

Division of Responsibilities

The Board of Taylor Wimpey plc will monitor the effectiveness of this Policy and will review the Policy on a regular basis and annually as a minimum.

Approved by:	The Board	Last reviewed	25 May 2023

Taylor Wimpey plc – Division of Responsibilities

Section 2 of The UK Corporate Governance Code requires the Company to set out the respective responsibilities of the Chairman, the Chief Executive and the Senior Independent Director. Their respective independent and, in some cases, joint responsibilities, are set out below.

Details of the responsibilities of the whole Board and its Committees (Audit, Nomination & Governance and Remuneration) are separately set out elsewhere in the Investor Relations / Corporate Governance section of the Company's website.

This statement of responsibilities has been signed by the Chairman, the Chief Executive and the Senior Independent Director in their respective capacities, as recognition of their respective responsibilities.

In addition, the main activities of the Board's Employee Champion are set out below.

1. Separation and definition of the Governance roles of Chairman and Chief Executive:

	Chairman	Chief Executive
A.	Leading the Board and responsible for its overall effectiveness in directing the Company, including agreeing and testing the strategy developed by the CEO and executive team	Developing, leading and managing the execution of the Company's strategy, as agreed with the Board
B.	Oversight and monitoring of the implementation, including agreeing and testing, the Company's Environmental, Social and Governance (ESG) agenda developed by the CEO and executive team	Developing, leading and managing the execution of the Company's ESG agenda, as agreed with the Board
C.	Ensuring high standards of corporate governance are adhered to through organisational oversight and setting a culture of openness and debate from the top	Leading and embedding the desired corporate culture, particularly with regard to health and safety, compliance and ESG
D.	Building a well-balanced and effective Board with appropriate skills, knowledge and experience and succession planning for Board members	Regularly reviewing the organisational structure; building and developing the executive team; and planning for succession of all key roles
E.	Chairing Board meetings, setting Board agendas in consultation with the CEO and Company Secretary; ensuring Directors receive accurate, timely and clear information	Developing and recommending to the Board for approval the appropriate budget for execution of the Company's strategy
F.	Promoting effective Board relationships; encouraging constructive challenge and facilitating effective communication between Directors	Ensuring coherent and comprehensive leadership of the Group by the executive team
G.	Ensuring that a well-developed induction plan is tailored to the needs of any new Director and that the ongoing development needs for each Director is monitored and that they have the opportunity to maintain a thorough understanding of the Company's business issues	Identifying, challenging and mitigating in so far as reasonably possible the principal and emerging risks. Considering risk with the executive team, managing the Company's risk profile and establishing effective internal controls
H.	Ensuring the Board determines the Company's risk appetite and agrees the nature and extent of emerging risks; maintaining oversight of effectiveness of internal controls	Ensuring the Chairman and the Board are kept advised and updated regarding key business topics, risks and issues and all reserved matters

I.	Leading the annual evaluation of the effectiveness of the Board, its Committees and individual Directors and ensuring necessary action is taken on the results	Ensuring that appropriate consideration is given to competing stakeholder interests; representing the Company and furthering its best interest with stakeholders and acting as the Company's principal spokesperson
J.	Seeking regular engagement with major shareholders and ensuring that the Board as a whole has a clear understanding of their views	
K.	Maintaining an appropriate balance between the interests of stakeholders and supporting the CEO in his leading of stakeholder engagement	

2. Areas of joint Governance responsibility of the Chairman and the Chief Executive:

Chairman & Chief Executive – Joint Responsibilities	
A.	Working closely together to ensure the effective working of the Board and the implementation of the culture and strategy for the business
B.	Managing effective communications with investors and analysts as appropriate
C.	Regularly reviewing the balance and effective operations of the Board
D.	Liaising on recommendations to the Nomination and Governance Committee regarding Board succession and any potential changes to Board composition (save where either the Chairman or Chief Executive position is under discussion, when the Senior Independent Director should be substituted for the affected party)
E.	Ensuring the effective implementation of the induction process for new Directors
F.	Ensuring there is effective communication and information flows between the Board and the executive management team
G.	Developing the agendas for the Board's annual business

3. Responsibilities of the Senior Independent Director

Senior Independent Director	
A.	Acting as a 'sounding board' for the Chairman on Board-related matters
B.	Chairing Board and Nomination and Governance Committee meetings in the absence of the Chairman
C.	Acting as an intermediary for other Directors, including the CEO, when necessary
D.	Leading the evaluation of the Chairman's performance as part of the annual Board evaluation and providing feedback to the Chairman
E.	Leading the search for a new Chairman, when necessary
F.	Being available to shareholders or other stakeholders when reasonably requested

4. Main activities of the Board's Employee Champion

The Board's Employee Champion	
	Responsible for championing 'employee voice' in the boardroom and strengthening the link between the Board and employees.
	Main activities
A.	Regularly gathering the views of employees through a variety of formal and informal channels and identifying any areas of concern
B.	Championing employee views during Board discussions and ensuring that their views are taken into account by the Board, particularly when they are making decisions that could affect employees
C.	Overseeing that Senior Management feedback to employees on what steps have been taken to address their concerns and, if appropriate, explain why particular steps have or have not been taken
D.	Liaising with Senior Management on a regular basis on matters of employee engagement and culture