

BARRATT DEVELOPMENTS PLC (the 'Company')
BOARD SUSTAINABILITY COMMITTEE - TERMS OF REFERENCE

1 Constitution

- 1.1 The Sustainability Committee was established by the Board of Directors of the Company (the 'Group Board') on the basis set out in these Terms of Reference.
- 1.2 The Terms of Reference were approved by the Group Board and may be altered or amended at any time by the Group Board.
- 1.3 The Group Board has the power to determine how long the Sustainability Committee continues in operation.
- 1.4 The Sustainability Committee shall, at least annually, review its Terms of Reference to ensure it is operating at maximum effectiveness and recommend any changes that it considers necessary to the Board for approval.

2 Purpose

The purpose of the Sustainability Committee is to debate, review and scrutinise the sustainability strategy, implementation plan and approve plans to mitigate risks and leverage opportunities.

3 Membership

- 3.1 The Sustainability Committee will be chaired by the Chief Executive.
- 3.2 The Sustainability Committee shall consist of minimum 2 Non-Executive Directors and will include: Chief Executive Officer; Chief Operational Officer; Chief Financial Officer; Group Sustainability Director; and Company Secretary.
- 3.3 Only members of the Committee have the right to attend Committee meetings. However, other individuals as the Committee shall determine may be invited to attend all or part of any meeting as and when appropriate and necessary.
- 3.4 In the absence of the Committee Chair, he/she shall nominate a deputy.
- 3.5 At least one member of the Sustainability Committee shall have sustainable development related skills.

4 Secretary

- 4.1 The Company Secretary or his or her nominee shall act as the Sustainability Committee Secretary.

5 Quorum

- 5.1 The quorum necessary for the transaction of business shall be 3 Members, and any one of the, Chief Executive Officer, or Chief Operating Officer. A duly convened meeting of the Sustainability Committee at which a quorum is present shall be competent to exercise all or any of the business of the committee.

6 Meetings

- 6.1 The Sustainability Committee shall meet quarterly per calendar year. Meetings may be held in person or by telephone or video conference.

7 Notice of Meetings

- 7.1 Meetings of the Sustainability Committee shall be convened by the Committee Secretary at the request of the Chairman of the Committee.
 - 7.2 Unless otherwise agreed with the Chairman, notice of each meeting confirming the venue, time and date, together with an agenda of items to be discussed and any relevant supporting papers, shall be forwarded to each member of the Committee, (and where appropriate, to any other person required to attend), no later than five working days before the date of the meeting.
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8 Minutes of Meetings

- 8.1 The Committee Secretary shall minute the proceedings and resolutions of all Committee meetings, including the names of those present and in attendance.
- 8.2 Draft minutes and action log of Committee meetings shall be circulated promptly to all members of the Committee.

9 Responsibilities

- 9.1 Review and scrutinise the Sustainability Strategy – refer to the Board for approval
- 9.2 Identify, debate, scrutinise the business response to environment, social risks with specific focus on climate risks and opportunities.
- 9.3 Oversee the transformation required to effectively manage and mitigate financial risks, and the embedding of major business processes required to facilitate this
- 9.4 Scrutinise the implementation of major initiatives.
- 9.5 Scrutinise sustainability performance incentives before sending to Remuneration Committee for approval.
- 9.6 Provide an advisory role to the Board on the Company's appetite and tolerance with respect to climate risks.
- 9.7 Oversee plans to set, disclose and achieve science based targets related to carbon emissions and to approve any offsetting plans prior to Board approval.
- 9.8 End of year outcomes are to be referred to the Group Board, prior to updates being included in the ARA ahead of the AGM.
- 9.9 Review and scrutinise and make a recommendations for new targets – refer to the Board for approval.

10 Other Matters

The Sustainability Committee shall, subject to agreement by the Executive Committee:

- 10.1 Have access to sufficient resources in order to carry out its duties, including access to the Sustainability Committee Secretary for assistance as required;
- 10.2 Be provided with appropriate training should it be necessary on an ongoing basis.

11 Authority

The Committee is authorised:

- 11.1 To seek any information it requires from any employee or agent of the Company in order to perform its duties;
- 11.2 To obtain, at the company's expense, independent legal or other professional advice on any matter within its terms of reference;
- 11.3 To call any employee or any agent (to the extent permissible by law) to be questioned at a meeting of the Committee as and when required; and
- 11.4 To 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.