

Nomination Committee

Statement from Bob Lawson, Chair of the Nomination Committee



Members:

Bob Lawson (Chairman)
Patrick Kalverboer
Frank Nelson
Martyn Coffey
Mark Kelly
Sucheta Govil

Role and responsibilities:

The principal duties of the Nomination Committee are to:

- Keep under review the structure, size and composition of the Board, including the skills, knowledge and experience required by it.
- Keep under review the time commitments required from Non-executive Directors.
- Consider succession planning for the Directors and other senior managers, giving due weight to the achievement of diversity in its widest sense.
- Identify and nominate candidates to fill any vacancies arising in Board positions.

Dear Shareholder,

I am pleased to report to you on the main activities of the Committee and how it has performed its duties during 2018. I chair Nomination Committee meetings, but would not do so where the Committee was discussing matters relating to my own reappointment or replacement as Chairman.

During the year the Nomination Committee held 2 scheduled meetings. Attendance at meetings is shown on page 46.

Activities during the year

- Recruitment of a new independent Non-executive Director, Sucheta Govil.
- Organisational succession and development planning at Board and senior management level.

Diversity

The Committee remains committed to achieving diversity in its widest sense in the composition of the Board, senior management and throughout the Group. This includes diversity in gender and ethnicity.

Our objective is to recruit people with an appropriate range of skills, knowledge and experience. We would like to see women represented fairly on the Board and Steering Group and we will continue to work towards this. Our overriding policy in any new appointment is to select on merit to ensure the continued success of the business.

Bob Lawson

Chair of Nomination Committee
14 March 2019