

## **Role and Responsibilities of the Senior Independent Director (“SID”)**

The SID is responsible for:

### **1. SHAREHOLDERS**

- Being available to shareholders if they have concerns which have failed to be resolved through contact with the Chair or for which such contact is inappropriate.
- Attending sufficient shareholder meetings to obtain a balanced understanding of the issues and concerns of such shareholders.

### **2. CHAIR**

- Acting as a sounding board for the Chair.
- Providing the Chair with support in the delivery of their objectives.
- Meeting with the non-executive directors at least once a year to appraise the Chair’s performance and on any such other occasions as are deemed appropriate.
- Taking responsibility for an orderly succession process for the Chair, working closely with the nomination committee.

### **3 SIGNIFICANT ISSUES**

- Working with the Chair, other directors and/or shareholders, to resolve significant issues.
- Intervening in order to maintain board and company stability, for example when:
  - Shareholders or directors have expressed concerns that are not being addressed by the Chair;
  - The strategy is not supported by the entire Board;
  - The relationship between the Chair and the investment manager is particularly close;
  - Decisions are being made without the approval of the full Board;
  - Succession planning is being ignored.

Approved by the Board on 26 February 2025