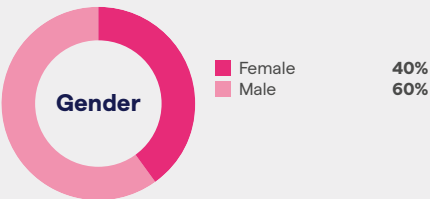
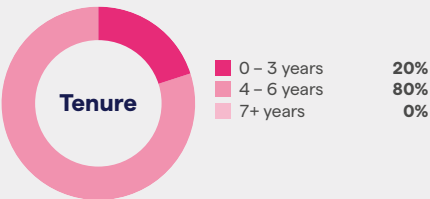


I am pleased to present the report of the Nomination Committee for the financial year ended 31 May 2025, to share this year’s activities with you and discuss how we have discharged our responsibilities.



Mike McTighe
Chair of the Nomination Committee

Committee overview



Meetings and membership

	Meetings attended
Mike McTighe (Chair)	5/5
Marieke Flament (a member since September 2024)	3/3
Wu Gang	5/5
Jonathan Moulds	5/5
Helen Stevenson	5/5

- The Nomination Committee (the Committee) comprises a total of five independent Non-Executive Directors. Their biographies can be found on pages 52-54
- The Nomination Committee met five times during the year. Full details of attendance at Committee meetings are on page 57
- The CEO, Chief People Officer (CPO, until the January 2025 meeting) and Chief Business Officer (CBO, from the January 2025 meeting onwards) have been standing attendees at Nomination Committee meetings

FY25 Key focus areas

- CFO Recruitment
- NED Succession Planning
- Senior Executive Talent Review

Chair’s overview

The Nomination Committee ensures that the Board and its Committees are of the appropriate size and composition, with the requisite balance of skills, knowledge, diversity, experience, and independence needed to support the development and oversight of our strategy.

We make recommendations on Board succession planning, which includes identifying and recommending suitable candidates as part of business-as-usual succession planning for Executive and Non-Executive Director roles as well as when a vacancy arises.

We partner with independent external executive search agencies to help source candidates based on objective criteria. We are committed to ensuring that we are a truly diverse organisation in all respects, across gender, social and ethnic backgrounds, cognitive and personal strengths, and experience.

We also review the senior executive talent and leadership needs of the Group to ensure that we have succession plans in place for Board and senior management positions. We welcomed Marieke Flament, who joined the Board as an independent NED on 4 July 2024. We were supported by Audeliss, an independent executive search agency, and details of the appointment process and their engagement were provided in last year’s Annual Report.

We also welcomed Clifford Abrahams as CFO on 16 December 2024. During the recruitment process, we were supported by Redgrave Search, an independent, international executive search firm, as described in last year’s Annual Report.

In last year’s Annual Report, we also looked ahead at plans for Malcolm Le May’s retirement at our AGM in September 2024, having reached nine years’ tenure, and the

changes made to appointments on the Board of IG US Holdings, Inc. in July 2024 as a result.

This year, the Committee has remained confident that the structure and composition of the Board of IGGH and the other nested entities and their Committees, as well as the Board of IG US Holdings, Inc., provided effective oversight to support IG's future growth and strategy. There have also been changes to senior management positions this year. We believe that a diverse pipeline of talent will equip the senior management team to execute the Company's existing and future strategy effectively.

Role of the Nomination Committee

The principal responsibilities of the Committee include:

- Reviewing the structure, size and composition of the Board and its Committees to ensure that they are appropriately balanced in terms of skills, knowledge, diversity, experience and independence, and making appropriate recommendations to the Board relating to succession planning at Board level
- Ensuring that there is a formal, rigorous and transparent procedure for the appointment of new Directors to the Board
- Identifying, and nominating for Board approval, suitable candidates to fill Board vacancies as and when they arise
- Reviewing leadership needs, with a view to ensuring our continued ability to compete effectively in our marketplace and deliver on our strategy
- Keeping apprised of strategic issues and commercial changes affecting us and the market in which we operate

The Terms of Reference of the Committee were last reviewed in May 2025 and are available on our website.

Main activities during the financial year

During the year, the Committee met principally to:

- Consider the structure and composition of the Board and its Committees, including the current diversity of the Board, Non-Executive Director independence, including tenure, Non-Executive Director time commitment, a skills gap analysis for Non-Executive Director succession planning, and a review of Director conflicts of interest. We recommended some refinements to Committee composition during the year, which the Board approved
- Discuss the Board's Diversity and Inclusion Policy, including the continued commitment to achieve the gender diversity targets contained in it, which aligned with the requirements in the Listing Rules
- Undertake extensive NED succession planning, which resulted in the development of a NED succession plan focused on the Board Chair, SID and Board Committee Chairs for the next three years. The succession plan, based on the schedule of planned retirements, is intended to address any skills gaps and achieve greater gender diversity on the Board with future NED appointments
- Support on CFO succession planning, which culminated in the appointment of Clifford Abrahams
- Oversee the comprehensive induction plan that Clifford Abrahams and Marieke Flament had undertaken. Discuss the development of talent for the CEO, CFO and Executive Committee positions, to nurture a diverse talent pool and ensure that we have the leadership capabilities in place to deliver the business strategy for the future

Diversity

Details of our diversity and our Diversity Statement can be found in Our Approach to Diversity on pages 21-22. The Board continues to appoint on merit, based on the skills and experience required for membership, while considering all forms of diversity, as well as independence. The Company insists on search firms presenting a diverse pool of candidates for consideration during the search process.

The Board Diversity and Inclusion Policy was last reviewed in May 2025 and is available on our website. This policy applies to the Board and its Committees.

Committee evaluation

An evaluation of the Committee's performance was undertaken this year in line with the Committee's Terms of Reference. You can find details of the Board Performance Review process and outcomes on pages 70-71.

On the Committee-specific questions, the review found that the Committee had the right combination of skills, experience, and knowledge. Its reporting to the Board was found to be effective and it performed, and was chaired, effectively during the year. No Committee-specific actions resulted from the review.



Mike McTighe

Chair of the Nomination Committee
23 July 2025

Priorities for the year ahead

- Facilitated by the CBO, continue the work on Executive Director and Senior Management succession planning, resulting in formal succession and development plans for those roles
- With the support of an executive search agency, commence a search for the Board Risk Committee Chair role, as Jonathan Moulds will reach nine years' tenure in 2027