

Channel Four Television Corporation
Nominations Committee Terms of Reference

Updated: October 2025

Purpose: To identify and nominate for Board approval a new Chief Executive Officer

Chair	Secretary
Dawn Airey	<div></div> (Corporation Secretary)
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Other Members	
Geoff Cooper	Board Chair
Sarah Sands	Non-Executive Member
Michael Lynton	Non-Executive Member
Tom Adeyoola	Non-Executive Member
Dame Annette King	Non-Executive Member
 At least 2 non executive members should be present at any meeting for it to be quorate.	
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In Attendance	
<div></div> (then <div></div> <div></div>)	

Terms of Reference
Scope
The Members have delegated to the Nominations Committee the task of:
<ul style="list-style-type: none">identifying and nominating for the approval of the Board, candidates to fill the CEO role as and when it arises;consider proposals for the re-appointment or promotion of directors and also any proposal for their dismissal, retirement, non-reappointment or any substantial change in their duties or responsibilities or the term of their appointment;before any appointment is made by the Board, evaluate the balance of skills, experience, independence, knowledge and diversity on the Board, and the future challenges affecting the Company, and, in light of this evaluation, prepare a description of the role and capabilities and time commitment required for a particular appointment and set in motion the process to identify, sift and interview suitable candidates.

as required

- In identifying suitable candidates, the Committee shall:
 - (a) use such methods as it deems appropriate, including the use of open advertising or the services of external advisers to facilitate the search;
 - (b) consider candidates from a wide range of backgrounds; and
 - (c) consider candidates on merit, against objective criteria having regard to the benefits of diversity on the Board as well as taking care that appointees have enough time available to devote to the position.

Process

Where Executive Members or senior management are involved in advising or supporting the Nominations Committee, care is taken to recognise and avoid conflicts of interest.

The Nominations Committee may also appoint any consultants in respect of Executive Member appointment, and where appointed, provide a statement as to whether such consultant has any other connection with the Corporation.

The Chair will report in general terms to the Board on the Committee's recommendations and bring to the Board's attention any matters of an unusual or sensitive nature.

Meetings are minuted.

Frequency: As required.