

DIVISION OF RESPONSIBILITIES

during CEO medical leave with effect from November 2025

This document outlines how responsibilities are allocated among the Interim Executive Chair, Senior Independent Director (SID), and independent Non-Executive Directors (NEDs) during the CEO's absence on medical leave. The Board and its Committees continue to operate under their established terms of reference and reserved matters.

1. ROLE OF THE INTERIM EXECUTIVE CHAIR

The Interim Executive Chair reports to the Board directly and assumes overall leadership of both the Board and executive management. The Interim Executive Chair's role includes:

- a) Leadership and effective operation of the Board, including chairing Board and ELT meetings and general meetings;
- b) Building trust and open communication between Non-Executive Directors and the Executive Leadership Team (ELT);
- c) authority to act within the scope of the CEO's existing delegated authorities, ensuring continuity of executive decision-making during the CEO's absence;
- d) responsibility for continuing to execute the Group's 5 Lever Strategy, maintaining momentum and focus on strategic priorities in the CEO's absence;
- e) leading the Board's review of the Group's culture and its alignment with purpose and values;
- f) Overseeing annual evaluations of the Board, its Committees, and individual Directors, with input from the SID, and commissioning external reviews as appropriate;
- g) ensures corporate governance is conducted in accordance with current best practice, as appropriate to the Group.

2. INTERIM EXECUTIVE CHAIR'S RESPONSIBILITIES

The Interim Executive Chair's responsibilities are to:

- a) supervise the day-to-day management of the Group through the ELT, within the authority delegated by the Board, in particular, to execute the Group's strategic and commercial objectives, as approved by the Board;
- b) with the support of the CFO, review regularly the Group's operational performance and strategic direction and to develop the Group's strategy, annual budget and business plans having regard to the Company's responsibilities to its shareholders and other stakeholders;
- c) with the support of the CFO, review capital expenditure proposals in line with capital expenditure approval criteria and procedures;
- d) ensure, with the ELT, that Board decisions are implemented effectively and that significant decisions made by the ELT are communicated to the Board in line with authority proposals;
- e) ensure that management fulfils its obligation to provide Directors with accurate, timely and clear information in a form and of a quality and comprehensiveness that will enable it to discharge its duties;
- f) represent the Group to analysts and investors, alongside the CFO;
- g) ensure that the Group complies with legal and regulatory responsibilities;
- h) communicate the views of the ELT and workforce to the Board;

- i) manage and review the Group's risk profile, with the CFO, in line with the extent of risk identified as acceptable by the Board and to ensure that appropriate internal controls are in place;
- j) advise and make recommendations in respect of Board nominations and succession planning and ensure that the Company and Group develop strategies and make plans for the succession and replacement of key personnel;
- k) ensure, with the support of the Company Secretary, that the ELT complies with the terms on which matters are delegated by the Board, and the terms of reference of Committees of the Board, and to ensure matters outside the authority of the ELT are escalated to the Board;
- l) ensure effective communication with shareholders and that appropriate, timely and accurate information is disclosed to the market, with issues escalated promptly to the Board where appropriate.

3. THE ROLE OF THE SENIOR INDEPENDENT DIRECTOR

The Senior Independent Director should act as a sounding board for the Interim Executive Chair, providing support in the delivery of the Interim Executive Chair's objectives.

4. SENIOR INDEPENDENT DIRECTORS' RESPONSIBILITIES

The Senior Independent Director should:

- a) act as an intermediary for the other Directors and shareholders and ensure shareholders' views are communicated to the Board as a whole so that all Directors develop a clear understanding of their views;
- b) lead a meeting of the Non-Executive Directors, without the Interim Executive Chair present, at least annually, to appraise the Interim Executive Chair's performance, and on other occasions as necessary;
- c) be available to shareholders if they have concerns that contact through the normal channels of the Interim Executive Chair or other Executive Directors has failed to resolve or for which such contact is inappropriate;
- d) ensure there is a culture of openness and debate, in particular by facilitating the effective contribution of Non-Executive Directors, and ensuring constructive relations between CFO, ELT, Non-Executive Directors and the Interim Executive Chair;
- e) ensure meetings are held with the Non-Executive Directors before or after every Board meeting, without the Executive Directors present;
- f) Support the Interim Executive Chair and Company Secretary with agenda setting for the Board and Nomination Committee;
- g) maintain ongoing dialogue with the Interim Executive Chair and the Board on important and strategic issues facing the Group; and
- h) assist in the maintenance of the stability of the Board and Group. This will involve working with the Interim Executive Chair, Directors and shareholders to resolve significant issues, for example where the shareholders or Non-Executive Directors have expressed concerns that are not being addressed by the Interim Executive Chair.

5. NON-EXECUTIVE DIRECTORS' RESPONSIBILITIES

NEDs play a vital role in maintaining the independence and effectiveness of the Board. Their responsibilities include:

- a) Bringing independent judgement and external insight to Board discussions;
- b) Challenging and supporting executive management on strategy, performance, and risk;
- c) Participating in key decisions on remuneration, financial controls, reporting, and appointments through Board Committees;
- d) Monitoring the achievement of agreed objectives and scrutinising performance reporting.

Approved by the Board on 19 November 2025