period.

Vesting is subject to a series of underpins, including a requirement for the share price to be above 545.4p on the date of vesting, this being the share price at the time of grant. Other conditions relate to continued employment, participation in the Group’s all-colleague share schemes and meeting minimum shareholding requirements (see page 117).

In January 2026, the Committee assessed the remuneration of the Executive Directors in the context of the wider stakeholder experience, as detailed on page 111, and confirmed that, with the exception of the share price underpin, which can only be assessed at vesting, all conditions for the 2023-2025 award have been satisfied. The award is therefore expected to vest in full in March. Since the grant of ERP awards in January 2021, Informa’s share price did not experience an immediate rebound to pre-pandemic levels. Instead, it has steadily recovered through compounded growth over the course of the five-year ERP period and served as an excellent retention tool, with over 90% of ERP colleagues still working for Informa today.

Stephen A. Carter and Gareth Wright are required to hold the awards for a further two years post-vesting, during which time they may only sell shares to cover tax or meet other regulatory requirements. Patrick Martell was not an Executive Director at the time of grant and is therefore not subject to the post-vesting holding period. He does, however, have a substantial shareholding of 483% of salary as at 31 December 2025 (see pages 117 to 118).

Director	Number of options granted	Face value of award on date of grant ¹	Proportion vesting	Total value of options vesting ²	Total number of options exercisable ³	Impact of share price appreciation/ (depreciation) since grant ⁴	Value of dividend shares on vesting
Stephen A. Carter	308,714	£1,683,726	100%	£2,424,022	328,493	£740,296	£155,305
Gareth Wright	118,817	£648,028	100%	£932,951	126,429	£284,923	£59,769
Patrick Martell	96,259	£524,997	100%	£755,826	102,426	£230,829	£48,423

- 1 Share price on grant was 545.4p
- 2 Based on the closing share price on 10 March 2026 (785.2p), being the nearest practicable date to the vesting date
- 3 Including dividend shares
- 4 Calculated by subtracting the face value of vesting awards at the grant date from the closing share price on 10 March 2026, excluding dividend shares

Share awards granted during the year (audited)

2025 Long-term incentive awards

The Executive Directors were granted the following long-term incentive awards in April 2025:

Director	Type of award	Number of options awarded	Value as a percentage of base salary	Face value at date of award ¹
Stephen A. Carter	LTIP option	618,662	400%	£4,099,997
Gareth Wright	LTIP option	264,365	300%	£1,752,000
Patrick Martell	LTIP option	227,245	300%	£1,505,998

- 1 The face value of awards granted on 14 April 2025 was calculated using the 5-day average share price prior to the grant date (this being 662.72p)

The performance targets for the 2025 LTIP award (set out below) were agreed prior to the awards being granted in April 2025.

The grant was made on 14 April 2025, in line with the prior year (the 2024 grant was made on 15 April 2024). The grant share price for the 2025 LTIP award was lower than the grant price for the 2024 LTIP award. The share price movements at the time of the 2025 grant reflected wider market uncertainty and macro-economic volatility but were within ± 10% of the three-year average share price to 14 April 2025. The Committee considers it important to maintain a competitive and consistent pipeline of awards with appropriate stretching targets, which help to retain and motivate long-serving Executive Directors in line with the Policy approved by shareholders at the 2024 AGM.

2025 LTIP measures

Measure	Weighting	2025-2027 target range	Details and rationale
1 Cash and financial returns	60%		
Cumulative adjusted operating profit	30%	£3.35bn to £3.70bn	An absolute adjusted operating profit target over the three-year performance period. This is a core measure of growth and profitability for Informa and a key KPI for all leaders in the business, as well as a closely tracked metric for the investment community.
Cumulative operating cash flow	30%	£3.00bn to £3.30bn	An absolute operating cash flow target over the three-year performance period. This is another core measure of performance for Informa, and a key attraction to investors is its ability to convert operating profit into cash flow. It is also well understood by participants.
2 Shareholder returns	30%		
Relative total shareholder returns against FTSE 100 peer group	30%	50th percentile to 75th percentile	A measure of total shareholder returns over the three-year performance period compared to the FTSE 100 Index, excluding Financial Services and Natural Resources companies. It provides an external indicator of value relative to the wider market, providing close alignment to the shareholder experience.
3 Environmental, Social & Governance	10%		
Implementation and performance against our Sustainable Events Fundamentals framework	10%	440 to 520 Fundamentals accredited events	The Sustainable Event Fundamentals programme is the core operating delivery measure within Informa’s FasterForward sustainability programme, directly linked to the delivery of long-term ESG targets. It requires events teams globally to accept, adopt and embed operating structures and activities that directly improve the impact of each individual brand, with major emphasis on carbon and waste reduction (e.g. reusable stands, renewable electricity, carbon reduction, travel efficiency, etc.) as well as embedding sustainability content into our brands to help accelerate sustainable impacts in customer markets, and enhance our economic and social impact on our host cities. Over the next three years, increasing the number of events accredited to our Fundamentals standard across the Group is critical to meeting our long-term ESG targets, including net zero, net zero waste and community impact.

If any of the measures achieve threshold performance, 25% of the respective measure will vest, increasing to 62.5% vesting at target and 100% vesting at maximum performance. Awards will vest on a straight-line basis between threshold and maximum.

Payments to former Directors or for loss of office (audited)

There were no payments to former Directors or for loss of office during the year.

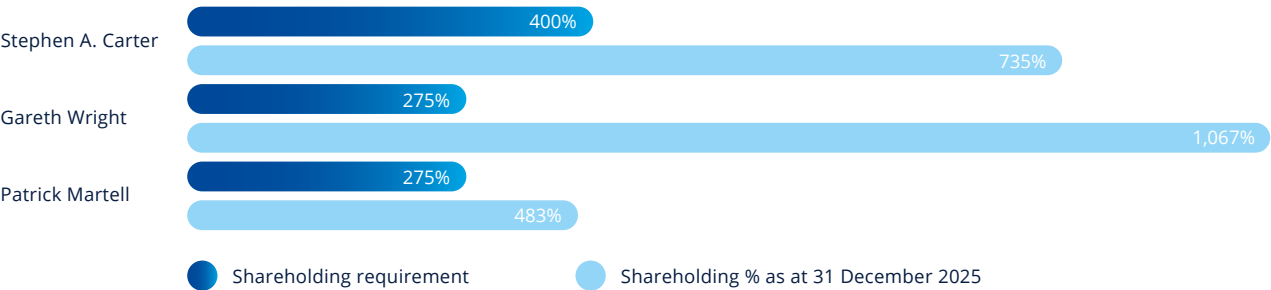
Executive Directors’ share ownership (audited)

Shareholding requirements

Equity ownership by the Executive Directors, the wider management team and general colleague base is an important and effective way to align their interests with those of our shareholders. Executive Directors are expected to meet the guideline within five years of 16 June 2022 or their date of appointment, whichever is the later, and to maintain this holding throughout their term of office. The Group Chief Executive is expected to retain a shareholding of 400% of base salary, while other Executive Directors are expected to retain a shareholding of 275% of base salary.

In addition, the Group Chief Executive is required to retain a shareholding of 200% of base salary for two years after resignation. All other Executive Directors are required to retain a shareholding of 150% of base salary.

Executive Directors’ shareholdings



Directors’ Remuneration Report continued

The beneficial interest of each Executive Director in the company’s shares (including those held by connected persons) as at 31 December 2025 and their anticipated beneficial interests as at 16 March 2026 (this being the date when the 2023-2025 long-term incentive awards will vest) are set out below:

Director	Beneficial holding ¹	Share Match ²	Illustrative value of share			ERP awards vesting 16/03/2026	Illustrative value of share		
			Total share interests at 31/12/2025	interests at 31/12/2025 ³	Interests as % of salary 31/12/2025		Total share interests at 16/03/2026 ⁴	interests at 16/03/2026 ⁵	Interests as % of salary 16/03/2026
Stephen A. Carter	802,111	8,435	810,546	£7,537,622	735%	328,493	808,790	£6,350,619	620%
Gareth Wright	659,972	10,188	670,160	£6,232,111	1067%	126,429	796,589	£6,254,817	1071%
Patrick Martell	253,699	6,989	260,688	£2,424,252	483%	102,426	363,114	£2,851,171	568%

- 1 Beneficial interests include ordinary shares, DSBP awards and vested exercisable awards on a gross of tax basis. At 31 December 2025, Stephen A. Carter held 660,498 exercisable long-term incentive awards (inclusive of accrued dividend awards)
- 2 Shares held under the all-colleague ShareMatch Scheme are made up of shares purchased by the Executive Director, shares ‘matched’ by the Group and accrued dividend shares
- 3 Valued using the three-month average share price to 31 December 2025 (929.94p)
- 4 Stephen A. Carter exercised and sold his 2021-2023 long-term incentive awards and related dividends (330,249 shares) on 22 January 2026 at a price of 934.35p per share. The cost of exercise was £330.25
- 5 Valued using the closing share price on 10 March 2026 (785.2p), being the nearest practicable date to the vesting date

Outstanding share awards at 31 December 2025 (audited)

The table below shows details of outstanding awards held by the Executive Directors as at 31 December 2025 and any movements during the year. Long-term incentive awards are subject to the achievement of performance conditions set at grant. Deferred Share Bonus Plan (DSBP) awards are based on prior achievement of annual performance conditions and are exercisable from the third anniversary of grant.

						Unexercised or unvested awards at 31 December 2025 ²	Date options exercisable	Option expiry date
Director/ Scheme ¹	Date of grant	Shares awarded or available for exercise ²	Exercised during 2025	Granted during 2025	Lapsed during 2025			
Stephen A. Carter								
LTIP ³	24/03/2020	324,958	(324,958)	–	–	–	24/03/2023	23/03/2030
	15/04/2024	377,958	–	–	–	377,958	15/04/2027	14/05/2034
	14/04/2025			618,662		618,662	14/04/2028	13/04/2035
DSBP	24/03/2020	58,297	(58,297)	–	–	–	24/03/2023	23/03/2030
	14/04/2025			141,613		141,613	14/04/2028	13/04/2035
ERP	12/01/2021	308,712	–	–	–	308,712	12/01/2024	11/01/2031
	12/01/2021	308,712	–	–	–	308,712	12/01/2025	11/01/2031
	12/01/2021	308,714	–	–	–	308,714	16/03/2026	11/01/2031
Gareth Wright								
LTIP	15/04/2024	152,091	–	–	–	152,091	15/04/2027	14/05/2034
	14/04/2025	–	–	264,365	–	264,365	14/04/2028	13/04/2035
DSBP	14/04/2025	–	–	41,156	–	41,156	14/04/2028	13/04/2035
ERP ⁴	12/01/2021	118,816	(118,816)	–	–	–	12/01/2025	11/01/2031
	12/01/2021	118,817	–	–	–	118,817	16/03/2026	11/01/2031
Patrick Martell								
LTIP	15/04/2024	164,250	–	–	–	164,250	15/04/2027	14/05/2034
	14/04/2025	–	–	227,245		227,245	14/04/2028	13/04/2035
DSBP	14/04/2025	–	–	36,365		36,365	14/04/2028	13/04/2035
ERP ⁵	12/01/2021	96,259	(96,259)	–	–	–	12/01/2025	11/01/2031
	12/01/2021	96,259	–	–	–	96,259	16/03/2026	11/01/2031

- 1 Vesting conditions: DSBP awards are subject to continued service, LTIP awards are subject to continued service and performance conditions assessed at the end of the relevant performance period, and ERP awards are subject to continued service and a financial share price underpin (545.5p) being met
- 2 Excludes accrued dividends
- 3 On 29 July 2025, Stephen A. Carter exercised the vested LTIP and DSBP awards granted in 2020 plus 23,681 related dividend shares (406,936 options in total). The cost of exercise was 0.1p per share for LTIP awards and £1 in total for the DSBP awards. He sold all shares at a market price of 864.79p per share
- 4 On 11 March 2025, Gareth Wright exercised the vested second tranche of the ERP award granted in 2021 plus 5,318 related dividend shares (124,134 options in total). The cost of exercise was 0.1p per share. He sold 59,142 shares to settle taxes and other fees due on exercise at a market price of 736.49p per share. Gareth Wright is required to hold the net shares until 12 January 2027
- 5 On 14 and 15 January 2025, Patrick Martell exercised the vested second tranche of the ERP awards granted in 2021 plus 4,308 related dividend shares (100,567 options in total). The cost of exercise was 0.1p per share. He sold 31,879 shares on 14 January 2025 at a market price of 805.00p per share and the remaining 68,888 shares on 15 January 2025 at a market price of 808.07p per share

Single total figure of remuneration for the Chair and Non-Executive Directors (audited)

The remuneration of the Chair is determined by the Committee in consultation with the Group Chief Executive, while that of the Non-Executive Directors is determined by the Chair and Executive Directors within the limits set by the Articles of Association. The table below shows the actual fees paid to all Non-Executive Directors at 31 December 2025 and 2024.

Director	2025			2024		
	Fees	Benefits ¹	Total	Fees	Benefits ¹	Total
John Rishton (Chair)	450,625	7,259	457,884	419,375	7,678	427,053
Louise Smalley (Senior Independent Director and Remuneration Committee Chair)	114,325	2,996	117,321	85,610	2,196	87,806
Maria Kyriacou	78,400	996	79,396	34,133	–	34,133
Catherine Levene	78,400	7,227	85,627	8,762	–	8,762
Andy Ransom	78,400	652	79,052	72,887	223	73,110
Gill Whitehead (Audit Committee Chair)	97,335	2,427	99,762	88,475	4,548	93,023
Joanne Wilson	78,400	1,174	79,574	72,887	–	72,887
Zheng Yin	78,400	1,455	79,855	72,887	3,888	76,775

- 1 Benefits comprise the notional benefit of preparing and filing tax returns for Non-Executive Directors based outside the UK, together with reasonable travel, subsistence, accommodation and other expenses incurred by the Chair and Non-Executive Directors in the course of performing their duties and which are deemed by HMRC to be taxable in the UK. The Non-Executive Directors, including the Chair, do not receive private healthcare or life assurance and are not eligible to join the company’s pension schemes or share plans

Chair and Non-Executive Directors’ share ownership (audited)

Details of the Non-Executive Directors’ interests in shares (including those held by connected persons) at 31 December 2025 and 2024 are set out below:

Directors	Shareholdings as at 31 December 2025	Shareholdings as at 31 December 2024
John Rishton	22,324	19,716
Louise Smalley	13,050	8,000
Maria Kyriacou	6,000	0
Catherine Levene	2,200	0
Andy Ransom	13,730	13,730
Gill Whitehead	4,184	4,184
Joanne Wilson	5,740	5,612
Zheng Yin ¹	0	0

- 1 Capital control measures currently prevent Chinese citizens from investing in UK securities

Between 31 December 2025 and the date of this report, there were no changes to the shareholdings shown above.

Other remuneration disclosures

Directors' service contracts and letters of appointment

Details of the service contracts of the Executive Directors and the letters of appointment of the Non-Executive Directors at 31 December 2025 were as follows:

Directors	Date of appointment	Date of current service contract or letter of appointment
John Rishton	1 September 2016	5 January 2021
Stephen A. Carter	11 May 2010 ¹	27 March 2025
Gareth Wright	9 July 2014	9 July 2014
Patrick Martell	1 March 2021	1 March 2021
Louise Smalley	1 October 2021	30 September 2021
Maria Kyriacou	15 July 2024	12 July 2024
Catherine Levene	19 November 2024	18 November 2024
Andy Ransom	15 June 2023	8 March 2023
Gill Whitehead	1 August 2019	23 July 2019
Joanne Wilson	1 October 2021	30 September 2021
Zheng Yin	20 December 2021	16 December 2021

1 Stephen A. Carter was appointed as a Non-Executive Director on 11 May 2010, CEO-Designate on 1 September 2013, and became Group Chief Executive in late 2013

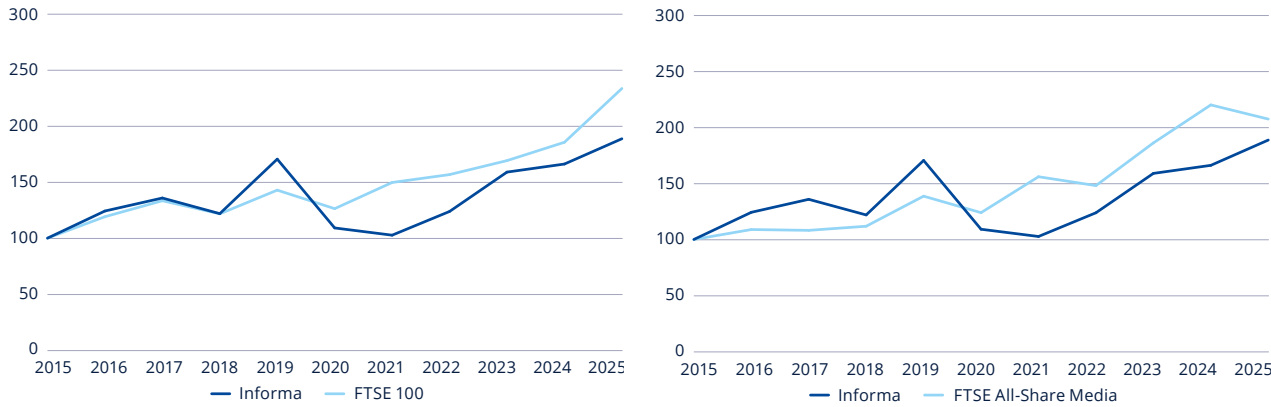
The Executive Directors have rolling service contracts with the company that have notice periods of 12 months on either side. The company may terminate an Executive Director's appointment with immediate effect without notice or payment in lieu of notice under certain circumstances, as prescribed within the Executive Director's service contract.

The letters of appointment for the Non-Executive Directors do not contain fixed-term periods and can be terminated by either party giving three months' notice. The Non-Executive Directors are appointed with the expectation that they will serve for a maximum of nine years, subject to re-election at each AGM.

The service contracts of the Executive Directors and letters of appointment of the Non-Executive Directors are available for inspection at the registered office during normal business hours and at the AGM.

Comparison of the Group Chief Executive's remuneration to TSR

The graphs below illustrate the Group's TSR performance compared with the performance of the FTSE All-Share Media Index and the FTSE 100 peer group in the 10-year period ended 31 December 2025. This index and peer group have been selected for this comparison because the Group is a constituent company of both.



The following table sets out the total remuneration of the Group Chief Executive over the same period as the TSR graphs. The percentages for STIP and LTIP outcomes are expressed as a percentage of the maximum opportunity available.

Year	Group Chief Executive	CEO single figure of remuneration	STIP payout (% of maximum)	LTIP payout (% of maximum)
2016	Stephen A. Carter	£3,407,650	40.0%	79.3%
2017	Stephen A. Carter	£4,132,219	82.4%	83.0%
2018	Stephen A. Carter	£4,125,262	93.3%	93.9%
2019	Stephen A. Carter	£3,112,342	72.5% ¹	70.2%
2020	Stephen A. Carter	£2,720,172	53.6%	50.7%
2021	Stephen A. Carter	£2,809,612	89.0% ²	41.5%
2022	Stephen A. Carter	£4,103,002	89.7% ²	50.0%
2023	Stephen A. Carter	£4,192,423	86.7% ²	100.0%
2024	Stephen A. Carter	£5,487,898	100.0%	100.0%
2025	Stephen A. Carter	£5,885,216	100.0%	100.0%

1 The Annual Reports for 2021-2024 contained a typographical error showing the STIP payment for 2019 as being 71.8%. This has now been corrected and reflects the disclosure in the 2019 Annual Report

2 Under the terms of the Policy approved by shareholders in December 2020, the maximum STIP payout for the financial years ending 31 December 2021, 2022 and 2023 was reduced to 100% of base salary

Relative importance of spend on pay

Informa is a business built on the expertise, high-quality relationships and commitment demonstrated by its colleagues around the world. The Group believes in the importance of investing in colleagues and offering market competitive salaries, as well as flexible benefits and further opportunities such as ShareMatch. The table below shows the aggregate colleague remuneration, dividends paid, revenue and operating profit, as stated in the Financial Statements, for the years ended 31 December 2025 and 31 December 2024:

	2025	2024	% change
Total number of colleagues ¹	14,152	13,092	8.1
Aggregate colleague remuneration (£m) ¹	£928.6	£853.5	8.8
Remuneration per colleague (£)	£65,616	£65,192	0.7
Shareholder returns – Dividends paid in the year ² (£m)	£268.1	£248.2	8.0
– Shares repurchased in the year ³ (£m)	£350.0	£421.5	(17.0)

1 Figures taken from Note 8 to the Consolidated Financial Statements

2 Figures taken from Note 14 to the Consolidated Financial Statements

3 Excludes commission and stamp duties due on the share buyback

Directors’ Remuneration Report continued

Pay ratios

The table below sets out the Group Chief Executive pay ratios as at 31 December 2025 and those for the prior five years. The disclosure will build up over time to cover a rolling 10-year period.

Year	Method		Lower quartile	Median	Upper quartile
2025	Option A	Pay ratio	138.5x	98.1x	66.1x
		Salary	£37,914	£52,801	£75,938
		Total pay and benefits	£42,480	£59,979	£88,976
2024	Option A	Pay ratio	134.4x	96.4x	63.4x
		Salary	£36,107	£49,608	£72,345
		Total pay and benefits	£40,822	£56,954	£86,618
2023	Option A	Pay ratio	112.2x	78.0x	51.2x
		Salary	£34,980	£47,643	£70,000
		Total pay and benefits	£37,376	£53,756	£81,963
2022	Option A	Pay ratio	110.8x	78.9x	52.3x
		Salary	£33,000	£45,000	£65,339
		Total pay and benefits	£36,009	£51,263	£76,643
2021	Option A	Pay ratio	83.2x	60.5x	39.8x
		Salary	£30,843	£41,200	£60,117
		Total pay and benefits	£31,130	£44,965	£69,218
2020	Option A	Pay ratio	88.3x	65x	42.7x
		Salary	£28,436	£38,000	£56,500
		Total pay and benefits	£29,910	£41,418	£64,519
2019	Option A	Pay ratio	100.5x	74.6x	47.9x
		Salary	£27,836	£38,570	£56,100
		Total pay and benefits	£30,970	£41,748	£65,031

In the final quarter of 2024, we completed two acquisitions for the Informa Group, namely, the addition of Ascential in October and the combination with TechTarget in December. As these transactions completed towards the end of the financial year, colleagues in the acquired businesses were not included in the pay ratio calculations for 2024. These colleagues have now been incorporated into the 2025 calculations.

The ratios compare the single total figure of remuneration of the Group Chief Executive with the equivalent for the lower quartile, median and upper quartile UK colleagues (calculated on a full-time basis). It should be noted that while the Group Chief Executive’s role and remit are international, the pay ratios required by the Companies (Miscellaneous Reporting) Regulations 2018 take no account of the remuneration received by colleagues based outside the UK (circa 70% of colleagues).

The rules relating to this disclosure set out three possible methodologies, termed Options A, B and C. The Committee has selected Option A as the most appropriate for the company on the basis that it provides the most robust and statistically accurate means of identifying the lower quartile, median and upper quartile colleagues, and is consistent with the Group’s pay, reward and progression policies.

The total compensation calculations for UK colleagues include salary, bonus payments and benefits package, and LTIP earnings where appropriate. Base salaries of all colleagues, including the Executive Directors, are set with reference to a range of factors, including market comparators, individual experience and performance in their role. As was the case last year, the Remuneration Committee notes that the year-on-year aggregate colleague remuneration continues to increase as a result of the efforts the company has taken to support lower-paid colleagues. In 2025, the average base salary increase for colleagues was 4%, with additional budget available to support merit rises, market adjustments and promotions across the company.

Due to the structure of the Group Chief Executive’s annual remuneration, where a significant proportion is made up of variable, performance-related pay, which is affected by share price movements, the pay ratios will vary, potentially significantly, year-on-year.

Change in Directors’ pay in comparison to that of Informa colleagues

The next table shows the percentage change in the Directors’ salary or fees, benefits and bonus compared to the average change in salary, benefits and bonus for a comparison group of all UK colleagues:

	2025			2024			2023			2022			2021		
	Salary ¹ %	Benefits ² %	Bonus %	Salary ¹ %	Benefits ² %	Bonus ³ %	Salary ¹ %	Benefits ² %	Bonus %	Salary ¹ %	Benefits ² %	Bonus %	Salary ¹ %	Benefits ² %	Bonus %
Executive Directors															
Stephen A. Carter	7.7	199.4	9.2	3.3	89.6	137.8	3.0	(3.9)	0.5	4.0	(23.4)	4.8	0.0	(29.3)	(5.1)
Gareth Wright	6.1	(1.5)	7.1	3.3	(1.8)	78.3	3.0	1.0	0.5	6.0	(5.8)	6.9	0.0	0.5	10.7
Patrick Martell	4.6	667.3	4.1	5.6	67.9	83.6	3.0	61.5	0.5	4.0	8.2	19.5	–	–	–
All UK colleagues ⁴	5.9	(1.3)	9.1	3.4	21.5	30.7	6.2	(13.5)	(9.8)	8.2	40.9	44.2	6.7	(8.3)	30.5
Non-Executive Directors															
John Rishton ⁵	7.5	–	–	3.3	–	–	3.0	–	–	56.3	–	–	239.3	–	–
Louise Smalley ^{6,8}	33.5	–	–	5.3	–	–	3.0	–	–	20.9	–	–	–	–	–
Maria Kyriacou ^{7,8}	7.6	–	–	n/a	–	–	–	–	–	–	–	–	–	–	–
Catherine Levene ^{7,8}	7.6	–	–	n/a	–	–	–	–	–	–	–	–	–	–	–
Andy Ransom ⁸	7.6	–	–	4.0	–	–	–	–	–	–	–	–	–	–	–
Gill Whitehead ⁸	10.0	–	–	4.0	–	–	3.0	–	–	12.5	–	–	19.9	–	–
Joanne Wilson ⁸	7.6	–	–	4.0	–	–	3.0	–	–	4.1	–	–	–	–	–
Zheng Yin ⁸	7.6	–	–	4.0	–	–	3.0	–	–	4.1	–	–	–	–	–

- 1 The calculations for Directors’ salary/fees have been made using the contractual base pay of the Executive Directors and fees for the Non-Executive Directors
- 2 Benefits provided to the Executive Directors typically include (but are not limited to) private medical and life insurance, travel insurance, car benefits (such as a car allowance or driver costs in lieu), professional advice, spousal/partner business travel expenses where appropriate and the value of ShareMatch matching share awards. In addition, when the company requests colleagues to relocate to another country, as was the case for the Group Chief Executive and Group Chief Operating Officer in 2025, relocation/dislocation costs are covered in accordance with our internal relocation policies. These costs include (but are not limited to) overseas rental accommodation support, travel for colleagues and their families where appropriate and, where relevant, education support. The comparison of 2025/2024 benefits for Stephen A. Carter and Patrick Martell reflects the relocation/dislocation costs associated with their international moves to key growth regions (the UAE and US respectively) during 2025
Benefits received by the Non-Executive Directors (disclosed on page 119) relate to expenses incurred in the course of their duties. These expenses, which are deemed as taxable benefits by HMRC, may vary year-on-year and do not provide an accurate comparison to the benefits received by colleagues, so are not included
- 3 The maximum bonus quantum for Executive Directors was increased in 2024 in line with the Policy approved by shareholders at the 2024 AGM
- 4 Informa PLC has no employees and therefore the average for all UK colleagues has been selected as the appropriate comparator group
- 5 John Rishton was appointed as Chair in June 2021
- 6 Louise Smalley was appointed as Senior Independent Director from December 2024
- 7 Maria Kyriacou was appointed to the Board on 15 July 2024 and Catherine Levene was appointed to the Board on 19 November 2024
- 8 For fair comparison, where a Director was appointed during the year, the percentage change for their fees between the year of their appointment and the following year has been calculated using the full-time equivalent fee for the year of their appointment

Dilution of share capital by share plans

Informa uses a combination of market-purchased and newly issued shares to satisfy all-employee and executive share plans. All shares used to satisfy our share plans are held by the Informa Employee Share Ownership Trust. Details of the number of shares held by the Trust during the year is set out in Note 36 to the Consolidated Financial Statements.

During 2025, we complied with The Investment Association’s Principles of Remuneration with regard to dilution limits.

Remuneration adviser

FIT Remuneration Consultants LLP (FIT Remuneration Consultants) was the Committee’s independent remuneration adviser throughout 2025, having been appointed in December 2022 following a competitive tender process. FIT Remuneration Consultants is a member of the Remuneration Consultants Group and adheres to that Group’s Code of Conduct for consultants to remuneration committees of UK listed companies.

The Committee is satisfied that the advice received from FIT Remuneration Consultants was independent and objective, and has not requested advice from any other remuneration advisory firm during the year. FIT Remuneration Consultants does not provide any other services to the Group and has no other connection with the Directors.

Fees for advice provided to the Committee by FIT Remuneration Consultants during the year ended 31 December 2025 amounted to £18,967 (2024: £82,354). All fees are charged on a time and expenses basis.

Directors’ Report

The Directors present their report and Consolidated Financial Statements for the year ended 31 December 2025.

This section contains the remaining matters that the Directors are required to report on, and that do not appear elsewhere in the Annual Report. Additional information incorporated into this section by reference – including information that is required in accordance with the Companies Act 2006 (Act) and Listing Rule 6.6.1R – can be found on the following pages:

Information	Page(s)
Future business developments	2 to 77
Risk factors and principal risks	60 to 70
Colleague engagement and employment policies	91 and 125
Stakeholder engagement – suppliers, customers and others	90 to 91
Greenhouse gas emissions	21
Viability and Going Concern statements	72
Governance arrangements (including compliance with the UK Corporate Governance Code)	79 to 126
Section 172 statement	88 to 89
Long-term incentive arrangements	109 to 123
Dividends	165
Financial instruments, financial risk management objectives and policies	180 to 187
Post balance sheet events	210

Annual General Meeting

Informa PLC’s 2026 AGM will be held at our offices at 240 Blackfriars Road, London SE1 8BF on Thursday 18 June 2026 at 11am.

The Notice of Meeting, together with a letter from the Board Chair and explanatory notes on the resolutions to be considered, are set out in a separate circular that has been sent to shareholders and is available on our website.

Articles of Association

The company’s Articles of Association (Articles) were last approved at the 2020 AGM. They include provisions on the rights and obligations attached to the company’s shares, the appointment and removal of Directors, and the conduct of the Board and general meetings.

The Articles may only be amended by special resolution at a general meeting of shareholders, with approval from at least 75% of those voting in person or by proxy.

A copy of our Articles can be found on Informa’s website or obtained free of charge from Companies House.

Directors

The names and biographical details of Informa’s Directors at the year end and at the date of this Annual Report are set out on pages 79 to 81 and incorporated by reference.

Patrick Martell served as an Executive Director until 1 March 2026 and will not stand for re-election at the AGM in June 2026. All other Directors will offer themselves for re-election.

Directors may be appointed or removed by the Board or by shareholders in a general meeting. Subject to the Act and the Articles, the Directors may exercise all the powers of the Company and may delegate authorities to Committees and day-to-day management and decision making to individual Executive Directors.

The Directors’ Remuneration Report on pages 109 to 123 contains details of the remuneration paid to the Directors, their interests in the shares of the company and any awards granted to the Executive Directors under all-colleague or executive share schemes. It also summarises the terms of Executive Directors’ service agreements and the letters of appointment of the Non-Executive Directors. These are available for inspection at Informa’s registered office.

Directors’ conflicts of interests and indemnities

Directors have a statutory duty to avoid conflicts of interest with the company. Our Articles allow the Board to approve conflicts of interest and include other conflict-of-interest provisions. No Director had a material interest in any contract in relation to the company’s business during the year.

To the extent permitted by English law and the Articles, Informa has agreed to indemnify the Directors in respect of any liability arising from or connected with the execution of their powers, duties and responsibilities as a Director of the company, of any of its subsidiaries or as a trustee of an occupational pension scheme for colleagues. The indemnity would not provide coverage where the Director is proved to have acted fraudulently or dishonestly. The company purchases and maintains Directors’ and Officers’ insurance cover against certain legal liabilities and the costs of claims connected with any act or omission by Directors and officers in the execution of their duties.

Share capital

Informa PLC is a public company limited by shares, incorporated in England and Wales. All the company’s ordinary shares are listed on the London Stock Exchange (100% free float).

The company has one class of shares, being ordinary shares of 0.1 pence each. All issued shares are fully paid up and carry no additional obligations or special rights. Each share carries the right to one vote at shareholder meetings.

On a show of hands, each holder of ordinary shares who attends in person or is present by proxy or corporate representative has one vote. On a poll, every holder of ordinary shares present in person, by proxy or corporate representative has one vote for every share held.

Electronic and paper proxy appointments and voting instructions must be received no later than 48 hours before a general meeting. Holders of ordinary shares can lose their entitlement to vote at general meetings if they have been served with a disclosure notice and failed to provide the company with information concerning interests held in those shares. Except as set out above, there are no limitations on voting rights of holders of a given percentage, number of votes or deadlines for exercising voting rights.

There are no restrictions on the transfer of securities in the company except as set out in the Articles. Informa is not aware of any agreements between holders of ordinary shares that may result in restrictions on the transfer of securities or on voting rights.

At the 2025 AGM, the Directors were granted authority to purchase up to 131,857,000 ordinary shares in the market, equal to 10% of issued share capital at the time that the Notice of AGM was approved. During 2025, the company purchased and cancelled 42,846,499 ordinary shares (3.3% of issued capital at 31 December 2025). The Directors propose to renew this authority to purchase shares at the 2026 AGM.

More details of our issued share capital at 31 December 2025, together with details of shares issued or repurchased during the year, are shown in Note 35 to the Consolidated Financial Statements.

Employment policy matters

Informa complies fully with all national equal opportunities legislation and makes recruitment and promotion decisions based solely on the ability to perform each role.

Under UK law and required disclosures around the employment of people with disabilities, we can confirm that we give full and fair consideration to colleagues and applicants with disabilities, and provide facilities, equipment and training to assist disabled colleagues to do their jobs. If a colleague becomes disabled during their employment, every effort is made to ensure that they can continue their current employment by providing specialised training and adjusting the working environment. We also seek to provide opportunities for retraining and redeployment within the business.

Employee benefit trust

From time to time, shares are held by a trustee in order to satisfy colleagues’ entitlements to shares under the Group’s share schemes. The shares held by the trusts do not have any special rights with regard to control of the company. While these shares are held on trust, their rights are not exercisable directly by the relevant colleagues. The current arrangements concerning trusts and their shareholdings in the company are set out in Note 36 to the Consolidated Financial Statements.

Major interests in shares

The following table shows the notifications of major voting interests in the company’s shares as at 31 December 2025, in accordance with the FCA’s Disclosure and Transparency Rules (DTR 5). All notifications made to the company under DTR 5 are published on a Regulatory Information Service and are available on Informa’s website.

Shareholder	% Shareholding
BlackRock, Inc.	5.92
Newton Investment Management Ltd	4.93
Lazard Asset Management LLC	4.30
Norges Bank	4.00
Artemis Investment Manager LLP	3.59
Invesco Ltd	3.55

The information above was correct at the date of notification to the Company. No additional notifications have been received by the company between 31 December 2025 and the date of this report.

Change of control

There are no significant agreements to which the company is a party that take effect, alter or terminate on a change of control following a takeover bid, except for the Group’s principal borrowings described in Note 27 to the Consolidated Financial Statements.

The company does not have agreements with any Director or colleague that would provide compensation for loss of office or employment resulting from a change of control on takeover, except those provisions in the company’s share schemes that may cause options and awards granted to colleagues to vest on a takeover.

Political donations

In line with Group policy, no donations were made to political parties or organisations or independent election candidates, and no political expenditure was incurred during the year ended 31 December 2025.

Subsidiaries and overseas branches

Details of Group subsidiaries are given in Note 39 to the Consolidated Financial Statements.

Informa operates branches in Australia, China, France, Hong Kong, Luxembourg, Malaysia, the Netherlands, Singapore, South Africa, South Korea, Taiwan, the United Arab Emirates, the UK and Vietnam.

Statement of Directors' responsibilities

The Directors are responsible for preparing the Annual Report and Accounts in accordance with applicable law and regulation.

Company law requires the Directors to prepare financial statements for each financial year. Under that law, the Directors have prepared the Consolidated Financial Statements in accordance with UK-adopted International Accounting Standards, and the Parent Company Financial Statements in accordance with UK Generally Accepted Accounting Practice (UK Accounting Standards comprising FRS 102: The Financial Reporting Standard applicable in the UK and Republic of Ireland, and applicable law. Under company law, the Directors must not approve the Financial Statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and Parent Company and of the profit or loss of the Group and the company for that period.

In preparing the Financial Statements, the Directors are required to:

- Select suitable accounting policies and then apply them consistently
- Make judgements and accounting estimates that are reasonable and prudent
- State whether applicable UK-adopted International Accounting Standards have been followed for the Consolidated Financial Statements and UK Accounting Standards, comprising FRS 102, have been followed for the Parent Company Financial Statements, subject to any material departures disclosed and explained in the Financial Statements
- Prepare the Financial Statements on the going concern basis unless it is inappropriate to presume that the Group and Parent Company will continue in business

The Directors are responsible for safeguarding the assets of the Group and Parent Company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors are also responsible for keeping adequate accounting records that are sufficient to show and explain the Group's and Parent Company's transactions and disclose with reasonable accuracy at any time the financial position of the Group and Parent Company. This enables them to ensure that the Financial Statements and the Directors' Remuneration Report comply with the Companies Act 2006.

The Directors are responsible for the maintenance and integrity of the company's website.

Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Directors' confirmations

The Directors consider that the Annual Report and Accounts, taken as a whole, is fair, balanced and understandable, and provides the information necessary for shareholders to assess the Group's and Parent Company's position and performance, business model and strategy.

Each of the Directors, whose names and functions are listed on pages 79 to 81, confirm that, to the best of their knowledge:

- The Consolidated Financial Statements, which have been prepared in accordance with UK-adopted International Accounting Standards, give a true and fair view of the assets, liabilities, financial position and profit of the Group
- The Parent Company Financial Statements, which have been prepared in accordance with UK Accounting Standards comprising FRS 102, give a true and fair view of the assets, liabilities, financial position and profit of the Parent Company
- The Strategic Report includes a fair review of the development and performance of the business and the position of the Group and Parent Company, together with a description of the principal risks and uncertainties that it faces

Audit information

Each of the Directors in office at the date this report confirms that:

- To the best of their knowledge, there is no relevant audit information of which the Group's and the company's auditors are unaware
- They have taken all the steps that they ought to have taken as a Director in order to make themselves aware of any relevant audit information and to establish that the Group's and the company's auditors are aware of that information

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

Reappointment of auditor

A resolution proposing the reappointment of PricewaterhouseCoopers LLP as the company's external auditors will be put to shareholders at the 2026 AGM.

By order of the Board

Rupert Hopley
General Counsel and Company Secretary

11 March 2026

Informa PLC
5 Howick Place
London SW1P 1WG
Company Number: 08860726

Financial Statements

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