

Statement of Responsibilities of the Non-Executive Directors

As members of the unitary Board each non-executive director has the responsibility to:

As a member of the Board of Directors:

- contribute to the collective leadership of the Company by the Board
- contribute to the approval of the Company's strategic aims, including the Company's values and standards, within the framework of prudent and effective controls which enable risk to be assessed and managed properly
- promote and seek compliance by the Company of high standards of corporate governance
- seek to contribute to the establishing and maintaining by the Company of the confidence of stakeholders in the conduct of the Company's business
- uphold the highest of ethical standards of integrity and probity as a member of the Board

As a non-executive director of the Board of Directors:

- support and encourage the executive directors in their management of the business drawing on their own business experiences
- scrutinise the performance of the executive directors in delivering the Company's safety, operational and financial strategic objectives
- examine constructively proposals from the executive directors for the safety, operational, financial and strategic objectives of the Company
- satisfy themselves on the integrity of financial and operational information and that financial controls and systems of risk management are robust and defensible
- as a member of the Company's Remuneration Committee, contribute to the determination of appropriate levels of remuneration of executive directors
- if a member of the Company's Nomination Committee contribute, directly or, if not a member of the Nominations Committee, contribute indirectly, to the selection for appointment, and, where necessary the removal, of a director of the Board and in succession planning for the Board

In relation to stakeholders:

- develop an understanding of the views of stakeholders
- support the delivery of the Company's communication plans to stakeholders

As individuals:

In performing their responsibilities a non-executive director will:

- be independent in judgement
- be enquiring of the performance and the conduct of the Company
- seek to establish the trust and respect of other Board members
- question intelligently
- debate and challenge constructively and rigorously
- decide dispassionately
- be receptive to understanding the views of others inside and outside the Company whilst recognising and performing the role of a non-executive director in the management of the Company's business