

1.3 Responsibilities of Business and Support

Primary responsibility for the identification, escalation and resolution of reputational risk issues resides with the businesses. The role of Control Groups is to assist and advise the businesses in ascertaining that such issues have been appropriately identified, escalated and addressed to a satisfactory conclusion. If the business does not bring the issue forward for review appropriately, then the Control Groups should do so.

1.4 Delegation and Sub-Committees

Within the region, consideration of all reputational risk issues is the responsibility of the RGB. The RGB has delegated such consideration to the Americas Reputational Risk Committee (ARRC), a permanent sub-committee of the RGB.

The ARRC escalates unresolved issues first to the RGB and then if necessary to the North America Executive Committee regionally, and to the Group Reputational Risk Committee globally.

Section 2: Membership

2.1 General Membership Rules

The respective regional Chief Risk Officer and Compliance Officer should be members of the committee. The respective Compliance Officer should not be the Chairman or Deputy Chairman.

2.2 Chairman and Deputy Chairman

The General Counsel for the Americas is the Chairman of the ARRC. If the Chairman is unable to attend a meeting, he may nominate a Chairman for that meeting via the Committee Secretary.

2.3 Other Members with Voting Rights

The other voting members of the ARRC, in addition to the Chairman, who each have one vote, are the following:

North America COO
North America CRO
Head of Americas Compliance

2.4 Guests/Advisors

The Chairman may request guests and/or advisors to attend meetings as needed. The Head of Government Relations and Public Affairs in the US and Latin America is a permanent guest.

2.5 Membership Limit

The ARRC Chairman may add members to the committee as needed. There is no set limit to the number of members permissible, however, the committee recognizes the need to keep the membership to an effective level.