

KEY ACTIVITIES OF THE BOARD DURING 2018

Overview

The Board met seven times during the year (including the Annual General Meeting). One meeting every year is arranged specifically to consider the Group's strategy and five-year plan. Additional meetings are arranged if necessary for the Board to properly discharge its duties. An overview of our Board's key activities is provided below.

Property portfolio

- Approved the Soho Place development
- Approved The Featherstone Building development
- Approved the purchase of the leasehold interest in 88-94 Tottenham Court W1
- Provided with regular updates on asset management, leasing and investment from the senior management team
- Reviewed and approved the independent valuations of the Group's property portfolio
- Received regular updates on the key construction projects:
 - Brunel Building W2
 - 80 Charlotte Street W1
 - White Chapel Building E1 (Phase II)
- Reviewed quarterly project cost reports

Strategy and financing

- Annual strategic review in June 2018 to approve the five-year plan which included receiving presentations from the Executive Committee and updates from external advisers
- Ongoing updates from the Executive Committee on the implementation of strategy throughout the year
- Regularly considered the impact of Brexit on our business and strategy
- Considered the emerging risks and scenarios which could impact on the Group over the long-term
- Regularly reviewed the Group's financial structure and position
- Approved the US private placement of £250m senior unsecured notes (see page 32)

Risk management and internal control

- Regularly reviewed the Group's principal risks and considered emerging risks which could impact on the five-year plan
- Received updates from the Risk and Audit Committee Chairs on the key areas discussed
- Approved the appointment of RSM as the Group's outsourced internal audit function
- Received regular reports on health and safety matters

Corporate reporting and performance monitoring

- Reviewed the Group's KPIs and agreed changes for 2018 (see page 40)
- Reviewed the rolling forecast and approved the 2019 budget
- Received updates from the chair of the Remuneration Committee on the key areas discussed
- Conducted a review of the Company's viability over the next five-year period
- Approved the year end and interim results
- Approved the Q1 and Q3 business updates
- Reviewed the 2018 Annual Report to check it is fair, balanced and understandable

Stakeholder engagement

- Met shareholders at the Annual General Meeting (AGM) held on 18 May 2018
- Established the Responsible Business Committee to focus on social and environmental matters.
- Received updates on our investor engagement programme and regular investor relations reports
- Received an update on the actions taken since the last employee survey and the success of the 'Fit for the Future' initiative
- Received updates on our sustainability initiatives

Governance

- Approved the Nominations Committee's succession plans (see page 100)
- Reviewed the new requirements arising from the 2018 UK Corporate Governance Code and developed an action plan
- Agreed diversity targets and focus areas to improve female representation in senior management and on our Board (see pages 102 to 103)
- Approved the schedule of matters reserved for the Board
- Evaluated the performance of the Board, its Committees and all Directors