



EQUITY GROUP HOLDINGS PLC

BOARD IT AND INNOVATION COMMITTEE

TERMS OF REFERENCE

Approved by the Board at the meeting held on12th.March..... 2023

TERMS OF REFERENCE

The terms of reference of the Group Executive Committee shall be the following:

- a) Keep abreast of technological advancements and advise the Board on their impact on the Information Technology environment. Provide leadership on innovative ways to respond to these trends, review global technology and Financial Services Trends and their impact on the business and recommend new business model opportunities for the Group that emerging technologies can power.
- b) Provide insights and support the introduction of innovative ways to manage the business and oversee innovation & experimentation activities across the Group.
- c) Provide oversight over IT, Innovation, and Cybersecurity strategy programs and perform reviews on an ongoing basis on the strategic plans to ensure that they are consistent with the Group Strategy, this shall be done in alignment with group strategy and investment committee.
- d) Conduct, as necessary, a joint meeting with the Audit Committee, the governance and nominations committee and any other relevant board committees to review risks relevant to The Group's information system architecture, controls, cybersecurity and talent.
- e) Oversee IT, Cyber Security, and Innovation Investments and, as appropriate, make recommendations to the Board regarding significant investments supporting the Group's technology and innovation strategy and operations.
- f) Have oversight for group-wide technology projects, funding allocation, resources, sequencing, and dependencies within and between projects, programs, and portfolios. Following the completion of significant projects, review outcomes and benefits realized.
- g) Ensure the IT, Innovation and Cybersecurity organizations are well structured to meet its mandate while ensuring that the team has the required skillset and training. Have oversight over talent management, development, and retention.
- h) At least once a year, the Committee will evaluate how well it has fulfilled its purpose and report its findings to the board.
- i) The Committee shall conduct an annual review of its Charter, considering the operating business environment and make recommendations to the Board for any desired changes when deemed necessary.

Review of the Committee TOR

The Committee shall regularly review and reassess the adequacy of these TOR and submit to the Board for approval.