ARBUTHNOT BANKING GROUP PLC

Approved by the Board on 28 November 2019

Remuneration Committee

Membership:	Sir Henry Angest Chairman Sir Christopher Meyer Sir Alan Yarrow Membership of the Remuneration Committee is limited to non-executive directors together with the Group Chairman & CEO.
Quorum:	Two members (one of whom must be the Group Chairman & CEO).
Frequency of Meetings:	At least one meeting a year to approve the salaries and other benefits to be paid to Executive Directors during the forthcoming year, the fees to be paid to Non-Executive Directors. Additionally, to review ABG's Remuneration Policy and the ABG Directors' Remuneration Report. The Committee will also consider the principle of any incentives to be offered to Executive Directors and other members of management in the form of share or phantom options subject to the achievement of specific criteria, as well as pension arrangements taking into account the long-term interests of shareholders, investors and other stakeholders of ABG as well as the public interest. **No director shall be involved in any decisions as to his or her own remuneration.**
Responsibilities:	The Remuneration Committee has the following core responsibilities: 1. Determining non-executive director remuneration, reflecting the time and responsibilities for the role. 2. Determining the overall remuneration policy and for setting the remuneration of Executive Directors. 3. Oversight of the Remuneration Policy and its implementation in relation to Arbuthnot Banking Group PLC. 4. Approving the Directors' Remuneration Report.
Delegation:	Delegation to a sub-committee or individual is permitted.
Reporting:	To the Board of Arbuthnot Banking Group PLC.