

BLOOMSBURY PUBLISHING PLC

Role and Responsibilities of the Chief Executive

Approved by the Board on 18 March 2020.

The Chief Executive's primary role is the day-to-day running of the Company's business.

Principal duties and responsibilities

1. Business strategy and management

- 1.1 To develop the Company's overall corporate strategy and objectives for recommendation to the Board.
- 1.2 To ensure effective implementation of the adopted strategies following Board approval.
- 1.3 Keeping the Board as a whole updated on the progress made against the agreed corporate strategy and ensuring that the flow of information to the Board is accurate, timely and clear, and of a quality and comprehensiveness that will enable it to discharge its duties.
- 1.4 To regularly review the operational performance and strategic direction of the Company's business.
- 1.5 To recommend to the Board an annual budget and a financial plan and ensuring their implementation following Board approval.
- 1.6 To ensure that appropriate resources are available to enable the Company to implement its plans and to achieve intended outcomes.
- 1.7 To regularly review the organisational structure, processes and systems to ensure the efficient operation of the business, and recommending changes as appropriate.
- 1.8 To approve and execute acquisitions for recommendation to the Board.
- 1.9 To lead the Executive Team.
- 1.10 To ensure the Board knows the views of the Executive Team and other senior management on business issues in order to improve the standard discussion in the Boardroom and, prior to a final decision on an issue, explain in a balanced way any divergence in view.
- 1.11 To set the performance targets for the Executive Team which are both stretching and achievable, and establishing systems of monitoring to ensure that these targets are met and if not, that appropriate action is taken.
- 1.12 To ensure the Board has appropriate knowledge of the Company, including access to Company operations and the workforce.
- 1.13 To ensure the Board has the necessary resources for developing their knowledge and capabilities.
- 1.14 To ensure the Chair is promptly informed of key business issues including any forthcoming, complex, contentious or sensitive issues affecting the Company.

2. Stakeholders

- 2.1 To lead by example to promote the desired culture and communicate to the Company's workforce the expectations of the Board in respect of the Company's culture, and for ensuring that operational policies and practices drive appropriate behaviour.
- 2.2 To ensure the Board is made aware views gathered via engagement between management and the workforce.
- 2.3 To lead effective engagement and communication with shareholders and other stakeholders and keep the Board informed about any issues, and liaising with the Chair in relation to communications with shareholders.

3. Risk and Compliance

- 3.1 To ensure that procedures are put in place to ensure compliance with all relevant legislation and regulation.
- 3.2 To ensure that the Executive Team and senior management (where appropriate) identify and evaluate the risks faced by the Company for consideration by the Board.
- 3.3 To ensure that a suitable system of internal controls is designed, operated and monitored which implements Board policies on risk and control.

4. Additional responsibilities

- 4.1 To support the Chair to make certain that appropriate standards of governance permeate through all parts of the organisation.
- 4.2 To establish and maintain a close relationship of trust with the Chair, reporting key developments to him in a timely manner and seeking his advice and support where appropriate.
- 4.3 Providing information, advice and/or recommendations on succession planning to the Chair, the Nomination Committee and other members of the Board.
- 4.4 Providing input to the Chair, Committee Chairs and Company Secretary on appropriate changes to the schedule of matters reserved for the Board and Committee terms of reference.