

Role of the Senior Independent Director

The Senior Independent Director (“SID”) is a Non-executive Director of the Company and as such, has the same statutory and regulatory responsibilities as all other Directors. The SID will be appointed by the Board from amongst the independent Non-executive Directors. The responsibilities of the SID include:

Supporting the Chair

- Acting as a sounding board for the Chair of the Board, providing support in the delivery of the Chair’s objectives and serving as an intermediary for other Directors where necessary.
- Leading the orderly succession process for the Chair (unless the SID is a candidate in the process), working closely with the Nomination Committee, and if necessary also acting as Chair of the Nomination Committee. If the SID is a candidate, the process shall be led by a Director nominated by the Board for this purpose.
- In certain circumstances, working with the Chair and the other directors and shareholders (as necessary) to resolve any significant issues.
- Meeting with Non-executive Directors at least once a year to appraise the Chair’s performance and on such other occasions as are deemed appropriate.

Shareholders

- Being available to shareholders if they have concerns which contact through the normal channels of Chair, Chief Executive or Chief Financial Officer has failed to resolve, or for which such contact is inappropriate.
- Attending sufficient meetings with major shareholders and financial analysts to obtain a balanced understanding of the issues and concerns of such shareholders.

Other

- When the Board is undergoing a period of stress, the SID shall work with the Chair and other Directors, and/or shareholders, to resolve significant issues.

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