

## **Role and Responsibilities of the Senior Independent Director**

This document sets out the role and responsibilities of the Senior Independent Director (SID) of Burberry Group plc.

### **Role**

1. The SID acts as a sounding board for the Chairman and as an intermediary for the other Directors and shareholders as necessary.

### **Chairman**

2. The SID will chair the Nomination Committee when it is considering succession to the role of the Chairman of the Board.
3. The SID will meet with the non-executive Directors at least once a year to lead the appraisal of the Chairman's performance and on such other occasions as are deemed appropriate.

### **Shareholders**

4. The SID will be available to shareholders if they have any concerns which contact through the normal channels of Chairman, Chief Executive Officer or Chief Operating and Financial Officer has failed to resolve, or for which such contact is inappropriate.

### **Issues**

5. The SID will work with the Chairman and other Directors to resolve any significant issues. For example, if there is a dispute between the Chairman and Chief Executive Officer, if shareholders or non-executive Directors have expressed concerns that are not being addressed by the Chairman or Chief Executive Officer, if strategy is not supported by the entire Board, if there is concern that decisions are being made without the approval of the full Board, or if succession planning is being ignored.

Approved by the Board 9 May 2019.