



# Board Appointments Policy



1. The Board is responsible for appointing new Directors. As part of the appointment process, the Board will review recommendations made by the Nominations Committee.
2. When reviewing the composition of the Board and considering the appointment of new Directors, the Board will be guided by, and will aim to comply with, the Principles and Provisions of Sections B1 (the composition of the Board), B2 (appointments to the Board), B3 (commitment) and B6 (evaluation) of The UK Corporate Governance Code 2014 (the 'Code'). The Code can be found at: <https://www.frc.org.uk/Our-Work/Codes-Standards/Corporate-governance.aspx>
3. Board appointments will be made on merit against objective criteria developed by the Nominations Committee and endorsed by the Board. The Board, with the support of the Nominations Committee, will regularly review the Board's balance of skills, experience, independence and knowledge of the Company to ensure the Board and its Committees can discharge their respective duties and responsibilities effectively. In discharging this duty, the Board will have regard to the current and foreseeable future requirements of the Group taking into account the strategy, operational requirements, challenges and business model, including the Group's international activity. The Board will also ensure there is a progressive and timely refreshing of its membership.
4. The Board recognises the benefits of diversity, both general and in respect of gender. In addition to the primary objectives and criteria described in 3 above, the Board will also have due regard to the aims of the Davies Report entitled 'Women on Boards'. Accordingly, both general and gender specific diversity should be included in the search and selection criteria for additional Directors, including the drawing up of candidate lists.

### Document control

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