

RODER INVESTMENTS NO. 2 LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2021

Business review and principal activities

The principal activity of the Company is to act as an investment company. No significant change in this activity is envisaged in the foreseeable future. The Directors continue to monitor the performance of the Company's underlying investments, including any unrealised gains that have not yet been recognised.

Business performance

The results of the Company show a loss after tax of £4,937,469 (2020: loss of £92,815,907) for the year. The Company has net liabilities of £747,686,768 (31 December 2020: £827,786,720) as at 31 December 2021. Net cash inflow from operating activities for 2021 was £530,016,891 (2020: £493,468,501).

In the current year, the underlying businesses owned by Barclays Luxembourg Holdings SSC have continued to perform well. Profits made by these companies have not all been repatriated by dividend, and as such the Company has shown an accounting loss for the year. The Directors review the performance alongside the unrealised movement in the value of the Company's investments and, through this lens, the Directors are satisfied with the overall performance of the Company.

Future outlook

The Directors believe that the Company can continue to derive value from its investments through the coming years. The Company continues to be exposed to volatility arising from the accounting mismatch between assets and liabilities.

No significant change in the principal activity is envisaged in the foreseeable future.

Principal risks & uncertainties

The Company is exposed to internal and external risks of ongoing activities. These risks are managed as part of the Company's business model.

The COVID-19 pandemic continued in 2021 and may persist for a prolonged period. However, the negative economic impact of the pandemic was mainly in 2020 with markets appreciating in value in 2021.

Furthermore, the current geopolitical tensions that arose in 2022 may also persist for a prolonged period and introduce broad macroeconomic risks, which result in market volatility.

Whilst the full direct and indirect impact of the ongoing COVID-19 outbreak remains uncertain, a number of central banks and governments have extended financial stimulus packages as a result of the significant negative impact on GDP. Concerns remain as to whether these policy tools will counter anticipated macro-economic risks and a prolongation of the outbreak could significantly adversely affect economic growth, affect specific industries or countries. In addition, an escalation in geopolitical tensions or increased use of protectionist measures may also negatively impact the Company's business.

The Covid-19 pandemic / geopolitical tensions are not expected to have a material impact on the Company's principal risks or the future outlook/revenues and cash flows of the Company.

Key performance indicators

The Directors of Barclays PLC manage the group's operations on a business cluster basis. For this reason, the Company's Directors believe that analysis using key performance indicators for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business of the Company. The development, performance and position of the relevant business cluster, which includes the Company, is discussed in the Barclays PLC 2021 Annual Report, which does not form part of this report.

Section 172(1) statement

The Directors have acted in the way that they considered, in good faith, would be most likely to promote the success of the company for the benefit of its member as a whole and this section forms our Section 172 disclosure, describing how, in doing so, the Directors considered the matters set out in section 172(1)(a) to (f) of the Companies Act 2006. The Directors also took into account the views and interests of a wider set of stakeholders, including regulators, the UK Government and non-governmental organisations.

- the likely consequences of any decision in the long term;
- the need to foster the Company's business relationships with suppliers, customers and others;

RODER INVESTMENTS NO. 2 LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

- the impact of the Company's operations on the community and the environment;
- the desirability of the Company's maintaining a reputation for high standards of business conduct;
- the need to act fairly as between members of the Company.

You can find out more about who the Barclays Group's key stakeholders are, how management and/or the Directors engaged with them, the key issues raised and actions taken on pages 16 to 19 of the Barclays PLC Annual Report 2021 which is incorporated by reference into this statement.

Considering this broad range of interests is an important part of the way the Board makes decisions, although in balancing those different perspectives it will not always be possible to deliver everyone's desired outcome or necessarily achieve a positive outcome for all stakeholders.

How does the board engage with stakeholders?

Depending on the decision in question, the relevance of each particular stakeholder group may differ, and equally the Board adopts a variety of methods of engagement with different stakeholder groups. The Board will sometimes engage directly with certain stakeholders on certain issues, but the size and distribution of our stakeholders and of Barclays means that stakeholder engagement often takes place at an operational level.

In addition, to ensure a more efficient and effective approach, certain stakeholder engagement is led at Barclays group level, in particular where matters are of group-wide significance or have the potential to impact the reputation of the Barclays group.

The Board considers and discusses information from across the organisation to help it understand the impact of Barclays' operations, and the interests and views of our key stakeholders. It also reviews strategy, financial and operational performance, as well as information covering areas such as key risks, and legal and regulatory compliance. This information is provided to the board through reports sent in advance of each board meeting, and through in-person presentations.

As a result of these activities, the board has an overview of engagement with stakeholders, and other relevant factors, which enables the Directors to comply with their legal duty under section 172 of the Companies Act 2006.

This report was approved by the board on 5/10/2022

and signed on its behalf.

DocuSigned by:

Richard Stokes

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Richard Stokes

Date: 5/10/2022

Registered number: 08331423

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