

Information Technology and Cyber Advisory Forum

Terms of Reference

Background

The Boards of each of Lloyds Banking plc, Lloyds Bank plc, Bank of Scotland plc HBOS plc through their respective Board Risk Committees ensure that there is continued direct oversight of Operational risks, including IT Resilience, Cyber risks and other risks relating to the IT infrastructure and the implementation of the agreed IT strategy within Group strategy. The purpose of the Information Technology and Cyber Advisory Forum is to enable a smaller group of Group and Subsidiary Board members with relevant expertise and experience to engage in more detailed review and challenge of these IT related operational risks and resilience issues, and thereby inform and enhance relevant Board Risk Committee and Board discussions.

Meetings of the Advisory Forum will be minuted and reported to the Board Risk Committees of Lloyds Banking plc, Lloyds Bank plc, Bank of Scotland plc HBOS plc, as relevant, and, where appropriate, Subsidiary Board Risk Committees for information, consideration and agreement on recommendations as appropriate. Given the significance of IT related risks to the overall resilience of the Group and to Group strategy and its implementation, the Advisory Forum may also submit summary reports direct to the full Board of Lloyds Banking Group plc and, where appropriate, Subsidiary Boards including Lloyds Bank plc and Bank of Scotland plc. Direct Board level engagement in overseeing the Group's IT strategy, IT Resilience and Cyber risks will continue to be provided through specific Board agenda items and Deep Dives.

1. Membership

The Chair of the Advisory Forum will be a member of the Board Risk Committee of Lloyds Banking Group plc or a Subsidiary Board Risk Committee. The membership of the Advisory Forum shall include the Chair of the Board Risk Committee of Lloyds Banking Group plc and at least two other current members of the Board Risk Committee. Members of Subsidiary Board Risk Committees may also be appointed as members of the Advisory Forum. The Group Chief Operating Officer, the Chief Risk Officer, the Chief Security Officer and the Group Chief Information Officer will be invited to attend meetings of the Advisory Forum and the Chief Executive Officer will also have a standing invitation. Other members of management will be invited to attend as appropriate.

2. Objectives

The objectives of the Advisory Forum are:-

- To provide a forum to dedicate additional time and resource, to better understand and to enable fuller review and challenge of the risks associated with the IT infrastructure and the IT strategy, including IT Resilience and Cyber risks. It will support and feed into the Group Board Risk Committee's wider remit on operational risk and resilience and will not be a forum for formal approvals.
- To review and monitor the risks arising from the development and implementation of the IT programmes supporting the Group's agreed strategy, including significant IT partnerships, supplier arrangements and data security.
- To review progress of IT Resilience and Cyber risk mitigation programmes, including
 - IT strategy in relation to IT Resilience and Cyber risks;
 - the Group's response to new cyber/resilience threats;
 - the annual independent review of the IT Resilience programme; and
 - the Group's performance on IT resilience and Cyber risks relative to peer organisations;

taking account of feedback and intelligence from external experts, government agencies, regulators and other relevant bodies.

- To highlight major issues and areas of risk for escalation to the Group Board Risk Committee and, where appropriate, the Group Board, Subsidiary Boards and/or Subsidiary Board Risk Committees.

3. Reporting Arrangements

The Advisory Forum will report to the Board Risk Committee of Lloyds Banking Group plc following each meeting, ensuring that the Board Risk Committee is updated on the Advisory Forum's deliberations. A summary report will also be tabled at a subsequent Board meeting of Lloyds Banking Group plc, noting any issues that require full Board discussion. Reports may also be provided to Subsidiary Boards and Risk Committees, as appropriate.

4. Resources

The Advisory Forum may draw on the management resources of the Group as required. It will also have access to any additional advice or support that it requires in the discharge of its duties, subject to approval by the Chair of the Board Risk Committee of Lloyds Banking Group plc.

5. Committee Management

The secretary to the Advisory Forum will be the Company Secretary or their nominee. The secretary shall minute the proceedings of all meetings of the Advisory Forum, including recording the names of those present and in attendance. The agenda will be agreed between the Chair of the Advisory Forum and the Chair of the Board Risk Committee of Lloyds Banking Group plc in consultation with the Chief Operating Officer and the Chief Risk Officer; and is expected to focus on discussion topics rather than routine reporting.

6. Quorum

The quorum shall be any two members.

7. Frequency of Meetings

The Advisory Forum will meet as required.

These terms of reference became effective as of 21 September 2026.