ROLE OF THE

SENIOR INDEPENDENT DIRECTOR ("SID")

Shareholders

1. The SID will be available to shareholders if they have concerns which contact through the normal channels of the Executive Chair, Chief Executive, Deputy Chair and Finance Director have failed to resolve or where such contact is inappropriate.

2. The SID should have access to information regarding views of major shareholders and financial analysts to obtain a balanced understanding of the issues and concerns of such shareholders. In addition, to gain additional insights the SID may join meetings that management have as part of their normal Investor Relations programme, which are not special events or one to one meetings.

Deputy Chair

1. The SID should lead the evaluation of the Deputy Chair on behalf of the other Directors and will meet with non-executive directors at least once a year to appraise the Deputy Chair's performance and on such other occasions as are deemed appropriate.

2. The SID should act as a sounding board for the Deputy Chair, providing support for the Deputy Chair in the delivery of his/her objectives.

The Board

1. When the Board is undergoing a period of stress, the SID is expected to work with the Executive Chair, the Deputy Chair, other Directors and/or shareholders to resolve significant issues.

   Examples where the SID might intervene in order to maintain Board and Company stability include, but are not limited to:

   - when there is a dispute between the Deputy Chair and the executive directors
   - when shareholders or non-executive directors have expressed concerns that are not being addressed by the Deputy Chair or the executive directors
   - when the strategy being followed by the Deputy Chair or the executive directors is not supported by the entire Board
   - when the relationship between the Deputy Chair and the executive directors is particularly close and decisions are being made without the approval of the full Board
   - when succession planning is being ignored