

Compass Group PLC (the *Company*)

Role of the Group Chief Executive (*CEO*)

The CEO is accountable and reports to the Board and is responsible for running the Group's business. The CEO is ultimately responsible for day-to-day operational management decisions and for implementing the Company's long and short term plans and acts as a direct liaison between the Board and management.

In this document 'Company' means the Company and its subsidiary undertakings. This document sets out the responsibilities of the CEO and was approved by the Board on 18 September 2019. The Company shall ensure that this document is generally made available on the Company's website and from the Company on demand.

The Board of Directors of the Company (the **Board**) believes that there should be a clear division of responsibilities between the Chairman of the Board (the **Chairman**), who has responsibility for running the Board and the CEO, who has responsibility for running the Company's business.

The CEO is responsible for leading the executive directors and the senior executive team in the day-to-day running of the Company's business, consistent with the strategy and commercial objectives agreed by the Board. The CEO chairs the Executive Committee and communicates its decisions and recommendations to the Board. Together with the Chairman, the CEO provides coherent leadership of the Company including representing the Company to its stakeholders, including its workforce, investors, clients, consumers, suppliers, government and regulators, financial institutions, employees, the media, the community and the public with the aim of furthering the best interests of the Company and ensuring that key relationships are fostered.

CEO's responsibilities

1. Within the authority limits delegated to him/her by the Board, the CEO's role includes, but is not limited to:
 - (a) Business strategy and management – including: managing the Company on a day-to-day basis and developing Company strategy, plans and commercial and other objectives and for making proposals to the Board and, following Board approval, implementing the strategy, plans and objectives agreed by the Board and reporting to the Board progress made in the execution and delivery of strategic objectives;
 - (b) Investment and financing – including: examining major capital expenditure and material contracts; identifying and executing acquisitions and disposals and approving major proposals or bids;
 - (c) Risk management and controls – including: managing and mitigating the Company's emerging and principal risks, including health and safety performance, in line with the assessment made by the Board and the Company's risk management and internal control systems (including financial, operational and compliance controls); and ensuring appropriate internal controls are in place;

- (d) Recommendations to the Board and the Board committees – including: providing advice on succession planning on the role and capabilities required in respect of the appointment of Executive Committee members and making recommendations on remuneration policy, executive remuneration and terms of employment; and recommendations on the role and capabilities required in respect of the appointment of executive directors;
 - (e) Communication – including: ensuring effective communication with shareholders and employees; and the timely and accurate disclosure of information; and
 - (f) Ethical business practice – including: promoting and conducting the affairs of the Company with the highest standards of integrity and corporate governance and providing clear leadership on responsible business conduct across all areas of the business; setting an example to the Company’s workforce and other key stakeholders and being responsible for communicating to them expectations in respect of the Company’s culture, and for ensuring that operational policies and practices drive appropriate behaviour; and being responsible for supporting the Chairman to make certain that appropriate standards of governance apply through all parts of the Company.
2. The CEO is responsible for leading the executive directors and the senior executive team in the day-to-day running of the Company’s business, ensuring that:
- (a) Board decisions are implemented effectively;
 - (b) the operational performance and strategic direction of the Company’s business is regularly reviewed;
 - (c) the Company’s organisational structure is fit for purpose, recommending changes as appropriate;
 - (d) the Board is made aware of the views of the workforce, customers and other key stakeholders;
 - (e) the Board is made aware of the views of the senior management on business issues;
 - (f) the roles and responsibilities of the senior executive team are formalised, including clear delegation of authorities;
 - (g) suitable policies and procedures are developed, implemented and followed; and
 - (h) management fulfils its obligation to provide the Board with:
 - (i) accurate, timely and clear information in a form and of a quality that will enable it to discharge its duties;
 - (ii) the necessary resources for developing and updating directors’ knowledge and capabilities; and
 - (iii) appropriate knowledge of the Company, including access to business operations and members of the workforce.