

## Role Profiles

# Chair of the Board

## Main purpose of the role

The Chair's principal role is to manage and provide leadership to the Board and safeguard and promote the long-term success and sustainability of the Company to the benefit of the shareholders as a whole and the Company's stakeholders. It is the principal role of all directors to lead the business in accordance with the Company's purpose - building a better world through financial inclusion.

<b>Role reports to</b>	Board of Directors
<b>Time Commitment</b>	The Chair is expected to commit whatever time is necessary to fulfil their duties. It is expected this will be a minimum of 50 days per year.
<b>Accountabilities</b>	<p><b>Board Leadership</b> Provide leadership to the Board and manage the business of the Board through setting its agenda and taking full account of the views raised by other members of the Board.</p> <p><b>Board Management</b></p> <ul style="list-style-type: none"> <li>Chair the Board and the Nominations and Governance Committee.</li> <li>Manage the business of the Board through setting its agenda and taking full account of the issues and concerns of board members.</li> <li>Facilitate and encourage active engagement and appropriate challenge by members of the Board.</li> <li>Ensure that members of the Board receive accurate, timely and clear information, including that on the Company's current performance, to enable the Board to take sound decisions, monitor effectively and provide advice to promote the success of the Company.</li> <li>Manage the Board to allow enough time for discussion of complex or contentious issues. The Chair should ensure that directors (particularly Non-Executive Directors) have sufficient time to consider critical issues and obtain answers to any questions or concerns they may have and are not faced with unrealistic deadlines for decision making.</li> </ul> <p><b>Board Composition and Succession Planning</b> In conjunction with the Nominations &amp; Governance Committee:</p> <ul style="list-style-type: none"> <li>Build an effective and diverse Board reflecting an appropriate balance of skills and experience given the Company's current and future plans.</li> <li>Initiate change and plan succession in board appointments (except that of a successor as Chair) subject to Board and shareholder approval.</li> <li>Consider Board composition.</li> <li>Lead the recruitment of new Board members to maintain the necessary breadth of knowledge and skills at board level.</li> <li>Lead the development of a succession plan for the Board.</li> </ul> <p><b>Induction, development and performance evaluation</b></p> <ul style="list-style-type: none"> <li>Ensure that new directors participate in a comprehensive, formal and tailored induction programme, facilitated by the Company Secretary.</li> <li>Ensure that the board members complete their induction programme.</li> <li>Address the development needs of the Board as a whole to enhance its overall effectiveness as a team.</li> <li>Ensure the performance of the Board, its committees and individual board members is evaluated at least once a year and facilitated, once every three years, by an external provider. The results of such evaluation should be acted on by recognising the strengths and developing an action plan for addressing any areas of improvement.</li> </ul> <p><b>Corporate Governance</b> In conjunction with the Nominations &amp; Governance Committee:</p> <ul style="list-style-type: none"> <li>Appoint chairs and members of board committees, subject to Board approval.</li> <li>Work with board committee chairs to align the work of the committees with overall Board responsibilities.</li> <li>With the assistance of the Company Secretary, promote the high standards of corporate governance, in line with the requirements of the UK Corporate Governance Code.</li> </ul>

	<ul style="list-style-type: none"> <li>• Ensure board committees are clearly structured with appropriate terms of reference.</li> </ul>
	<b>Executive/Non-Executive Director Engagement</b> <ul style="list-style-type: none"> <li>• Serve as the Board's central point of communication with the Chief Executive Officer.</li> <li>• Develop a positive, collaborative relationship with the Chief Executive Officer, including acting as a sounding board for the Chief Executive Officer on emerging issues.</li> <li>• Lead the process of Chief Executive Officer goal-setting and performance evaluation.</li> <li>• Facilitate the effective contribution of Non-Executive Directors and encouraging active engagement by all members of the Board.</li> <li>• Promote effective relations and open communication between the Executive and Non-Executive Directors.</li> <li>• Hold meetings with the Non-Executive Directors without the Executive Directors present.</li> </ul>
	<b>Relations with Stakeholders</b> <ul style="list-style-type: none"> <li>• Together with the Senior Independent Director and the Chief Executive Officer, manage effective communication with major shareholders, so as to ensure the Board develops an understanding of their views, in particular discussing sustainability, governance, strategy and remuneration with them.</li> <li>• Chair the Annual General Meeting and answer questions from shareholders.</li> <li>• Ensure that the views of shareholders are communicated to the Board as a whole so that all directors develop an understanding of their views.</li> <li>• Ensure that effective engagement with stakeholders can take place and consideration of stakeholder views is taken into account during board decision making.</li> </ul>
	<b>Other</b> <ul style="list-style-type: none"> <li>• Ensure a clear structure for, and the effective running of, Board committees.</li> <li>• Ensure effective implementation of board decisions.</li> <li>• Ensure that the Board performs activities in respect of creating a culture aimed at sustainable long-term value creation of the Company.</li> <li>• Establish a close relationship of trust with the Chief Executive Officer and the Chief Financial Officer, providing support and advice while respecting executive responsibility.</li> <li>• The Chair must also fulfil all of the responsibilities of a Non-Executive Director with the exception that the Chair only needs to be independent on appointment.</li> </ul>



# Senior Independent Director

## Main purpose of the role

The Senior Independent Director's principal purpose is to serve as a sounding board for the Chair, to act as an intermediary for the other directors and to lead the process for Chair succession and to safeguard and promote the long-term success and sustainability of the Company for the benefit of its shareholders as a whole. It is the principal role of all directors to lead the business in accordance with the Company's purpose - building a better world through financial inclusion.

<b>Role reports to</b>	Board of Directors
<b>Time Commitment</b>	The Senior Independent Director is expected to commit whatever time is necessary to fulfil his or her duties.
<b>Core Activities</b>	<b>Specific Responsibilities</b> <ul style="list-style-type: none"><li>• Work closely with the Chair, act as a sounding board and provide support in the delivery of their objectives.</li><li>• Act as vice-chair of the Board and to deputise for the Chair in the event that the Chair is unable to act or if the position of the Chair is vacant.</li><li>• Serve as a trusted intermediary for other board members when necessary.</li><li>• Be available to other Non-Executive Directors to address any concerns or issues they feel have not been adequately dealt with through the usual channels of communication (i.e. through the Chair, the Chief Executive Officer or Chief Legal Officer and Company Secretary).</li><li>• Lead the performance evaluation of the Chair and report the outcome of the evaluation to the Board.</li><li>• Lead succession planning for the Chair of the Board's role, chairing the Nominations &amp; Governance Committee when it considers chair succession.</li><li>• Participate in the process of dealing with any conflict of interest between the Company and the Chair.</li><li>• Be available to shareholders if they have concerns which contact through the normal channels of Chair, Chief Executive Officer or Chief Financial Officer has failed to resolve or for which such normal channels are inappropriate.</li><li>• Attend sufficient meetings with major shareholders and financial analysts to obtain a balanced understanding of the issues and concerns of such shareholders.</li><li>• The Senior Independent Director must also fulfil all of the responsibilities of a Non-Executive Director.</li></ul>

# Non-Executive Director

## Main purpose of the role

The Non-Executive Directors principal role is to safeguard and promote the long-term success and sustainability of the Company for the benefit of its shareholders as a whole. It is the principal role of all directors to lead the business in accordance with the Company's purpose - building a better world through financial inclusion.

<b>Role reports to</b>	Board of Directors
<b>Time Commitment</b>	Non-Executive Directors are expected to commit a minimum of 22 days per year. Certain Non-Executive Directors, including the committee chairs, Senior Independent Director and committee members will be expected to commit additional time in order to fulfil these extra responsibilities. All Non-Executive Directors are expected to make sufficient time available to discharge their responsibilities in line with relevant regulatory requirements.
<b>Core Activities</b>	<p><b>Non-Executive Director Specific Responsibilities</b></p> <ul style="list-style-type: none"> <li>• Provide constructive challenge and help develop proposals on strategy and oversee the Executive Directors' implementation of the agreed strategy.</li> <li>• Challenge established thinking on current strategy or practice for the longer term benefit of the Company.</li> <li>• Ensure that decisions taken by the Board align to agreed strategies and policies.</li> <li>• Scrutinise the performance of management in meeting agreed goals and objectives and monitor ongoing performance against such goals.</li> <li>• Satisfy themselves that the integrity of financial information, financial controls and systems of risk management are robust and defensible.</li> <li>• Determine appropriate levels of remuneration of the Executive Directors.</li> <li>• Complement the skills and experience of the Executive Directors, in particular by providing to the Board a different range of knowledge, experience and insight.</li> <li>• On appointment, a Non-Executive Director should devote sufficient time to a comprehensive, formal and tailored induction programme to acquire an understanding of the Company's main areas of business activity and risk.</li> <li>• Review development needs annually with the Chair of the Board.</li> </ul> <p><b>Relations with stakeholders</b></p> <p>Ensure effective communication with the Company's shareholders and other stakeholders and develop and maintain an understanding of the views of the Company's shareholders and other key stakeholders.</p> <p><b>General to all Directors</b></p> <ul style="list-style-type: none"> <li>• Provide leadership of the Company, with a framework of prudent and effective controls which enable risk to be assessed and managed.</li> <li>• Approve the Company's strategic aims, ensuring that the necessary financial and human resources are in place for the Company to meet its objectives and review performance of the Company against those objectives.</li> <li>• Set the Company's values and ensure that its obligations to customers and employees are understood and met.</li> <li>• Actively promote and demonstrate the appropriate culture and values of the Company.</li> <li>• Act in accordance with the general duties of directors set out in Sections 171 to 176 of the Companies Act 2006, which include: <ul style="list-style-type: none"> <li>• At all times acting not only in good faith and honesty, but also in the Company's best interest and to promote the long term success of the Company for all its members, whilst having regard to the impact on the long term consequences of any decisions on employees, suppliers and customers, the community and the environment.</li> <li>• Exercise independent judgment in carrying out their duties.</li> <li>• Exercise reasonable care, skill and diligence in carrying out their duties commensurate with their knowledge and experience.</li> </ul> </li> </ul>

# Chief Executive Officer

## Main purpose of the role

The principal role of the Chief Executive Officer is:

- To create and update, with approval of the board, the group philosophy, mission values and strategy ensuring that responsibilities to shareholders, employees, stakeholders, legislative and regulatory bodies are met.
- To lead and develop the Senior Management Group to develop and implement the overall Group strategy and plans that sustainably deliver strong performance and strong growth in shareholder value.
- Implement and uphold IPF's vision and values, whilst ensuring appropriate plans are in place to identify, anticipate, manage and mitigate risks to the business.
- To lead the business in accordance with the Company's purpose - building a better world through financial inclusion.

<b>Role reports to</b>	Chair of the Board
<b>Accountabilities</b>	<b>Finance</b> <ul style="list-style-type: none"> <li>• Ensure the assets of the business are adequately safeguarded and results are fairly reported.</li> <li>• Deliver the Group annual results and ensure the business is set up to deliver sustainable results in future years.</li> <li>• Produce and deliver to budget business plans, consistent with the group strategy, that deliver sustainable growth in customer numbers, receivables, revenue and profit that have been agreed by the board.</li> <li>• Ensure that there is sufficient funding in place for the business to be able to deliver the 5 year business plan.</li> <li>• Ensure that there are appropriate internal controls in place to safeguard the assets and reputation of the business.</li> </ul>
	<b>Operations</b> <ul style="list-style-type: none"> <li>• Ensure that the companies Vision and Values are evident in all we do and say (straightforward, Responsible, Respectful).</li> <li>• To give direction and leadership and ensure that the appropriate resources and structures are in place to enable the group to effectively deliver the agreed philosophy, mission, strategy, goals and objectives.</li> <li>• Ensure all resources are optimised and are adequate to deliver the required plans effectively.</li> <li>• Ensure that all board decisions are implemented effectively in accordance with their wishes.</li> <li>• Ensure the Group's policies and procedures comply with relevant regulatory frameworks.</li> </ul>
	<b>Customer and Stakeholders</b> <ul style="list-style-type: none"> <li>• With support from the Chair ensure that the Board is fully informed to effectively fulfil its governance function.</li> <li>• Establish and operate risk management systems and controls which ensure that the Group's risk profile is kept within the tolerance set by the board.</li> <li>• Build and maintain strong relationships with key stakeholder and improve their understanding and knowledge of the business and strategic goals.</li> <li>• Ensure all legal requirements to disclose information are met in a timely and accurate manner.</li> <li>• Focus the organisation on delivering excellent and consistent service and support to customers and agents.</li> <li>• Ensure customers are treated fairly and with respect.</li> </ul>
	<b>People</b> <ul style="list-style-type: none"> <li>• Act as a role model the behaviours expected at Executive level.</li> <li>• Set and demonstrate the highest standards of ethical behaviour.</li> <li>• Build strong and effective leadership teams with adequate provision for succession.</li> <li>• Create and implement plans to recruit and develop sufficient talent at all levels of the business to deliver the Business Plan within existing and new markets.</li> <li>• Ensure operating procedures are developed, implemented and continuously improved to keep agents and employees safe.</li> </ul>

	<ul style="list-style-type: none"> <li>• Foster and embed a culture of rational and incisive decision taking grounded in fact and based on evidence.</li> <li>• Enable a culture which attracts, develops, engages and reward its people.</li> </ul> <p><b>Growth and Development</b></p> <ul style="list-style-type: none"> <li>• Design and gain board approval for a strategy for the business that generates sustainable shareholder value within agreed risk parameters.</li> <li>▪ Ensure that the business maximises its potential and attains its strategic goals through the development and implementation of annual and 5 year plans to grow and further develop the business.</li> <li>▪ Monitor the external environment for opportunities and threats and incorporate into business plans</li> <li>▪ Identify and explore new business opportunities.</li> <li>▪ Shape and implement change programmes to improve business performance.</li> <li>• Ensuring appropriate plans are in place to identify, anticipate, manage and mitigate risks to the business.</li> </ul> <p><b>General to all Directors</b></p> <ul style="list-style-type: none"> <li>• Provide leadership of the Company, with a framework of prudent and effective controls which enable risk to be assessed and managed.</li> <li>• Approve the Company's strategic aims, ensuring that the necessary financial and human resources are in place for the Company to meet its objectives and review performance of the Company against those objectives.</li> <li>• Set the Company's values and ensure that its obligations to customers and employees are understood and met.</li> <li>• Actively promote and demonstrate the appropriate culture and values of the Company.</li> <li>• Act in accordance with the general duties of directors set out in Sections 171 to 176 of the Companies Act 2006, which include: <ul style="list-style-type: none"> <li>• At all times acting not only in good faith and honesty, but also in the Company's best interest and to promote the long term success of the Company for all its members, whilst having regard to the impact on the long term consequences of any decisions on employees, suppliers and customers, the community and the environment.</li> <li>• Exercise independent judgment in carrying out their duties.</li> <li>• Exercising reasonable care, skill and diligence in carrying out their duties commensurate with their knowledge and experience.</li> </ul> </li> </ul>
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# Chief Financial Officer

## Main purpose of the role

The principal purpose of the Chief Financial Officer is to:

- Partner with the Chief Executive Officer in setting the future direction of the Company, enhancing business performance and delivering increased shareholder value.
- Ensure that the Group's ambition for strong growth is driven and excellence in customer service through partnering with senior management and providing constructive challenge to our operational management teams; ensuring that business decisions are grounded in financial criteria and market insight.
- Understand and manage risk through a commercial, as well as a financial lens; enabling the business to execute on its strategies and manage business complexity whilst minimizing risk.
- Maintain a strong internal control environment and financial reporting processes and provide assurance to the Board through management of the Internal Audit function.
- To lead the business in accordance with the Company's purpose - building a better world through financial inclusion.

<b>Role reports to</b>	Chief Executive Officer
<b>Accountabilities</b>	<b>Financial Operations</b> <ul style="list-style-type: none"> <li>• Robust management of the financial operations of the company. This includes: <ul style="list-style-type: none"> <li>• Ensure that the business is properly funded and that it deploys its capital in ways that optimise shareholder returns.</li> <li>• Ensure that the assets of the business are adequately safeguarded, and results are correctly reported in accordance with IFRS.</li> <li>• Ensure that the Group's tax position is managed effectively in accordance with relevant regulations and that risks are mitigated and that planning opportunities taken.</li> <li>• Ensure that the financial planning process across the organisation is in place and that robust plans and forecasts are prepared for the group's businesses.</li> <li>• Ensure a robust financial control environment is in place across the group.</li> <li>• Responsible for monitoring cost effectiveness and identifying opportunities for improvement.</li> <li>• Ensure appropriate policies are designed, implemented and followed to support the material accounting practice of the business.</li> </ul> </li> </ul>
	<b>Financial Performance</b> <ul style="list-style-type: none"> <li>• Drive a private equity mindset through the organisation's thinking and operation.</li> <li>• Relentlessly focus the Group on activities that will accelerate performance and make the most of any equity invested to deliver the full potential of any strategic initiative.</li> <li>• Ensure that we foster a result-orientated mind-set and harness all of our talent to deliver this.</li> <li>• Ensure that resources are effectively deployed and not wasted.</li> </ul>
	<b>People</b> <ul style="list-style-type: none"> <li>• Lead the global Finance function to align business and finance strategy and ensuring its execution to achieve our growth ambitions.</li> <li>• Build world-class leadership teams, with a strong focus on global collaboration and the development of finance talent.</li> <li>• Define and adapt Finance's operating model in order to deliver the aims of the Group.</li> </ul>
	<b>Growth and Development</b> <ul style="list-style-type: none"> <li>• Partner with senior management to ensure alignment, to successfully identify, evaluation and execute business strategies to deliver the Group's growth ambitions.</li> <li>• Provide thought-leadership and expertise to proactively engage in addressing the core questions at the heart of our business and developing and executing options through Finance in a way that allows the Company to shift its strategy effectively.</li> <li>• Ensure that targets are aligned to the Group's strategic deliverables and are defined and measured to effectively assess the Group's performance.</li> <li>• Provide challenge to the Group's senior leadership team to ensure that strategies and initiatives are delivered.</li> </ul>
	<b>Risk Management and Internal Controls</b>

	<ul style="list-style-type: none"> <li>• Ensure adequate governance, assessment and mitigation of risk; establishing, implementing and monitoring management's intervention strategy when risk issues exceed defined thresholds of tolerance.</li> <li>• Ensure that the Board, Audit and Risk Committee and Country Management Team (CMT) is informed accurately and in a timely fashion of trends in business performance and of any material changes or risks to the forecast outturn for the current and following year.</li> <li>• Maintain a strong internal control environment and financial reporting processes.</li> <li>• Provide guidance to Internal Audit in setting audit plans and for ensuring control and process gaps are appropriately addressed.</li> </ul> <p><b>Other</b></p> <ul style="list-style-type: none"> <li>• Lead global investor relations and ensure that all financial communication tools are deployed to maximum impact.</li> <li>• As a member of the Disclosure Committee, ensure all legal requirements to disclose information are met in a timely and accurate manner.</li> </ul> <p><b>General to all Directors</b></p> <ul style="list-style-type: none"> <li>• Provide leadership of the Company, with a framework of prudent and effective controls which enable risk to be assessed and managed.</li> <li>• Approve the Company's strategic aims, ensuring that the necessary financial and human resources are in place for the Company to meet its objectives and review performance of the Company against those objectives.</li> <li>• Set the Company's values and ensure that its obligations to customers and employees are understood and met.</li> <li>• Actively promote and demonstrate the appropriate culture and values of the Company.</li> <li>• Act in accordance with the general duties of directors set out in Sections 171 to 176 of the Companies Act 2006, which include: <ul style="list-style-type: none"> <li>• At all times acting not only in good faith and honesty, but also in the Company's best interest and to promote the long term success of the Company for all its members, whilst having regard to the impact on the long term consequences of any decisions on employees, suppliers and customers, the community and the environment.</li> <li>• Exercise independent judgment in carrying out their duties.</li> <li>• Exercise reasonable care, skill and diligence in carrying out their duties commensurate with their knowledge and experience.</li> </ul> </li> </ul>
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