

**SANTANDER UK GROUP HOLDINGS plc**

**and SANTANDER UK plc**

**(individually “the Company” and collectively “SANTANDER UK”)**

**ROLE OF THE SENIOR INDEPENDENT DIRECTOR**

**Purpose of the Role**

The Senior Independent Director (“SID”) is an independent Non-Executive Director. The role of the SID is to provide a sounding board for the Chair and serve as an intermediary for the other directors and the shareholder.

**Key Accountabilities**

The key accountabilities of the SID are as follows:

In relation to the Chair:

- Provide a sounding board for the Chair and provide support in the delivery of his objectives.
- Support the Chair in ensuring that the Board are aware of the views of stakeholders.
- Lead the Board in the succession process for the Chair, including chairing the Board Nomination & Governance Committee and Board for that agenda item.
- Lead the assessment of the performance of the Chair, taking into account the views of the Executive and Non-Executive Directors, and communicate the results of the evaluation to the Chair.

In relation to the Board and Stakeholders:

- Support the Chair, as needed, in ensuring that Board discussions and decision-making are based on accurate and appropriately comprehensive information and proposals.
- Serve as a trusted intermediary for the other directors and shareholder.
- Uphold high standards of integrity and probity and support the Chair and Non-Executive Directors in instilling the appropriate culture, values and behaviours in the boardroom and the Company.
- Be available to the shareholder, should they have concerns, which discussions with the Chair, CEO or other Executive or Non-Executive Directors has failed to resolve, or if such contact is inappropriate.
- Attend meetings with the regulators, as necessary to obtain a balanced understanding of their issues and concerns.

**Time commitment**

The SID will be expected to commit time as required to the role, which will include committing significantly more time to the role in exceptional circumstances.