TRAVIS PERKINS plc (the "Company")

Terms of Reference of the Nominations Committee (the "Committee")

1. Membership

a. The Committee shall be appointed by the Board and shall consist of not less than three members, the majority of whom shall be chosen from amongst the independent Non-executive Directors of the Company.

b. A quorum shall be two members, both of whom must be independent Non-executive Directors.

c. The Chair of the Committee shall be the Chair of the Board, except when it is dealing with the appointment of a successor Chair of the Board, when the Committee will be chaired by the Senior Independent or if they are unavailable /unable to do so, by another independent Non-executive Director.

d. The Company Secretary or his or her nominee shall act as the secretary of the Committee.

2. Attendance at meetings

a. Only members of the Committee have the right to attend Committee meetings. However, other Directors, other employees of the Company, external advisors and other invitees at the Committee's discretion may attend meetings by invitation.

3. Frequency of meetings

a. Meetings shall be held no less than twice a year with additional meetings if appropriate.

4. Authority

a. The Committee is authorised by the Board to investigate any activity within its terms of reference. The Committee shall have access to sufficient resources in order to carry out its duties and is authorised to seek any information it requires from any employee and all employees are directed to co-operate with any request made by the Committee.

b. The Committee is authorised by the Board to obtain legal or professional advice at the Company's expense on any matters within its terms of reference.

c. The Committee may sub-delegate any of its powers and authority or the execution of any of its duties as it thinks fit, including, without limitation, the establishment of Sub-Committees which are to report back to the Committee.

5. **Duties**

The duties of the Committee shall be:

a. to ensure that there is a formal, rigorous and transparent procedure for appointments to the Board.

b. to regularly review the structure, size and composition including the skills, knowledge, experience and diversity and the length of service of the Board as a whole and make recommendations to the Board for any changes.

c. to give full consideration to succession planning for Directors and other Group Leadership Team ("GLT") roles in the course of its work, taking into account the challenges and opportunities facing the Company and the skills and expertise needed on the Board and across the Group in the future.

d. to oversee the development of a diverse pipeline for succession to the Board and GLT and other senior management roles.

e. set measurable targets for ethnic and gender diversity in relation to the Board, GLT and direct reports to the GLT and exercise oversight of increasing the ethnic and gender balance of the GLT and direct reports to the GLT to meet those targets, and prepare a policy on the promotion of diversity, equity and inclusion on the Board and its Committees.

f. to keep under review the leadership needs of the Group, both executive and non-executive, with a view to ensuring the continued ability of the Group to compete effectively in the marketplace.

g. to recommend plans for succession for both Executive and Non-executive Directors to the Board.

h. to recommend to the Board the appointment of any Director to executive or other office.

i. to be responsible for identifying and nominating for the approval of the Board, candidates to fill Board vacancies as and when they arise.

j. before seeking candidates, to evaluate the balance of skills, knowledge, experience and diversity on the Board and, in the light of this evaluation, prepare a description of the role and capabilities required for a particular appointment. In identifying candidates the Committee shall:

    i. use open advertising or the services of external advisers to facilitate the search.
    ii. consider candidates from a wide range of backgrounds.
    iii. consider candidates on merit and against objective criteria and with due regard for the benefits of diversity on the Board, including gender, ethnic and social background, the skills and experience of the current Directors and the skills and experience of candidates, taking care that appointees have enough time available to devote to the position.

k. for the appointment of a Chair of the Board, the Committee shall prepare a job specification, including the time commitment expected. A proposed Chair of the Board's other significant commitments should be disclosed to the Board before appointment and any changes should be reported to the Board as they arise.

l. prior to the appointment of a Director, the proposed appointee should be required to disclose any other business interests that may result in a conflict of interest and be required to report any future business interests that could result in a conflict of interest.

m. to ensure that on appointment to the Board, Non-executive Directors receive a formal letter of appointment setting out clearly what is expected of them in terms of time commitment, Committee service and involvement outside Board meetings.

n. to review annually, in the context of the generally evolving requirements and demands of the role of non-executive director, the amount of time required of non-executive directors to meet the evolving demands of the role; noting that the evaluation of the performance of individual Non-executive Directors and the assessment of whether individual Non-executive Directors are devoting sufficient time properly to fulfil their duties, is a task undertaken by the Board rather than the Committee.

o. to recommend the re-appointment of any Non-executive Director at the conclusion of their specified term of office to the Board, having given due regard to their performance and ability to continue to contribute to the Board in light of the knowledge, skills and experience required.

p. to recommend to the Board the re-election by shareholders of any Director under the annual re-election provisions of the UK Corporate Governance Code or the retirement by rotation provisions in the Company's articles of association having given due regard to their performance and ability to continue to contribute to the Board in light of the knowledge, skills and experience required and the need for progressive refreshing of the Board (particularly in relation to Non-executive Directors being re-elected for a term beyond six years).

q. to make recommendations to the Board on any matters relating to the continuation in office of any Director at any time.

r. to make recommendations in relation to membership of the Audit, Remuneration and other Board Committees, in consultation with the Chairs of the Board Committees.

s. to establish, and review from time to time, an induction programme for newly appointed Directors and to arrange appropriate ongoing training for all members as required.

t. to make publicly available its terms of reference explaining clearly its role and the authority delegated to it by the Board.

u. to periodically review its own performance and, at least annually, review its constitution and terms of reference to ensure its effectiveness.

v. to review the results of the Board performance evaluation process that relate to the composition of the Board.

w. to work and liaise with other Board Committees, as appropriate (including the Remuneration Committee in respect of any remuneration package to be offered to any new appointee of the Board) and ensure that the interaction between Committees and between the Committee and the Board is reviewed regularly.

x. to give due consideration to laws and regulations, the provisions of the UK Corporate Governance Code and the requirements of the UK Listing Authority's Listing Rules and its Guidance, Prospectus and Transparency Rules and Disclosure guidance and any other associated guidance.

6. Voting Arrangements

a. Subject to 6.b. and 6.c. each Committee member shall have one vote which may be cast on matters considered at the meeting. Votes can only be cast by members attending a Committee meeting (whether in person, or by audio, or video conference).

b. If a matter that is considered by the Committee is one where a Committee member, either directly or indirectly has a personal interest, that member shall not be permitted to vote at the meeting.

c. Except where they have a personal interest, the Committee Chair shall have a casting vote.

d. The Committee Chair may ask any attendees of a Committee meeting to leave the meeting to allow discussions of matters relating to them.

7. Reporting to the Board

a. The Chair of the Committee shall report to the Board at appropriate intervals.

b. The minutes of the meetings of the Committee should be made available to all members of the Board on request, unless in the opinion of the Committee Chair it would be inappropriate to do so.

8. Reporting to shareholders

a. The Committee shall produce a report for inclusion in the Company's Annual Report about its activities, the approach taken to succession planning and the process used to make appointments, including explaining if external advice or open advertising has not been used. Where an external agency has been used, it shall be identified in the Annual Report and a statement made whether it has any other connection with the Company. Statements shall also be made in respect of the Board's policy on diversity, any measurable objectives that it has set for implementing the policy and progress on achieving the objectives. The statement will comply with the Companies Act 2006, the UK Listing Authority Listing Rules and Disclosure Guidance and Transparency Rules and other relevant requirements.

b. The Chair of the Committee, or in their absence another member of the Committee, will attend the Company's Annual General Meeting and answer any shareholder questions about the work of the Committee.

Reviewed and approved by the Nominations Committee on 12 March 2025
Approved by the Travis Perkins plc Board on 8 December 2025