

INTERNATIONAL PERSONAL FINANCE plc (the 'Company')

Terms of Reference for the Technology Committee

Members

John Mangelaars (Chair)
Bronwyn Syiek

Name

1. This sub-Committee of the Board shall be known as the Technology Committee (the "Committee").

Purpose

The purpose of the Technology Committee is to assist the Main Board in fulfilling its oversight responsibilities with respect to the overall role of technology in (i) executing the business strategy of the company (ii) assuring operational performance and risk, including information security, data protection, and cybersecurity risks and (iii) assessing future technology developments and the implications for IPF.

The committee will:

- (a) Review the alignment of the technology strategy and portfolio to company's business strategy, including the yearly strategic outcomes.
- (b) Monitor the deliverability of the target IT outcomes.
- (c) Authorise financial commitments beyond the Executive approval limit of £3 million. The Board has delegated a limit of up to £5 million to the Committee with investments above that level requiring full Board approval.
- (d) Provide assurance to the Board that business value is being delivered through major technology change initiatives.
- (e) Review KPI trend reports from management concerning the company's technology operational effectiveness.
- (f) Review technology and technology-related risk matters.

Membership

2. A quorum will be two members. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee. In the absence of the Chair of the Committee, the remaining members present shall elect one of themselves to chair the meeting.
3. Other Board members may attend meetings; and other executives, and external advisers, may be invited for all or part of any meeting as and when appropriate.
4. The Company Secretary will be Secretary to the Committee. The Secretary shall produce minutes of each meeting which will be circulated to all members of the board.

Meetings

5. Meetings will be held as required and determined by the Chair, but in any event no less than four times per year.
6. The Committee reports to the Board. After each meeting the Chair of the Committee will report progress to the Board.

Created	26 May 2014
Approved by the Board	19 June 2014
Membership amended	29 April 2015
Membership amended	24 September 2015
Membership amended	1 January 2016
Membership amended	23 February 2016
Committee name amended	3 May 2016
Update to purpose	19 July 2018
Update to purpose	29 April 2020
Membership amended	29 April 2021