

DATED 6 February 2020

SAFESTORE HOLDINGS PLC

TERMS OF REFERENCE
OF THE SENIOR INDEPENDENT DIRECTOR

SAFESTORE HOLDINGS PLC (THE "COMPANY")
TERMS OF REFERENCE OF THE SENIOR INDEPENDENT DIRECTOR (SID)

1. AUTHORITY AND REPORTING

- 1.1** In addition, to his or her duties as a Non-Executive Director, the SID is also responsible for supporting the Chair on all governance issues.
- 1.2** The SID reports to the Board and no executive reports to the SID, other than through the Board.

2. RESPONSIBILITIES

- 2.1** To provide a sounding board for the Chair and to serve as an intermediary for the other directors when necessary.
- 2.2** To meet with the non-executive directors at least annually, without the Chair present, to appraise the Chair's performance, taking into account the views of the executive directors. To meet on such other occasions as deemed appropriate and provide appropriate feedback to the Chair.
- 2.3** To ensure that the views of each non-executive are given due consideration and to be available for confidential discussions with those who may have concerns which they believe have not been properly considered by the Board as a whole.
- 2.4** Chair the Nomination Committee when considering succession to the role of Chair of the Board.
- 2.5** To be available to shareholders, and other stakeholders, if they have reason for concern which contact through the normal channels of Chair, Chief Executive Officer or Chief Financial Officer has failed to resolve or for which contact is inappropriate.
- 2.6** To attend sufficient meetings with major shareholders to listen to their views to help develop a balanced understanding of their issues and concerns.