

I&M GROUP PLC CORPORATE GOVERNANCE POLICY EXTRACT

1. INTRODUCTION

Corporate governance is the system of rules, practices and processes by which a company is directed and controlled. Corporate governance involves balancing the interests of all the stakeholders in a company - these include its shareholders, management, customers, suppliers, financiers, government and the community. In accordance with the above, the Board of I&M Group Plc ('IMG', 'the Group' or 'Company') has approved the Corporate Governance Policy ('the Policy') which outlines the Group's overarching approach to adoption of high standards of corporate governance across the Group.

2. SCOPE

This policy applies to all Directors and Boards and management of every subsidiary and entity of the I&M Group. The Management of each subsidiary and entity within the Group shall ensure that their respective Directors and Boards have read and understood the Group Minimum Standards on Corporate Governance.

3. PURPOSE

The purpose of this policy is to ensure that the governance standards are applied consistently across all IMG operations for long-term sustainability of the Company and the Group and enhancing shareholder value.

4. THE BOARD OF DIRECTORS

The Company's Board of Directors (the 'Board') governance structure and the responsibilities of the directors are laid out in the Board Charter, a copy of which is published on the Group's website. To effectively assist it in the discharge of its responsibilities, the Board has set up the following sub committees:

1. Board Audit and Risk Management Committee (BARMC)
2. Board Nomination, Remuneration and Governance Committee (BNRGC)
3. Board Strategy Steering Committee (BSSC)
4. Board Sustainability Committee (BSC)

5. MANAGEMENT DELEGATIONS

IMG is a non-operating holding company. The Group's banking and advisory subsidiaries are governed by different statutory and regulatory requirements across the region.

6. TRANSPARENCY

Governance practices shall be adequately transparent to shareholders, depositors and other stakeholders. The Group's public information will be presented in a clear, complete, simple and understandable manner for all stakeholders. The respective Board and Management shall be guided by disclosure requirements as set out in the various guidelines and codes.

7. CODE OF CONDUCT

The Group shall put in place a Group Code of Conduct that binds all its Directors and staff to ensure that business is carried out in an ethical, fair and transparent manner, in keeping with the local regulations and international best practices.

8. CONFLICTS OF INTEREST & RELATED PARTY TRANSACTIONS

The Board has put in place a policy to provide guidance on what constitutes a conflict of interest and expects its members, both individually and collectively, to act ethically and in a manner consistent with the values of the business.

9. ETHICS AND SUSTAINABLE ACTION

The Group operates within a framework of sustainability, giving priority to a long-term strategic vision.

10. INSIDER TRADING

The Group Board has in place an Insider Trading Policy that prohibits Directors, staff and contractors of the Group.

11. GOVERNANCE FRAMEWORK

The Board has delegated the role of oversight on Governance matters to the Board Nomination, Remuneration and Governance Committee.

POLICY APPROVAL:			
	Name	Signature	Date
CHAIRPERSON BOARD NOMINATION, REMUNERATION & GOVERNANCE COMMITTEE	MR. OLIVER FOWLER	SIGNED	18 TH SEPTEMBER 2025
CHAIRPERSON BOARD OF DIRECTORS	MR. OLIVER FOWLER	SIGNED	18 TH SEPTEMBER 2025

**The original duly signed policy document remains available at our offices for reference.*