



Corporate Governance

Role of the Senior Independent Director

Authorised by	SIG plc Board
Adopted	12 November 2024
Version	7

The UK Corporate Governance Code requires that the Board appoints one of the independent Non-Executive Directors to be the Senior Independent Director (“SID”).

In addition to the general duties of a Non-Executive Director as set out in the Director’s letter of appointment, the role and responsibilities of the SID will include:

1. SHAREHOLDERS

- The SID will be available to shareholders if they have concerns which contact through normal channels of Chair, Chief Executive Officer or Chief Financial Officer has failed to resolve or for which such contact is inappropriate.
- Attend sufficient meetings with major shareholders and financial analysts to obtain a balanced understanding of the issues and concerns of such shareholders and report these back to the Board.

2. CHAIR

- The SID will lead an orderly succession process for the Chair and, as and when required, chair the meetings of the Nominations Committee when the Committee is considering succession of the role of Chair.
- Be available to meet with the Non-Executive Directors, without the Chair being present, at least once a year to lead the performance evaluation of the Chair on behalf of the other Directors, taking into account the views of the Executive Directors, and on other occasions as are deemed appropriate.
- Be authorised to chair Board meetings in the absence of the Chair.

3. BOARD

- The SID will act as a sounding board for the Chair, providing them with support in the delivery of their objectives and discussing with them confidential matters relating to governance, board performance, the performance of individual directors and concerns raised by directors, shareholders or employees.
- Act as a trusted intermediary for other Board members including but not limited to circumstances where there are concerns:
 - regarding the relationship between the Chair and Chief Executive Officer and, if necessary, intervene and facilitate the resolution of any disputes between the

Chair and Chief Executive Officer.

- that strategies are being followed or decisions being made which have not been considered by the Board as a whole.
- succession planning for other Board positions is being ignored.
- To have the authority to call a meeting of the Non-Executive Directors without either the Chair or the Executive Directors present.

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	12 November 2019	Board	Annual Review
5	9 November 2022	Board	Annual Review
6	22 September 2023	Board	Annual Review
7	12 November 2024	Board	Annual Review