
Terms of Reference for the Corporate Responsibility Committee of Victrex plc

Approved and adopted by the Board of Directors of Victrex plc (**Company**) to take effect from 1 May 2022.

1. CONSTITUTION

- 1.1. The Corporate Responsibility Committee (**Committee**) is a committee of the board of directors (**board**) of the Company.
- 1.2. The Terms of Reference of all Board Committees applies unless stated otherwise.

2. ROLE

The role of the Committee is to:

- 2.1. Oversee the Company's conduct with regards to its corporate societal obligations and commitments.
- 2.2. Oversee and review the development and execution of the Company's sustainability strategy and commitments including progress towards targets.

3. DUTIES

The Committee shall carry out the following duties for the Company and its subsidiaries (**Group**):

- 3.1 Identify and review external developments likely to have an influence on the Group's reputation or on its ability to conduct business as a good corporate citizen, including issues of importance to the general public.
- 3.2 Provide oversight on the environmental and social impact of the way the Group conducts its business including environmental sustainability.
- 3.3 Provide input as required and appropriately monitor the Group's environmental and societal related activities and initiatives including those relating to inclusion and diversity and employee wellbeing.
- 3.4 Review and recommend changes to the Group's policies relevant to anti-bribery and corruption, modern slavery, employees and the environment.
- 3.5 Ensure appropriate communications policies are in place and working effectively to build and protect the Group's reputation internally and externally with key stakeholders.
- 3.6 Review the implications of the Company's health and safety progress in the context of its ESG credentials and commitments.

4. MEMBERSHIP

- 4.1 The Committee shall comprise a minimum of three independent Non-executive Directors. The Chair of the Committee shall be a Non-executive Director.

5. ATTENDANCE AT MEETINGS

- 5.1. The Committee shall meet at least once a year and otherwise as required.
- 5.2. Only members of the Committee have the right to attend Committee meetings. However, all Non-executive Directors, the Chair of the Board the Chief Executive Officer and the Chief Financial Officer shall have a standing invitation to attend Committee meetings. Other individuals such as the Director of Investor Relations, Corporate Communications & ESG, the Chief Operating Officer and the Group HR Director and external advisers may be invited to attend for all or part of any meeting, as and when appropriate and with the agreement of the Committee Chair.

6. REPORTING RESPONSIBILITIES

- 6.1 The Committee shall report its activities to the Board periodically as agreed with the Board.
- 6.2 The Committee shall review and approve external reporting on environmental and social matters.