

September 2016

EXECUTIVE PLAN A 2020 COMMITTEE TERMS OF REFERENCE

Membership

The quorum is any 3 members, one of which must be the Committee Chairman.

Steve Rowe (Chair)

Mike Barry

Dominic Fry

Helen Weir

Carmel McQuaid

Patrick Bousquet-Chavanne

Paul Willgoss

Adam Elman (Secretary)

Meetings

The Committee shall meet bi-monthly.

Role

To own the development and implementation of Plan A and to ensure that Plan A is an integral part of the way M&S operates.

Terms of Reference

Its primary function is to manage the implementation of Plan A, the Company's 'eco/ethical plan' launched in January 2007 and updated in 2014 (called Plan A 2020), it sets out a number of challenging commitments and targets for our business to achieve by 2020.

1. To provide leadership on Plan A across the business and ensure there is a joined-up and consistent approach to delivering progress.
2. To ensure that:
 - The business has the right strategy to deliver our goal of becoming the world's most sustainable major retailer including maximising the delivery of business, social and environmental value
 - The business has the right resources, governance and skills in place to deliver the strategy
 - Plan A is aligned with the wider business strategies and that wider business strategies support the delivery of Plan A
 - The business has robust data and evidence to support progress claims
 - The business gains the external assurance levels agreed by the Audit Committee
 - The business maximises the communication potential of the issues they are managing.
3. To seek external stakeholder views on our overall performance and maintain an overview of external benchmarking and commentary on our performance including the views of the external Sustainable Retail Advisory Board.
4. To oversee any internal and external auditing of our performance.
5. To oversee external reporting on our performance and progress against our Plan A Targets.
6. To review and update annual its terms of reference making changes as required and to evaluate its own membership and performance on a regular basis.