

FINANCE COMMITTEE - TERMS OF REFERENCE

Constitution, Authority, Membership and Quorum

1. The Finance Committee is a committee of the Board of Rank and, as such, is appointed by and reports to the Board of Rank.
2. The members of the Finance Committee shall consist of the Chair, the Chief Executive, the Finance Director and such other Directors as may be co-opted by the Committee.
3. The Secretary of the Finance Committee shall be the Company Secretary of Rank.
4. A quorum shall be two members, one of whom shall be the Chair unless he has delegated his authority to another member. Meetings may be held in person or by telephone.

Duties

5. The Finance Committee shall:
 - consider and, if appropriate, approve all budgeted and unbudgeted new spend proposals, capital expenditure proposals, acquisitions, disposals and closures within the authorities delegated to the Committee by the Group Delegation of Authority Statement as approved from time to time by the Board;
 - approve any financing or use of financial instruments within its delegation;
 - if the members deem it so appropriate, review and, if appropriate, recommend approval to the Board of capital expenditure proposals, budgeted and unbudgeted new spend proposals, acquisitions, disposals, closures and financing or use of financial instruments to the extent that approval thereof is reserved to the Board in the Group Delegation of Authority Statement;
 - if the members deem it so appropriate, review strategic plans and projects for submission to the Board;
 - act as Rank's disclosure committee for the purposes of the Market Abuse Regulation and consider the materiality of information and determine disclosure obligations on a timely basis of all such information to regulatory authorities including the London Stock Exchange;
 - approve minor changes to the Group Delegation of Authority Statement (including to the Treasury Delegation of Authority);
 - consider and, if appropriate, approve Group insurance policies; and
 - consider any changes to accounting policies before submission to the Audit Committee.

Reporting

6. Minutes of Finance Committee meetings will be circulated with the papers for the subsequent Board meeting and any paper submitted to the Finance Committee will be available to any Director on request to the Secretary.

Approved by the Board on 22 June 2022