

## **FRASERS GROUP PLC**

### **SCHEDULE OF RESPONSIBILITIES**

#### **CHIEF EXECUTIVE**

Reviewed 4 December 2020

- (1) The Chief Executive is responsible for all aspects of the management of the Company and its business, subject to such constraints and requirements to consult with, and seek approval from, the Board as are laid down by the Board from time to time.
- (2) The Chief Executive's duties are:
  - (a) To observe the powers granted to the Chief Executive and powers reserved to the Board.
  - (b) To be responsible to the Board for the development of the Company, its reputation and standing and its profitable operation, including the profits, cash and costs of all business.
  - (c) To be responsible for developing the appropriate strategy for the Company for submission to the Board.
  - (d) To ensure that such action is taken as is necessary to secure the timely and effective implementation of the strategy agreed by the Board.
  - (e) To ensure that, within the strategy agreed by the Board, appropriate objectives and policies are adopted for each of the businesses of the Company, that appropriate budgets are set for them individually, that their performance is effectively monitored, that guidance or direction is given where appropriate, and that guidance is given to the Company's subsidiary companies.
  - (f) To take the lead in embedding the values and standards of the Company.
  - (g) To lead the Executive team and take responsibility for the line management of senior employees of the Company including other executive directors and including taking overall responsibility for the day to day management operations, business development/marketing, HR & change-management, communications and finance.
  - (h) To act as principal spokesperson for the Company, including the presentation of the results, to handle relationships with shareholders and to be responsible for public relations, including relations with governments, authorities, regulators and "stakeholders".
  - (i) To lead the Company's processes for communicating to, and consulting with employees.

- (j) To ensure that the Company complies with all relevant legislation.
- (k) To allocate duties to individual Directors and assign ad hoc responsibilities or special tasks to Directors or groups of Directors after appropriate consultation with the Chairman.
- (l) To be responsible for recommending and ensuring the overall execution of all significant commercial transactions – acquisitions, disposals, etc and generally shaping the Group.
- (m) To keep the Chairman regularly informed on all matters that may be of importance to the Company, including its current performance and progress.
- (n) To take responsibility for identifying talent and developing key managers, together with related succession planning.
- (o) To be the primary executive point of contact for customers, shareholders, stakeholders, press and partners.
- (p) To be the principal representative of the Company on relevant external committees and representative bodies.
- (q) To support the Chairman to make certain that appropriate standards of governance permeate through all parts of the organisation.
- (r) To ensure the Board knows the Executive Directors' and employees' views on business issues.
- (s) Managing the Group's risk profile, including the health and safety performance of the business, in line with the extent and categories of risk identified as acceptable by the Board.
- (t) Ensuring appropriate internal controls are in place.