

Matters Reserved for the Approval of the Board

- a) Objectives and strategy of the Rentokil Initial group of companies (the “Group”).
- b) The Companies Act 2006 and the UK Corporate Governance Code (the “Code”) requirements:
 - (i) approval of interim and final financial statements and trading updates, including their compliance with the provisions of the Code in relation to the financial statements and the annual report to shareholders being fair, balanced and understandable;
 - (ii) approval of an interim dividend and recommendations to shareholders of a final dividend;
 - (iii) approval of any significant change in accounting policies or practices;
 - (iv) appointment or removal of the Company Secretary; and
 - (v) remuneration of the Company’s auditor (where, as is usual, shareholders have delegated this power to the directors who may in turn choose to delegate this authority to the Audit Committee) and recommendations for appointment or removal of such auditor.
- c) Stock Exchange:
 - (i) Conduct of all matters requiring the issue of circulars to shareholders and listing particulars.
- d) Management:
 - (i) appointment of the Chief Executive;
 - (ii) approval of the Company's annual operating plan;
 - (iii) changes to the Company's share capital structure or its status as a plc;
 - (iv) changes to the Company's organisation at the level immediately below the Chief Executive;
 - (v) terms and conditions of employment (including salaries, pensions and other benefits) at the level immediately below the Chief Executive;
 - (vi) introduction of or major changes in any employee share schemes and long term incentive schemes (which involve the issue of equity) and the allocation of executive share options/performance shares;
 - (vii) strategic direction of the Company (including entry into material new businesses and markets or any decision to cease to operate all or any material part of the Group’s business); and
 - (viii) determining the significant risks the Company is willing to take in achieving its strategic objectives.
- e) Board Committees

The Board has established audit, remuneration, nomination and other Committees which are obliged to make decisions and/or recommendations to the Board within their respective remits. The Board reserves to itself the right to make decisions in the light of such recommendations.
- f) Major transactions:
 - (i) delegated authorities; and

- (ii) material financial transactions.
- g) Risk management strategy.
- h) Corporate governance and related compliance with the Code.
- i) Risk management and internal control.
- j) Treasury policy.
- k) Corporate responsibility policies.
- l) Directors' and officers' liability insurance.
- m) Policy regarding charitable and political donations.
- n) Any other matter not falling within the powers and authority of the shareholders, the Chief Executive or delegated to a Committee of the Board.

6 December 2023