



Corporate Governance

Role of the Chief Executive Officer

Authorised by	SIG plc Board
Adopted	12 November 2024
Version	8

The Chief Executive Officer is responsible for proposing company strategy and for delivering the strategy as approved by the Board and has primary responsibility for setting an example to the Company's workforce, for communicating to them the expectations in respect of the Company's culture and for ensuring that operational policies and practices drive appropriate behaviour.

A. The Chief Executive Officer is responsible for the following, within the authority limits delegated to him/her by the Board:

1. BUSINESS STRATEGY AND MANAGEMENT

- Supporting the Chair to make certain that appropriate standards of governance permeate through all parts of the organisation.
- Ensuring that the Board is made aware of views gathered via engagement between management and the workforce.
- Ensuring the Board knows the views of the senior management on business issues in order to improve the standard of discussion in the boardroom and prior to a final decision on an issue, explaining in a balanced way any divergence of view.
- Ensuring that management fulfils its obligation to provide Board Directors with:
 - accurate, timely and clear information in a form and of a quality and comprehensiveness that will enable it to discharge its duties;
 - the necessary resources for developing and updating their knowledge and capabilities; and
 - appropriate knowledge of the Company, including access to Company operations and members of the workforce.
- Developing Group objectives and strategy having regard to the Group's responsibilities to its shareholders, customers, employees and other stakeholders;
- The successful achievement of objectives and execution of strategy following presentation to, and approval by, the Board;
- Recommending to the Board an annual budget and 3 year financial plan and ensuring their achievement following Board approval;
- Optimising as far as is reasonably possible the use and adequacy of the Group's resources.

2. INVESTMENT AND FINANCING

- Examining all trade investments and major capital expenditure proposed by subsidiary companies and the recommendation to the Group Board of those which, in a Group context, are material either by nature or cost (in line with the schedule of matters reserved for the Board);
- Identifying and executing acquisitions and disposals, approval of major proposals or bids (in line with the schedule of matters reserved to the Board);
- Leading geographic diversification initiatives;
- Identifying and executing new business opportunities outside the current core activities (in line with the schedule of matters reserved to the Board).

3. RISK MANAGEMENT AND CONTROLS

- 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;
- Ensuring appropriate internal controls are in place.

4. BOARD COMMITTEES

- Making recommendations on remuneration policy, executive remuneration and terms of employment of the senior executive team, including the Company Secretary, to the Remuneration Committee;
- Making recommendations to the Nominations Committee on the role and capabilities required in respect of the appointment of Executive Directors.

5. COMMUNICATION

- Providing a means for timely and accurate disclosure of information, including an escalation route for issues;
- Ensuring effective communication with shareholders and other stakeholders;
- Building a strong and effective working relationship with the Chair.

6. OTHER

- Setting Group HR policies, including management, development and succession planning for the senior executive team and approving the appointment and termination of employment of members of that team.

B. The duties which derive from these responsibilities include:

- Leading the Executive Directors and the senior executive team in the day to day running of the Group's business, including chairing meetings of the Executive Leadership Team and communicating its decisions/recommendations to the Board;
- Ensuring effective implementation of Board decisions;
- Regularly reviewing the operational performance and strategic direction of the Group's business;
- Regularly reviewing the Group's organisational structure and recommending changes as appropriate;
- Formalising the roles and responsibilities of the senior executive team, including clear delegation of authorities;
- Supervising the activities of subsidiary companies' most senior executives;
- Developing senior teams within subsidiaries and Group and ensuring succession planning;
- Ensuring that all Group policies and procedures are followed and conform to the highest standard;
- Together with the Chair, providing coherent leadership of the Company, including, representing the Group to customers, suppliers, government, shareholders, financial institutions, employees, the media, the community and the public;
- Keeping the Chair informed on all important matters.

Version control

Version	Date Approved	Approved By	Description
1	5 August 2015	Board	Annual Review
2	10 November 2016	Board	Annual Review
3	6 October 2017	Board	Annual Review
4	27 November 2018	Board	Annual Review
5	12 November 2019	Board	Annual Review
6	9 November 2022	Board	Annual Review
7	22 September 2023	Board	Annual Review
8	12 November 2024	Board	Annual Review