ANNUAL GENERAL MEETING 2022





Appointment of New Member to the Board of Trustees:

Nomination: Andrew Shiels FCBI 2022-25

Andrew began his banking career in the 1980s with The Royal Bank of Scotland Group and was selected to join their Accelerated Management Development Programme. Through this programme he rapidly gained experience in Retail, Corporate & Commercial banking and lending, Treasury & Capital Markets, Group Internal Audit and managed restructuring programmes for some of the Bank's subsidiary companies, whilst completing his Chartered Banker qualifications.

He left RBS in 2000 and began to develop a strong specialism in financial services risk management, whilst broadening his experience into other financial services sectors, and held various senior risk positions in firms including: Baillie Gifford & Co, The Royal London Group and Standard Life, where he took a leading role in their Risk function during their de-mutualisation and flotation on the UK stock market.

Andrew then spent the following 7 years in management consulting (including KPMG) up to Partner level, specialising in financial services risk & regulation. He consulted to several of the CEOs and CROs in Britain's largest banks and led several major FSMA Section 166 Skilled Persons Reviews. He also undertook due diligence work on behalf of HM Treasury, on the banks applying to the Government's Asset Protection Scheme, during the global financial crisis.

In 2013, he left consulting to become an Interim Executive, and since then he has developed a deep specialism in Interim Chief Risk Officer (SMF4) positions. Some of his interim executive clients include: Metro Bank, Lloyds Banking Group, Cambridge & Counties Bank, Al Rayan Bank, Kleinwort Benson and Schroders.

Andrew is a qualified Chartered Banker and Fellow of the Chartered Banker Institute. He also holds an MBA degree from the School of Business at Oxford University, in addition

to other professional qualifications from the International Compliance Association and the Chartered Institute for Securities and Investment.

With a strong interest in keeping up to date with new and emerging technologies, he recently completed an Executive Education Programme at the Massachusetts Institute of Technology (MIT), Sloan School of Management, on Artificial Intelligence and its Implications for Business Strategy.

Splitting his time between his homes in Edinburgh and Central London, Andrew is also a Board Trustee for a charitable organisation called Vauxhall City Farm, an inner-city farm in Central London.

Extension to Trustee Terms of Office:

Nominations: Peter McCormack FCBI until June 2025

Peter is an adviser on governance, risk and regulation. He has worked in the financial services industry since 1981 and for the past twenty years has focussed on governance, risk and regulation. During this time, he has worked at the Financial Services Authority, the Guernsey Financial Services Commission, the Prudential Regulation Authority, and, most recently, the Financial Conduct Authority.

He has extensive industry related education and is a Fellow of the Chartered Banker Institute, a Fellow of the International Compliance Association. and a Fellow of the Institute of Directors. He is also a Chartered Banker, Chartered Secretary, Chartered Director and Solicitor of the Senior Courts of England and Wales. He is a former Director of the Institute of Operational Risk, and former Chair of the Audit & Risk Committee and, latterly, Chair of the Board of Islington Law Centre. Extension to Trustee Terms of Office:

Nominations: Stephen Pearson FCBI until June 2025

Following a successful career as a solicitor in London, Stephen joined RBS Group as Head of Litigation in 2001. He moved to Virgin Money in 2010 where he was General Counsel during the acquisition of Northern Rock. Following his retirement in 2019 he joined the Board of Trustees of the Chartered Banker Institute and chairs its Quality and Standards Committee. He is a Fellow of the Institute.

Stephen now runs his own advisory consultancy, working with a range of clients on governance and sustainability projects, with a focus on Fintechs and Financial Inclusion. He is a non-executive director of Virgin Start Up and Chair of Board of Trustees of the Respite Care Charity, Leuchie House.