



CORPORATE GOVERNANCE IN THE RANK GROUP PLC

SAFER GAMBLING COMMITTEE – TERMS OF REFERENCE

Constitution and membership

1. The safer gambling committee is a committee of the board of Rank and, as such, is appointed by and reports to the board of Rank.
2. The safer gambling committee is not an executive committee; it makes recommendations to the Rank board.
3. The Rank board shall retain principal oversight of matters relating to gambling-related harm reduction and gambling regulation. The audit committee shall retain principal responsibility for monitoring the overall effectiveness of Rank's internal controls, including where relevant to the upholding of the licensing objectives in each of the jurisdictions in which Rank businesses are licensed and operate.
4. The chairperson and members of the safer gambling committee shall be appointed by the board and shall include the chairman of Rank, the chief executive of Rank and at least one independent member of the board of Rank. The committee shall consist of not fewer than three and not more than five members.
5. The secretary of the safer gambling committee shall be the director of responsible gambling and compliance of Rank.

Attendance at meetings

6. A quorum shall be two members; meetings may be held in person or by telephone.
In the absence of the committee chairman and/or an appointed deputy, the remaining members present shall elect one of themselves to chair the meeting.
7. Committee papers will be circulated to other board directors who are not members of the safer gambling committee.
8. The chairperson of the safer gambling committee may request the attendance of one or more of Rank's managing directors at its meetings in order that the committee can hear first-hand from those managing directors how they are leading a socially responsible culture in their respective businesses and how they are ensuring that the relevant safer gambling rules and licensing objectives in the jurisdictions in which they are licensed and operate are being upheld in their businesses.
9. The chairperson of the safer gambling committee may request the attendance of others at meetings, including external advisers and experts.

Frequency of meetings

10. Meetings of the safer gambling committee will be held not less frequently than twice a year. Additional meetings of the committee may be called by any member of the committee as required.

Duties

11. The duties of the safer gambling committee shall be:
 - (a) To review and make recommendations in relation to Rank's strategy and policy so far as gambling regulation relating to the prevention of gambling-related harm is concerned in each of the jurisdictions and channels in which it operates;
 - (b) To review the results of safer gambling research projects undertaken by Rank or by third parties at the request of Rank or utilising Rank's data;
 - (c) To keep under review Rank's policies and systems designed to protect children and other vulnerable persons from being harmed or exploited by gambling;
 - (d) To keep under review the effectiveness of Rank's systems for identifying and interacting with customers who are at risk of becoming problem gamblers;
 - (e) To review and make recommendations in relation to the resources available within, and to, Rank to ensure that vulnerable or potentially vulnerable persons are identified, interacted with and, where appropriate, promptly denied access to Rank's facilities for gambling;
 - (f) To review and approve substantive changes to Rank's planned safer gambling activity in all the jurisdictions and channels in which it operates;

Reporting

12. The chairperson of the safer gambling committee shall report to the board on the deliberation and activities of the committee at each board meeting following a committee meeting. Minutes of the safer gambling committee meetings will be circulated with the papers for the subsequent board meeting. The committee chairman shall also formally report to the board on how the committee has discharged its responsibilities.

Other matters

13. The safer gambling committee shall:
 - (a) have access to sufficient resources in order to carry out its duties, including access to external professionals and researchers in the fields of gambling harm prevention and treatment, as required;
 - (b) give due consideration to the licensing objectives of the Gambling Act 2005 and the Licensing Act 2003 and any other applicable rules, as appropriate;
 - (c) give due consideration to the applicable rules of any other jurisdiction in which Rank may operate, such as those of Spain, Belgium and Malta;
 - (d) review and assess the adequacy of its terms of reference on an annual basis and recommend any changes to the board.

Approved by the board on 26 June 2019