



Currys plc  
(the “Company”)

## THE ROLE OF THE SENIOR INDEPENDENT DIRECTOR (approved 18 January 2022)

### Terms of Reference

- To be available as required to communicate with shareholders;
- To meet annually with the other directors (both non-executive and executive) of the Board to appraise the Chair of the Board's performance and on other occasions as necessary;
- To act as a sounding board and to provide support for the Chair of the Board in the delivery of their objectives and to serve as an intermediary for the other directors and shareholders.

### Principal functions/duties

1. To be available to communicate with shareholders if they have concerns which contact through the normal channels of Chair of the Board, Group Chief Executive or Group Chief Financial Officer has failed to resolve or for which such contact is inappropriate;
2. To communicate, and attend meetings if required, with a sufficient range of major shareholders and financial analysts to obtain a balanced understanding of the issues and concerns of such shareholders;
3. To take responsibility for an orderly succession process for the Chair of the Board and to chair the Nominations Committee when it is considering succession to the role of Chair of the Board;
4. To meet with the other directors (both non-executive and executive) at least once a year to appraise the Chair of the Board's performance and on such other occasions as are deemed appropriate;
5. To work with the Chair of the Board, other directors and/or shareholders to resolve significant issues and to maintain Board and Company stability in periods of stress, particularly where:
  - 5.1. There is a dispute between the Chair of the Board and the Group Chief Executive;
  - 5.2. Shareholders or non-executive directors have expressed concerns that issues are not being addressed by the Chair of the Board or Group Chief Executive;
  - 5.3. The Board is not united on the strategy being adopted by the Chair of the Board and the Group Chief Executive;
  - 5.4. The relationship between the Chair of the Board and Group Chief Executive is such that decisions are being taken without referral to or approval of the full Board; or
  - 5.5. Succession planning is being ignored.