



**Currys plc**  
(the “Company”)

**THE ROLE OF THE GROUP CHIEF EXECUTIVE**  
(approved by the Board 18 January 2022)

The Group Chief Executive is accountable and reports to the Board and is responsible for the running of the Group’s business.

Terms of Reference

- To propose company strategy and to deliver the strategy as agreed by the Board.
- To be responsible for delivering the annual profit and other targets for the Group and to implement the business plan to achieve them.
- To oversee the plans for the Group’s management succession and development.
- To represent the Company to shareholders, to customers, to government and other relevant institutions and opinion formers.
- To be primarily responsible for setting an example to the Company’s workforce, for communicating to them the expectations in respect of the Company’s culture and for ensuring that operational policies and practices drive appropriate behaviour.
- To ensure that appropriate standards of governance permeate through all parts of the organisation, and that the Board is made aware of views gathered via engagement between management and the workforce.
- To promote diversity and equality of opportunity across the Group.

Principal Functions/Duties

*Business Strategy and management*

1. To provide leadership and direction to the Group, the executive directors and senior team in the day-to-day running of the Group’s business;
2. To develop Group objectives and strategy having regard to the Group’s responsibilities to its shareholders, customers, employees and other stakeholders;
3. To be responsible for the successful achievement of objectives and execution of strategy following approval by the Board;
4. To recommend to the Board an annual budget and 3 year financial plan;
5. To ensure that all Group policies and procedures are followed and conform to the highest standards;
6. To review the organisational structure of the Group (including geographic) to ensure its continued effectiveness;
7. To regularly review the operational performance of all business units and ensure that appropriate responses are made;
8. To oversee the sustainability of current business and development of new business;
9. To be responsible for the compliant management of the Group’s business and the development of the Group’s reputation and relationship with key stakeholders including shareholders, customers, regulators and the community at large;
10. To oversee the establishment of effective operational and support functions including finance and human resources, risk management and control systems.

### *Investment and financing*

11. To examine and approve trade investments and major capital expenditure and to recommend to the Board items as detailed in the delegation of authority document;
12. To identify and execute acquisitions and disposals in line with the policy of the Board;
13. To identify and execute new business opportunities outside the current core activities in line with the policy of the Board.

### *Risk management and controls*

14. To manage the Group's risk profile, including health and safety, in line with the extent and categories of risk identified as acceptable to the Board;
15. To ensure appropriate internal controls and risk mitigation measures are in place.

### *Communication*

16. To inform and consult the Chair of the Board on all matters of significance to the Board so that the Chair of the Board and Board can properly discharge their responsibilities;
17. To report regularly to the Board with accurate, timely and clear information in a form and of a quality and comprehensiveness that will enable it to discharge its responsibilities effectively. To ensure the Board is aware of the views of senior management on business issues in order to improve the standard of discussion in the boardroom and, prior to a final decision being made, explain in a balanced way any divergence of view;
18. To communicate throughout the Company the strategic objectives of the Company as agreed with the Board, and ensure that these are achieved in practice;
19. To ensure effective communication with shareholders.

### *HR*

20. To formalise the roles and responsibilities of the senior executive team, including clear delegation of authorities; and to make recommendations to the Nominations Committee on the role and capabilities required in relation to the appointment of executive directors;
21. To make recommendations on remuneration policy, executive remuneration and terms of employment of the senior executive team, including the Company Secretary, to the Remuneration Committee;
22. To improve the standards of senior executives through appropriate mentoring, coaching and external training;
23. To ensure that adequate management resources are available to ensure effective performance and succession;
24. To set standards of performance throughout the Group.

### *Other*

25. To provide the Board Directors with the necessary resources for developing and updating their knowledge and capabilities and appropriate knowledge of the Company, including access to company operations and members of the workforce.

### Authority

1. To approve the pay review and other remuneration strategies, including terms of appointment and removal of key executives as outlined in the delegation of authority and to make recommendations of the same to the Remuneration Committee for the Executive Director level and other members of senior management;
2. To appoint consultants and advisers to assist in the discharge of their principal functions/duties including the formulation and implementation of business strategy and goals;
3. Specific authorities as outlined in the delegation of authority.

### Minutes

The Group Chief Executive will receive minutes of the meetings of the Group Board and its committees.

- N.B. The role of the Group Chief Executive should be read and interpreted in the context of the Group's overall system of governance and in particular:
- a. the schedule of matters reserved for the Board;
  - b. the terms of reference of the Audit, Nominations and Remuneration Committees; and
  - c. the role description of the Chair of the Board.