

Liontrust Asset Management PLC

Chair – Roles and Responsibilities

Chair

The Chair is responsible for the leadership of the board of directors (the “Board”) and for ensuring that the Board and its committees operate effectively. The Chair is a Non-executive Director and is appointed by the Board.

The specific responsibilities of the Chair include:

- Leadership of the Board.
- Facilitating the effective contribution of all Directors and ensuring the development of constructive relationships between the Non-executive Directors and Executive Directors.
- Promoting high standards of corporate governance.
- Promoting the desired culture of the Group.
- Developing the Company’s purpose, culture and values in conjunction with the Chief Executive.
- Providing support and guidance to the Chief Executive, whilst respecting their executive responsibilities.
- Providing support and advice on matters related to strategy and operations while respecting the executive responsibility of the Chief Executive to manage the Group.
- Leading the annual Board evaluation process and ensuring appropriate action on the results of the evaluation.
- Ensuring that there is effective engagement with shareholders to enable the Board to understand the views of shareholders.
- Ensuring that the views of key stakeholders are understood and considered by the Board in its decision making.
- With the Executive Directors, and supported by the Company Secretary, developing and setting agendas for meetings of the Board which aim to facilitate constructive debate and result in effective decision making by the Board.
- Ensuring that the Board receives accurate, timely and clear information on the Group and its activities.
- Meeting with the Non-executive Directors without the Executive Directors present.

Chief Executive– Roles and Responsibilities

Chief Executive

The Chief Executive has delegated authority from the Board for the day to day operations of the Group and is responsible for all executive management matters affecting the Group, except for those matters which have been reserved for approval by the Board.

The Chief Executive is responsible for developing the appropriate business strategy and for ensuring that the strategy is effectively monitored and executed in accordance with both the approved budget and within a sound system of internal control and risk management.

The specific responsibilities of the Chief Executive include:

- Developing and managing the Group's strategy and objectives.
- Developing the appropriate capital, corporate and management structures to ensure that the Group's objectives can be met.
- Promoting the desired culture of the Group.
- Leading the Executive Directors and the senior executive team in the day to day operations of the Group's business and ensuring that the Group has effective and appropriate risk management systems and internal controls.
- Developing an effective management team and reviewing succession plans for senior management.
- In conjunction with the Chair, ensure effective communication with shareholders, the staff, clients and other key stakeholders.
- Maintaining, in conjunction with the Chief Financial Officer, effective communication with shareholders on the strategy and performance of the Group.
- Ensuring that the Board is kept informed on all important matters affecting the Group.

Senior Independent Director – Roles and Responsibilities

Senior Independent Director

The Senior Independent Director is an independent Non-executive Director. In addition to their responsibilities as a Non-executive Director, their role is to support the Chair and, if necessary, to serve as an intermediary for the other Directors and shareholders.

The specific responsibilities of the Senior Independent Director include:

- Acting as a sounding board for the Chair and providing support to the Chair in the delivery of the Board's objectives.
- Attending meetings with major shareholders if required.
- Being available to major shareholders, and other stakeholders, in the event they have concerns which contact through the normal channels has failed to resolve or is inappropriate.
- Together with the Nomination Committee, ensuring an orderly succession process for the Chair.
- Developing effective working relationships with both Executive and Non-executive Directors.
- Leading the annual performance evaluation of the Chair and providing appropriate feedback to the Chair.
- Working with the Chair, other Directors and /or shareholders to resolve significant issues.