

SCHEDULE A - MATTERS RESERVED FOR THE BOARD

The following schedule, approved by the Board on 26 March 2026, sets out those matters which, unless otherwise determined by the Board, are reserved for the Board. The Board may delegate certain matters on an ongoing or project basis to Board Committees. Where matters are typically delegated to a standing committee, these are asterisked.

1. STRATEGY AND MANAGEMENT

- 1.1. Responsibility for the overall leadership and management of the Group and setting or amending the Group's purpose, values, business model and standards and satisfying itself that these are aligned with its culture.
- 1.2. Approval of the Group's long-term objectives and commercial strategy and any material changes to them.
- 1.3. Approval of the annual operating and capital expenditure (Capex – fixed assets purchase) and lease commitments (total lease payment over life of lease) budgets and any material changes to them. For the avoidance of doubt, references to Capex include both tangible and intangible capital expenditure, including software, licences and other technology or intellectual property assets.
- 1.4. Ensuring that the views and impacts on shareholders and other key stakeholders are considered when making significant decisions.
- 1.5. Oversight of the approach taken to workforce policies and practices with a view to ensuring they are consistent with the Group's purpose, culture and strategy.
- 1.6. Oversight of the Group's operations ensuring:
 - Competent and prudent management;
 - Sound planning;
 - An adequate system of internal controls and assurance;
 - Adequate accounting and other records; and
 - Compliance with statutory and regulatory obligations.
- 1.7. Review of performance in the light of the Group's purpose, strategic objectives, business plans and budgets, and determining any necessary corrective action is taken in the event of a material divergence.
- 1.8. Extension of the Group's activities into new business or geographic areas where the terms are material to the business.
- 1.9. Any decision to cease to operate all or any material part of the Group's business.
- 1.10. Determining the Group's environmental, social and governance policies and strategy.
- 1.11. Approval of material changes to brand assets, trademarks and other intellectual property, including related licensing arrangements.

2. STRUCTURE, CAPITAL AND FINANCING

- 2.1. Changes relating to the Company's capital structure including reductions of capital, share issues (except under established employee share plans), share buybacks and offering or

granting options or rights to subscribe for shares, or any form of security convertible into shares.

- 2.2. Changes relating to new or amended Group borrowing facilities and the issuing of loans or guarantees.
- 2.3. Changes to the Group's corporate structure including, but not limited to, acquisitions and disposal of shares.
- 2.4. Changes to the Group's management and control structure.
- 2.5. Any changes to the Company's listing on AIM or its status as a plc.
- 2.6. Recommending changes to the Company's articles of association to shareholders.
- 2.7. Changes to the Company's:
 - Accounting reference date;
 - registered name; or
 - business name.

3. FINANCIAL REPORTING AND CONTROLS

- 3.1. Approval of the half-yearly report, interim trading statements and any preliminary announcement of the final results.
- 3.2. Approval of the annual report and accounts having received recommendations from the Audit Committee as well as approval of the remuneration report, directors' report, strategic report and corporate governance statement.
- 3.3. Approval of the dividend policy.
- 3.4. Declaration of the interim dividend and recommendation of the final dividend.
- 3.5. Approval of any significant changes in accounting policies or practices having received recommendation from the Audit Committee.
- 3.6. Approval of transfers to reserves and appropriations of project of profit by the Company.
- 3.7. Receive and review reports of the Audit Committee.
- 3.8. Approval of treasury policies including management of foreign currency exposure and the use of financial derivatives.
- 3.9. Approval of material unbudgeted capital or operating expenditures (outside pre-determined tolerances).
- 3.10. Approval of changes to the Group's tax strategy.

4. RISK MANAGEMENT & INTERNAL CONTROLS

- 4.1. Ensuring maintenance of a sound system of internal control, assurance and risk management Including:
 - A robust assessment of the Company's emerging and principal risks, including climate change risk to the extent relevant to the business;
 - Approving the Company/Group's risk appetite statements;
 - Reviewing the effectiveness of the Group's risk management, assurance activities and internal control processes;
 - Approving procedures for the detection of fraud and the prevention of bribery;

- Undertaking an annual assessment of these processes through the Audit Committee; and
- Approving an appropriate statement for inclusion in the annual report.

5. CONTRACTS

- 5.1. Approval of major capital projects and oversight of execution and delivery of the same.
- 5.2. Contracts which are material strategically or by reason of size, entered into by the company or, in the case of a subsidiary, recommendations for approval in the ordinary course of business, (or material amendments thereto).
- 5.3. Approval of contracts otherwise identified in the Company's Delegated Authority Policy as requiring approval of the Board.
- 5.4. Approval of contracts of the company or any subsidiary not in the ordinary course of business, which shall include any transactions with directors or other related parties (or material amendments thereto).
- 5.5. Approval of any takeover offer.
- 5.6. Approval of any investments in another company outside of the Group.
- 5.7. Approval of the acquisition or disposal of any corporate entity.
- 5.8. Approval of the acquisition, disposal or impairment of any material¹ asset or business.
- 5.9. Approval of the acquisition, disposal, or impairment of material¹ intangible assets including software, licences, trademarks, patents, proprietary designs and other intellectual property.

6. COMMUNICATION

- 6.1. Ensuring a satisfactory dialogue with key stakeholder based on the mutual understanding of the Company's purpose, culture and strategic objectives.
- 6.2. Determining the key stakeholders of the business and ensuring there are appropriate mechanisms in place to ensure the Board is informed of the views of those stakeholders, to ensure that they are communicated to the Board as a whole and taken into account in decision-making
- 6.3. Approval of resolutions, recommendations and corresponding documentation to be put forward to shareholders at a general meeting.
- 6.4. Approval of all circulars, prospectuses and listing particulars.
- 6.5. Approval of regulatory announcements concerning matters decided by the board.

7. BOARD MEMBERSHIP AND OTHER APPOINTMENTS

- 7.1. Changes to the structure, size and composition of the board (including periodic refreshing of the Board).²

¹ Material items as per Schedule B and C.

² Typically delegated to or based on the recommendation of the Nomination Committee as set out in that Committee's Terms of Reference.

- 7.2. Ensuring effective succession planning for the board and senior management so as to maintain an appropriate balance of skills and experience within the company and on the board, and ensuring appropriate consideration is given to diversity (in a broad sense) in that process.
- 7.3. Appointments to the board.¹
- 7.4. Selection of the Chair of the board, the Chief Executive Officer, the Chief Financial Officer and the Chief Operating Officer (as appropriate).¹
- 7.5. Appointment of the senior independent director if considered appropriate to provide a sounding board for the Chair and to serve as intermediary for the other directors when necessary.
- 7.6. Membership and Chairship of board committees.¹
- 7.7. Continuation in office of directors at the end of their term of office, when they are due to be re-elected by shareholders at the AGM and otherwise as appropriate.
- 7.8. Continuation in office of any director at any time, including the suspension or termination of service of an executive director as an employee of the company, subject to the law and their service contract.
- 7.9. Appointment or removal of the Company Secretary.
- 7.10. Appointment, reappointment or removal of the external auditor to be put to shareholders for approval in general meeting.²
- 7.11. Appointments to boards of subsidiaries.

8. REMUNERATION

- 8.1. Determining the remuneration parameters and policy for the directors, company secretary and other senior executives including salary, bonus, standard benefits, long-term incentives including share options.³
- 8.2. The Executive Directors and the Chair determining the remuneration of the Non-Executive Directors, subject to the articles of association and shareholder approval as appropriate.
- 8.3. The introduction of new share incentive plans or significant changes to existing plans.²
- 8.4. Decisions regarding putting remuneration-related matters to be put to shareholders for approval.
- 8.5. The Remuneration Committee (Remco) shall determine and agree with the Board the remuneration policy for the Chief Executive Officer, the Chief Financial Officer, other Executive Directors of the Company, the Company Secretary, any members of the executive management who report directly to the Chief Executive Officer, and members of the wider management teams who report into the Chief Executive Officer's direct reports.

¹ Typically delegated to or based on the recommendation of the Nomination Committee as set out in that Committee's Terms of Reference.

² Typically delegated to or based on the recommendation of the Audit Committee as set out in that Committee's Terms of Reference.

³ Typically delegated to or based on the recommendation of the Remuneration Committee as set out in that Committee's Terms of Reference.

- 8.6. Approval of the granting, modification and administration of share options, long-term incentive plans (LTIPs) and other equity-based awards is reserved to the Remco.

9. DELEGATION OF AUTHORITY

- 9.1. The division of responsibilities between the Chair and the Chief Executive, which should be clearly established, set out in writing, agreed by the board and made publicly available.
- 9.2. Approval of the delegated levels of authority, including the Chief Executive's authority limits (which must be in writing).
- 9.3. Establishing board committees and approving their terms of reference, and approving material changes thereto.
- 9.4. Receiving reports from board committees on their activities.

10. CORPORATE GOVERNANCE MATTERS

- 10.1. Undertaking a formal and rigorous annual review of its own performance, that of its committees and individual directors, and the division of responsibilities and determining the form of that process. Determining when and how to supplement this review with external independent third-party support.
- 10.2. Review and determining the independence of Non-Executive Directors taking into account relevant factors.
- 10.3. Identifying and determining how to address any skills gaps on the Board.
- 10.4. Considering the balance of interests between shareholders, employees, customers and the community. Review of the Group's overall corporate governance arrangements.
- 10.5. Oversight of the group's approach towards relevant environmental and social issues, and in particular matters which may affect the Company's ability to deliver shareholder value.
- 10.6. Receiving reports on the views of the company's shareholders to ensure that they are communicated to the board as a whole.
- 10.7. Authorising conflicts of interest where permitted by the Company's articles of association.

11. POLICIES

Outside of financial policies described in section 3, agreeing the process and authority levels for approval of material group policies, including, but not limited to:

- Code of Business Conduct
- Inside Information and Share Dealing Policy
- Anti-bribery and corruption policy
- Whistleblowing policy
- Third Party Due Diligence Policy
- Information Security Policy
- Fraud Policy
- Anti-tax evasion policy
- Data Protection Policy
- Conflicts of Interest Policy

In this context, material shall mean policies required to manage the key risks to the business and such other policies as shall legally require approval by the board.

12. OTHER

- 12.1. The making of charitable donations outside of the any charity policy.
- 12.2. The making of political donations.
- 12.3. Approval of the appointment of the Group's principal professional advisers.
- 12.4. Prosecution, commencement, defence or settlement of litigation, or an alternative dispute resolution mechanism involving above £250,000 or being otherwise material to the interests of the Group.
- 12.5. Approval of the overall levels of insurance for the Group including directors' & officers' liability insurance and indemnification of directors.
- 12.6. Major changes to the rules of the Group's pension scheme, or changes of trustees or when this is subject to the approval of the company changes in the fund management arrangements.
- 12.7. Any decision likely to have a material impact on the company or Group from any perspective, including, but not limited to, financial, operational, strategic or reputational.
- 12.8. Authorisation of signatories on the Company's bank mandate.
- 12.9. This schedule of matters is reserved for board decisions.