

THE BEAUTY TECH GROUP PLC

(Company)

Statement of the division of responsibilities between the chair of the board of directors of the Company (**Board**) (**Chair**), the Chief Executive Officer (**CEO**) and the Senior Independent Director (**SID**)

(approved by the board of directors of the Company on 23 September 2025)

	Chair	CEO	SID
1. Reporting Lines			
1.1	The Chair reports to the Board.	The CEO reports to the Chair (acting on behalf of the Board) and the Board directly.	The SID reports to the Board.
1.2	The Chair is not responsible for executive matters regarding the business of the Company and its subsidiary undertakings (Group). Other than the CEO and the Company Secretary, no executive reports to the Chair other than through the Board.	The CEO is responsible for all executive management matters affecting the Group. All members of the executive management report, either directly or indirectly, to the CEO.	
2. Key Responsibilities			
2.1	The Chair's principal responsibility is the effective running of the Board.	The CEO's principal responsibility is running the Group's business.	The SID's principal responsibility is acting as a sounding board for the Chair and serving as an intermediary for the other directors and shareholders.
2.2	The Chair is responsible for ensuring that the Board (i) as a whole plays a full and constructive part in the development and determination of the Group's strategy and overall commercial objectives; and (ii) determines the nature, and extent, of the significant risks the Company is willing to embrace in the implementation of its strategy.	The CEO is responsible for proposing and developing the Group's strategy and overall commercial objectives, to be done in close consultation with the Chair and the Board.	

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2.3	The Chair is the guardian of the Board's decision-making processes.	The CEO is responsible, with the executive team, for implementing the decisions of the Board and its committees (Committees).	
2.4		The CEO is responsible for leading the executive team in the day-to-day management of the Group to deliver its strategy.	
3. Other Responsibilities			
3.1	Running the Board and setting its agenda.	Providing input to the Board's agenda, including that from other members of the executive team.	
3.2	Ensuring that Board agendas take full account of the important issues facing the Group and the concerns of all Board members. There should be an emphasis on strategic, rather than routine, issues.	Maintaining a dialogue with the Chair on the important and strategic issues facing the Group and proposing Board agendas to the Chair which reflect those.	
3.3	Ensuring that all Board members are given the opportunity to share their views and participate in the business of the Board and encouraging all Board members to engage in Board and committee meetings by drawing on their skills, experience and knowledge.	Ensuring appropriate information is provided to enable the non-executive directors to form a view, including the views of senior management	
3.4	Ensuring that the Board receives accurate, timely and clear information on: <ul style="list-style-type: none"> the Group's performance; 	Ensuring that the executive team provides the Board with: <ul style="list-style-type: none"> accurate, timely and clear information in a form and of a quality and 	

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	<ul style="list-style-type: none"> the issues, challenges and opportunities facing the Group; and matters reserved to it for decision. 	<p>comprehensiveness that will enable the Board to discharge its duties;</p> <ul style="list-style-type: none"> the necessary resources for developing and updating the Board's knowledge and capabilities; and appropriate knowledge of the Company, including access to Company operations and members of the workforce. 	
3.5	Ensuring, with the advice of the Company Secretary where appropriate, compliance with the Board's approved procedures, including the schedule of matters reserved to the Board for its decision and each Committee's terms of reference.	Ensuring, in consultation with the Chair and the Company Secretary as appropriate, that members of the executive team comply with the Board's approved procedures, including the schedule of matters reserved to the Board for its decision and each Committee's terms of reference.	
3.6	Arranging informal meetings of the directors, including meetings of the non-executive directors at which the executive directors are not present, as required to ensure that sufficient time and consideration is given to complex, contentious or sensitive issues.	Ensuring that the Chair is alerted to forthcoming complex, contentious or sensitive issues affecting the Group.	Assisting in the maintenance of the stability of the Board and the Company, particularly during periods of stress. This will involve working with the Chair, the directors and shareholders to resolve significant or sensitive issues.
3.7	<p>Proposing to the Board, in consultation with the CEO, the Company Secretary and the Committee chairs, as appropriate:</p> <ul style="list-style-type: none"> a schedule of matters reserved to the Board for its decision; terms of reference for each Committee; and 	Providing input to the Chair and the Company Secretary on appropriate changes to the schedule of matters reserved to the Board for its decision and the Committees' terms of reference.	

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	<ul style="list-style-type: none"> other Board policies and procedures, <p>and ensuring reviews of the same at appropriate intervals.</p>		
3.8	In conjunction with the Nomination Committee, initiating change and succession planning in Board appointments to retain and build an effective and complementary Board, and to facilitate the appointment of effective and suitable members and chairs of Committees.	Providing information and advice on succession planning to the Chair, the Nomination Committee and other members of the Board, particularly in respect of executive directors.	Taking responsibility for an orderly succession process for the Chair, working closely with the Nomination Committee.
3.9	In conjunction with the Nomination Committee, proposing the membership and chairs of the Committees and any changes to them.	Attending meetings of the Nomination Committee, at the Committee's request, to provide input on appointments and succession planning, particularly with regard to internal talent.	
3.10	Ensuring that there is effective communication by the Company with its shareholders, including by the CEO, the Chief Financial Officer and other executive management, and ensuring that directors develop an understanding of the views of the major investors in the Company.	Leading the communication programme with shareholders.	Being available to shareholders should they have concerns that contact through the normal channels of the Chair, the CEO or other executive directors has failed to resolve or for which such contact is inappropriate.
3.11	Seeking regular engagement with major shareholders to understand their views on governance and performance against the Group's strategy.		

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3.12	Ensuring that all directors receive a full, formal and tailored induction on joining the Board, and providing guidance and mentoring to new directors, as appropriate.	Commenting on induction programmes for new directors and ensuring that appropriate management time is made available for the process.	
3.13	Taking the lead in identifying and seeking to meet the development needs of both individual directors and of the Board as a whole.	Ensuring that the development needs of the executive directors and other members of the senior management team are identified and met.	
3.14	Leading the annual evaluation of the performance of the Board, the Committees and individual directors, acting on the results and considering having regular externally facilitated evaluations.	Ensuring that performance reviews are carried out at least once a year for each of the executive directors. Providing input to the wider Board evaluation process.	Leading the performance evaluation of the Chair on behalf of the other directors and leading a meeting of the non-executive directors, without the Chair present, typically annually, to appraise the Chair's performance, and on other occasions as necessary.
3.15	Promoting the highest standards of integrity, probity and corporate governance throughout the Group and particularly at Board level.	Promoting, and conducting, the affairs of the Group with the highest standards of integrity, probity and corporate governance.	
3.16	Chairing the Company's shareholder meetings, including the annual general meeting.	Attending general meetings of the Company to provide relevant information to shareholders.	Attending general meetings of the Company to provide relevant information to shareholders.
3.17	Shaping the culture of the boardroom.	Setting an example to the Company's workforce and communicating expectations regarding the Company's culture to the workforce, ensuring that operational policies and practices drive appropriate behaviour, and that appropriate	

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		standards of governance permeate throughout the organisation.	
3.18	Ensuring that the Board listens to the views of shareholders, the workforce, customers and other key stakeholders and takes these views into account in its decision-making.	Ensuring the Board is made aware of views gathered via engagement between management and the workforce.	