

## **Details of Committees of the Board and their Responsibilities**

### **Remuneration Committee**

The Board has established a Remuneration Committee comprised of non-executive directors. The Remuneration Committee has written terms of reference which define clearly its responsibilities, copies of which are available for inspection on request at the Company's registered office and at the AGM. The Committee has access to external professional advice if required.

### **Audit Committee**

During the financial year the Audit Committee has consisted of the independent non-executive directors. The committee meets at least twice each year. The directors consider that it is appropriate that the Chairman of the Committee should be Malcolm Williams. The members of the Committee consider that they have the requisite skills and experience to fulfil the responsibilities of the Committee.

The Audit Committee reviews the actions and judgments of management in relation to the interim and annual financial statements and reviews the scope and results of the external audit, its cost effectiveness and the independence and objectivity of the external auditors.

Representatives of the Company's auditors attend the Committee meeting at which the draft Annual Report and financial statements are considered. The directors' statement on the Company's system of internal control is set out in the Annual Report.

The Audit Committee considers the independence and objectivity of the auditors on an annual basis. The Audit Committee considered that the independence and objectivity of the auditors has not been impaired or compromised.

The Audit Committee has written terms of reference which define clearly its responsibilities, copies of which are available for inspection on request at the Company's registered office and at the AGM.

### **Nomination Committee**

The Company has a Nominations Committee which consists of the independent non-executive directors. In considering appointments to the Board, the Nomination Committee takes into account the ongoing requirements of the Company and the need to have a balance of skills and experience within the Board.