

Board Committees

The Board has three standing Committees which support the operation of the Board through their focus on specific areas of governance. Each Committee has formal terms of reference approved by the Board which set out how it should operate including its role, membership, authority and duties and is governed by a statement of general principles and rules of procedure adopted by the Board. These are available on request from the Company Secretary.

Audit & Risk Committee Remuneration Committee Nomination & Governance Committee

The role of the Audit & Risk Committee is to assist the board in fulfilling its oversight responsibilities by reviewing and monitoring:

- › The integrity of the financial and narrative statements and other financial information provided to shareholders.
- › The Company's system of internal controls and risk management.
- › The internal and external audit process and auditors.
- › The processes for compliance with laws, regulations and ethical codes of practice.

The Report of the Audit & Risk Committee is set out on pages 64 to 73.

Committee Member	Meeting Attendance	Committee Tenure
Mike McGearty (Chair)	11/11	1 year
Christine Ourmières-Widener	11/11	1 year
David Hargaden	11/11	1 year

Remuneration Committee

The primary role of the Remuneration Committee is to ensure that the remuneration policy and practices of the Company are designed to support strategy and promote long-term sustainable success, reward fairly and responsibly, with a clear link to corporate and individual performance, having regard to statutory and regulatory requirements.

The Report of the Remuneration Committee is set out on pages 74 to 91.

Committee Member	Meeting Attendance	Committee Tenure
Peter Lennon (Chair)	11/11	21 years
John Bateson	11/11	11 years
David Hargaden	11/11	1 year
Mike McGearty(1)	11/11	1 year

Nomination & Governance Committee

The role of the Nomination & Governance Committee is to:

- › Ensure the board composition is regularly reviewed and refreshed.
- › Oversee the development of a diverse pipeline for orderly succession to positions on the Board and as regards senior executives, including the Company secretary (senior management).
- › Monitoring the Company's compliance with corporate governance best practice, legal, regulatory and listing requirements.

Committee Member ⁽¹⁾	Meeting Attendance	Committee Tenure
John Bateson (Chair)	2/2	1 year ⁽²⁾
Peter Lennon	2/2	1 year
Christine Ourmières-Widener	2/2	1 year