

OXFORD BIOMEDICA PLC (the “Company”)
and its subsidiaries (together “the Group”)

ROLE OF THE CHIEF EXECUTIVE OFFICER

This document sets out the role and responsibilities of the Chief Executive Officer (“CEO”) of the Group.

The CEO is responsible for the executive management of the Group’s business consistent with the strategy and commercial objectives agreed by the Board and subject to the limits of authority established by the Board. The CEO chairs the Corporate Executive Team (“CET”) and, together with the CET members, provides the day-to-day management of the Group. The CEO is accountable and reports to the Board.

A. The Chief Executive is responsible for the following, within the authority limits delegated to them by the Board:

1. Business strategy and management

- Developing Group objectives and strategy having regard to the Group’s responsibilities to its shareholders, clients, employees and other stakeholders.
- The successful achievement of objectives and execution of strategy following presentation to, and approval by, the Board.
- Recommending to the Board an annual budget long range financial plan and ensuring their achievement following Board approval.
- Optimising as far as is reasonably possible the use and adequacy of the Group’s resources.
- Providing clear leadership to promote the desired culture, values and behaviours and to inspire and support the Group’s workforce in all areas of the Group’s business, including the development of ideas, products and operations and to promote the Group’s purpose, ambition and vision for equality, inclusion and diversity.
- Ensuring the long-term sustainability of the business in order to build a sustainable future for the Group and the wider community.

2. Investment and financing

- Examining all trade investments and major capital expenditure proposed by subsidiary companies and the recommendation to the Group Board of those which, in a group context, are material either by nature or cost.
- Identifying and executing acquisitions and disposals, approving major proposals or bids.
- Leading geographic diversification initiatives.
- Identifying and executing new business opportunities outside the current core activities.

3. Risk management and controls

- Managing the Group’s risk profile, including the health and safety performance of the business, in line with the extent and categories of risk identified as acceptable by the board.
- Ensuring appropriate internal controls are in place.

4. Board committees

- Making recommendations on remuneration policy, executive remuneration and terms of employment of the Corporate Executive Team, including the company secretary to the remuneration committee.

- Making recommendations to the nomination committee on the role and capabilities required in respect of the appointment of executive directors.

5. Communication

- Meeting with the Chair of the Board on a regular basis and keeping the Chair and the Board informed of all important matters.
- Providing a means for timely and accurate disclosure of information, including an escalation route for issues.
- Ensuring effective communication with shareholders and other key stakeholders.

6. Other

- Setting Group HR policies, including management development and succession planning for the Corporate Executive Team and approving the appointment and termination of employment of members of that team.

B. The duties which derive from these responsibilities include:

- Leading the executive directors and the Corporate Executive team in the day to day running of the Group's business, including chairing the CET Committee and communicating its decisions/recommendations to the Board.
- Ensuring effective implementation of Board decisions.
- Regularly reviewing the operational performance and strategic direction of the Group's business.
- Regularly reviewing the Group's organisational structure and recommending changes as appropriate.
- Formalising the roles and responsibilities of the Corporate Executive team, including clear delegation of authorities.
- Supervising the activities of subsidiary companies' most senior executives.
- Developing senior teams within subsidiaries and ensuring succession planning.
- Developing the Group policies for board approval and then implementing them.
- Ensuring that all Group policies and procedures are followed and conform to the highest standards.
- Ensuring that there are procedures in place to ensure compliance with all relevant legislation and regulations, including timely and accurate disclosure of information in accordance with regulatory requirements.
- Promoting and conducting the affairs of the Group with the highest standards of integrity, probity and corporate governance.
- Ensuring that the Group meets its obligations in respect of corporate responsibility as defined by the Board.
- Representing the Group and furthering its best interests with the business community, investors and analysts, the media, employees, customers, suppliers, governments, shareholders, financial institutions, the community and the public, ensuring that key relationships are fostered.

Approved by the Board on 24 January 2024.