



Indivior PLC

Powers delegated to the CEO

POWERS DELEGATED TO THE CEO

(Approved 5 November 2014)

- 1) Power to delegate the day-to-day management of the business of the company to each of the executive officers of the Executive Committee, either acting individually or as a group or as a sub-committee.
- 2) Power to form sub-committees of the Executive Committee.
- 3) Power to authorise expenditure on behalf of the company in the ordinary course of business.
- 4) Power to acquire and dispose of businesses subject to limits to be specified from time to time (such limit to be initially set at £50 million).
- 5) Power to instruct advisors on behalf of the company in respect of matters for which no further Board authority is required.
- 6) Power to appoint, to assess and remove executive officers from the Executive Committee. The CEO will maintain a formal and transparent procedure for appointments, assessments and dismissals subject to Board scrutiny.
- 7) Recommend and, subject to Remuneration Committee approval, set the levels of remuneration and any benefit in kind of each member of the Executive Committee. Remuneration Committee approval will be required for the remuneration of each member of the Executive Committee and for the overall remuneration for senior executives.
- 8) Power to instigate all legal proceedings (including arbitration or Alternative Dispute Resolution). A six monthly update to the Board of any major legal disputes will be provided.
- 9) Power to authorise all charitable donations within the annual charitable budget as approved by the Board.