

Group Risk & Compliance Committee

delivering across the four cornerstones of governance



Terms of Reference

Derived from the delegations matrix

Referral From _____ For Referral to _____

Agreeing strategy and measures
setting the strategy and the Key Performance Indicators (KPI) that will measure success

	There are no matters for the Committee under this cornerstone	

Managing risk & compliance
ensuring the strategy maximises opportunities to innovate and ensures our policies and procedures provide a proportionate response to threats that may impact our strategies

Group Growth & Assurance Director	Approve the framework for Opportunity & Risk Management	-
Executive Board	Recommend the risk appetite to the Board of Aster Group Limited	Aster Group Limited
Executive Board	Approve the Strategic Risk Map for the Group	Aster Group Limited
Group Leadership Team	Approve the Compliance Framework	-
Group Leadership Team	Approve the Data Protection & Confidentiality Policy	-

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Referral From		For Referral to
Group Leadership Team	Approve the Business Continuity Policy	-

Delivering performance

ensuring the delivery of strategy through strong assurance provided by the performance and compliance frameworks

Executive Board	Monitor the delivery of health & safety and KPI	Entity Boards
-	Monitor the effectiveness of the Business Continuity Plans	-
Group Growth & Assurance Director	Recommend the compliance statement for inclusion in the Statutory Accounts	Entity Boards
Group Finance Director	Monitor the appropriateness of the Group's insurance programme	-
Group Finance Director	Monitor the settlements received from the Group's insurance policies	-
Executive Board	Review strategic business acquisitions or disposals and the associated due diligence	Entity Boards
Executive Board	Review responses to consultations from regulatory bodies	-
Executive Board / Group Treasury Committee	Monitor the effective management of risk & opportunities	Entity Boards

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Referral From		For Referral to
-	Monitor the effective management of legal and regulatory compliance	Entity Boards & CCN for customer related compliance
Executive Board	Monitor material breaches of the risk limits in accordance with the Framework for Opportunity & Risk Management	Entity Boards
Group Operations Director	Monitor safety & environmental risk & compliance	-
Executive Board	Monitor the material compliance breaches as agreed by the Executive Board	-
Executive Board	Monitor the material legal action as agreed by the Executive Board	-
Group Growth & Assurance Director	Recommend the registration of new group entities to the entity board	Entity Board
Group Growth & Assurance Director	Recommend changes to entity constitutions to entity boards	Entity Board
Group Growth & Assurance Director	Approve the appointment of independent governance advisors to the Group Risk & Compliance Committee and the appointment process	-

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Terms of Reference

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Referral From		For Referral to
Group Remuneration & Nominations Committee	Receive notification of any appointments or reappointments of members of the Group Audit Committee	-

Receiving independent assurance

ensuring the delivery of strategy is real and compliant through regular independent assurance. The Audit Strategy dovetails to the Framework for Opportunity and Risk Management providing the greatest assurance against the greatest risks

Director of Audit	Receive audits at the discretion of the Director of Audit	-
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