Beazley Plc
Risk Committee

Terms of Reference approved by the Beazley Plc Board on 3 August 2026

The Risk Committee is a Committee established by the Beazley Plc Board

1. Objective

1.1. To assist the Beazley Plc Board of Directors in fulfilling their oversight responsibilities for the Group's risk management framework, its processes for monitoring compliance with laws and regulations, the effectiveness of its compliance, risk, and controls and compliance assurance functions, and the Group's internal model.

2. Mandate

2.1. The Risk Committee (the 'Committee') derives its authority from the Beazley Plc Board.

2.2. The authority of the Risk Committee is restricted by the items outlined in the Scheme of Delegation, and Matters Requiring Approval Schedule.

3. Reporting Responsibilities

3.1. The Committee Chair or their nominee will report formally to the Beazley Plc Board on its proceedings, following all Committee meetings, at least quarterly at all scheduled Board meetings, on all matters within its duties and responsibilities.

3.2. The Committee shall make whatever recommendations to the Beazley Plc Board it deems appropriate on any area within its remit where action or improvement is needed.

3.3. The Committee shall report to the Board on how it discharged its responsibilities.

3.4. The Committee shall compile a report on its activities to be included in the Company's annual report.

4. Duties

The Risk Committee is, subject to the parameters set out in the Scheme of Delegation and Matters Requiring Approval Schedule, responsible for:

4.1. **Internal Control and Risk Management Systems**

4.1.1. Monitoring the Group's internal control and risk management systems, including the effectiveness of material operational, reporting and compliance controls, through review of controls testing results and outcomes of other assurance activities. Where material internal controls have not operated effectively, the Committee shall review and challenge the appropriateness of actions taken or proposed to be taken to improve the controls and mitigate the associated risks.

4.1.2. Advising the Board on the Company's risk management framework, which includes the risk management objectives, risk appetite, risk culture and the assignment of risk management responsibilities in relation to the risk categories detailed in the risk register. Reviewing key risk policies and recommend any material policies to the Board for approval.

4.1.3. Reviewing annually the risk budget and risk appetite of the Group for recommendation to the Board.

4.1.4. Reviewing risk reports and management information to enable a clear understanding of the key risks and controls in the business that inform the Board's decision making, ensuring both qualitative and quantitative metrics are used.

4.1.5. Reviewing any breaches of risk appetite and the adequacy of proposed actions. Reviewing entries on the Company's risk and events log and the adequacy of proposed actions.

4.1.6. Reviewing the identification of future risks, including considering emerging trends and future risk strategy.

4.1.7. Reviewing and monitoring management's responsiveness to the findings and recommendations of the Chief Risk Officer.

4.1.8. Reviewing the remit and considering the performance of the risk management function to ensure it has adequate resources and appropriate access to information to enable it to perform its function effectively. Reviewing and approving the risk management function's annual plan.

4.1.9. Reviewing and approving the statements to be included in the annual report concerning internal control, risk management, including the assessment of principal risks and emerging risks, and the viability statement.

4.1.10. Overseeing and seeking suitable assurance regarding the Chief Risk Officer's right of direct access to the Chair of the Board and to the Committee.

4.1.11. Reviewing and recommending to the Board the Group Own Risk and Solvency Assessment (ORSA).

4.1.12. Reviewing and recommending to the Board the Group and plc Solvency Capital Requirement (SCR).

4.2. **Compliance and Controls Assurance**

4.2.1. Reviewing the Company's procedures for detecting and preventing fraud.

4.2.2. Reviewing the Company's systems and controls for the prevention of bribery and receiving reports on non-compliance.

4.2.3. Reviewing regular reports from the Money Laundering Reporting Officer and the adequacy and effectiveness of the Company's anti-money laundering systems and controls.

4.2.4. Reviewing the regular reports from the Compliance Officer and keeping under review the adequacy and effectiveness of the Group's compliance function. Considering material findings from regulatory reviews and interactions with regulators which impact on risk management and compliance processes. Advising the Board and overseeing the implementation of any regulatory changes impacting the Group.

4.2.5. Reviewing and recommending to the Board the compliance and controls and compliance assurance function's annual plans.

4.3. **Assurance**

4.3.1. Providing assurance and recommending to the Board any risk matters relating to Group-wide transformational projects or operational issues identified.

4.4. **Capital**

4.4.1. Providing oversight and ensuring overall effectiveness of Beazley's internal model, including monitoring of the continuing appropriateness of its design and implementation, reviewing of the independent review procedures and policies in place around model validation, and ensuring that the model meets the appropriate principles, tests and standards.

4.4.2. Reviewing and providing independent challenge to major changes to the internal model and recommending to the Board for approval.

4.5. **Investment Management**

4.5.1. Reviewing and recommending to the Board any material updates to the group's investment strategy and risk framework, including foreign currency exposure management.

5. Members

5.1. The Committee shall comprise not less than three members.

5.2. All members of the Committee shall be independent non-executive directors, and the Committee as a whole shall have competence relevant to the sector in which the Company operates. Where possible, the Committee shall include one member of the Remuneration Committee.

5.3. The Chair of the Board shall not be a member of the Committee.

5.4. Members of the Committee, including the Chair, shall be appointed by the Board on the recommendation of the Nomination Committee.

5.5. In the absence of the Chair and/or an appointed deputy, the remaining members present shall elect one of their number to Chair the meeting.

5.6. Only members of the Committee have the right to attend Committee meetings. Any other relevant roles may be invited to attend for all or part of any meeting, as and when appropriate, to provide information or assistance. These will normally include:

5.6.1.1. The Chief Executive Officer, the Chief Financial Officer, the Chief Risk Officer, and the Head of Internal Audit; and

5.6.1.2. Selected executive management representing Beazley's business operations.

6. Secretary

6.1. The Company Secretary or their nominee shall act as the Secretary of the Committee.

7. Quorum

7.1. The quorum necessary for the transaction of business shall be two members present in person, by telephone, or other virtual means. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers, discretions, and independent judgement vested in or exercisable by the Committee.

8. Frequency and Location

Meetings shall be aligned with those of the Beazley Plc Board, and occur:

8.1. At such a time before a Board meeting so that all business can be properly and fully conducted, with referrals and minutes passed to the Board in line with the requirements of the Board.

8.2. The Committee shall meet at least quarterly and at such other times as required.

8.3. The Committee Secretary shall schedule a calendar of meetings at the beginning of the year and indicate whether the meeting is expected to be in person, via virtual means, or hybrid.

8.4. However, if the day and time needs to be changed to accommodate other business needs, this will be done as far in advance as possible.

9. Notice of Meeting

9.1. Meetings of the Committee shall be summoned by the Secretary of the Committee at the request of the Chair of the Committee or at the request of Chief Risk Officer if they consider it necessary.

9.2. Unless otherwise agreed by the Chair, notice of each meeting confirming the venue, time and date shall be sent to each member of the Committee and any other person required to attend no later than five working days before the date of the meeting. The agenda and supporting papers shall be sent to Committee members and to other attendees as appropriate in advance of the meeting.

10. Minutes of Meeting

10.1. The Secretary shall minute the proceedings and resolutions of all Committee meetings, including the names of those present and in attendance.

10.2. Minutes of Committee meetings shall be circulated promptly to the Committee Chair and made available to the Board if appropriate.

10.3. Updated minutes will be included in the next scheduled Committee meeting agenda for final approval.

11. Other Matters

The Committee shall:

11.1. Have access to sufficient resources in order to carry out its duties, including access to the Company Secretary for assistance as required.

11.2. Be provided with appropriate and timely training, both in the form of an induction programme for new members and on an ongoing basis for all members.

11.3. Give due consideration to all relevant laws and regulations, the provisions of the UK Corporate Governance Code and the requirements of the UK Listing Authority's Listing, Prospectus and Transparency Rules and any other applicable rules, as appropriate.

11.4. Oversee any investigation of activities which are within its Terms of Reference.

11.5. Work and liaise as necessary with all other Board Committees including the Risk Committees of regulated subsidiaries.

11.6. Arrange for periodic reviews of its own performance and, at least annually, review its constitution and Terms of Reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Board.

11.7. Ensure that Risk Committee meetings are used as an open avenue of communication between risk management and the Board.

11.8. The Committee will receive reports from the Risk Committees of the regulated subsidiaries.

The Chair shall

11.9. Be available to shareholders to discuss significant matters within the Committee's remit

12. Authority

12.1. The Committee is authorised by the Board to:

12.1.1. Seek any information it requires from any employee in order to perform its duties.

12.1.2. Obtain legal or other independent professional advice or assistance from external advisers with relevant expertise and experience, as it considers necessary, at the Company's expense on any matters within its Terms of Reference.

12.1.3. Have the right to publish in the Company's annual report, details of any issues that cannot be resolved between the Committee and the Board.