

Division of Responsibilities

Chair of the Board

Warren Finegold is the Company's Chair appointed in June 2020. The role of the Chair is to lead and manage the business of the Board to provide direction and focus, whilst ensuring that there is a clear structure for the effective operation of the Board and its Committees. They set the agenda for Board discussions to promote effective and constructive debate and to support a sound decision-making process, ensuring that the Board receives accurate, timely and clear information, in particular about the Company's performance.

The Chair and the Chairs of the Board Committees communicate regularly with the Chief Executive Officer (CEO) and other Board and Committee members. There is a clear division of responsibilities between the role of Chair and the CEO.

Chief Executive Officer

Phil Caldwell is the Company's CEO appointed in September 2013. The CEO is responsible for the executive management of the Company's operations in charge of the management team and to whom all other Executive Committee members report. The CEO is answerable to the Board for the way the business is run and its performance

Senior Independent Director

Julia King was appointed Senior Independent Director (SID) with effect from 18 May 2023 and is the point of contact for whistle-blowers in the Company.

The SID is available as an additional point of contact for shareholders and leads the Non-executive Directors who are responsible for assessing the performance of the Chair, taking into account the views of Executive Directors. The SID's role is to act as a sounding board for the Chair and a trusted intermediary for the other Directors.

Company Secretary

Deborah Grimason was appointed Company Secretary with effect from January 2022. Under the direction of the Chair, the Company Secretary's responsibilities include ensuring good information flows within the Board and its Committees and between Executive Committee members, senior management and Non-executive Directors, as well as facilitating inductions and assisting with professional development as required. The Company Secretary is responsible for advising the Board through the Chair on all governance matters. All Directors have access to the advice and services of the Company Secretary, who is responsible to the Board for ensuring that Board procedures are complied with.