

# **ARTEMIS UK FUTURE LEADERS PLC**

## **Marketing Committee Terms of Reference**

### **Definitions**

Sales – work seeking to influence professional investors including, but not limited to, wealth managers, financial advisers and institutional investors. These may be existing investors or those yet to invest in the trust.

Marketing - work seeking to influence retail investors including, but not limited to, customers of share dealing platforms and those holding share certificates. These may be existing investors or those yet to invest in the trust.

### **1. Objective**

- 1.1 It is the overall purpose of the Marketing Committee to oversee the sales and marketing efforts to refresh and expand the Company's shareholder base.

### **2. Membership**

- 2.1. The Marketing Committee shall be appointed by the Board and shall comprise a Chairman and at least one other member.
- 2.2. At least one member of the Marketing Committee shall have recent and relevant marketing experience.
- 2.3. The Chair of the Marketing Committee shall be appointed by the Board and as at June 2024 is Simon Longfellow.
- 2.4. In the absence of the Committee Chair and/or an appointed deputy, the remaining members present shall elect one of their number to chair the meeting.

### **3. Secretary**

- 3.1. The Company Secretary or their nominee shall act as the Secretary of the Marketing Committee.

### **4. Quorum**

- 4.1. The quorum necessary for the transaction of business shall be two. A duly convened meeting of the Marketing Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Marketing Committee.

### **5. Frequency of Meetings**

- 5.1. The Committee shall meet twice a year and at such other times as the Chair of the Marketing Committee shall require.

## **6. Notice of Meetings**

- 6.1. Meetings of the Marketing Committee shall be summoned by the Secretary of the Committee at the request of the Chair of the Committee.
- 6.2. Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed, shall be forwarded to each member of the Committee no fewer than five working days prior to the date of the meeting.

## **7. Minutes of Meetings**

- 7.1. The Secretary shall minute the proceedings and resolutions of all formal Committee meetings, including the names of those present and in attendance.
- 7.2. Minutes of Committee meetings shall be reviewed by the Chair prior to approval by the Committee.

## **8. Annual General Meeting**

- 8.1. The Chair of the Marketing Committee shall attend the Annual General Meeting prepared to respond to any shareholder questions on the Committee's activities.

## **9. Duties**

- 9.1. The Committee shall:
  - 9.1.1. Ensure that effective shareholder communications are established;
  - 9.1.2. Ensure that marketing, promotion and investor relations are conducted professionally, efficiently and cost effectively;
  - 9.1.3. Review marketing plans, budgets, results of initiatives and coverage by different channels;
  - 9.1.4. Review the arrangements and service level provided by the Manager in relation to marketing, promotion and investor relations;
  - 9.1.5. Appoint any third parties to assist in marketing and sales activities and ensure that appropriate due diligence is completed;
  - 9.1.6. Review the arrangements and service level provided by any third-party appointed to assist in marketing and sales activities;
  - 9.1.7. Review the services provided by the Company's appointed corporate broker in relation to sales and marketing and make recommendations to the Board in respect of their appointment in so far as it pertains to sales and marketing;
  - 9.1.8. Review/be aware of any regulation which may impact the marketing of the Trust and ensure the Investment Manager takes necessary actions to implement/mitigate any such regulations.

- 9.1.9. Periodically review of the Trust's main competitors such that the Committee, and therefore the Board, are aware of any marketing activities promoting competitors, but are also able to identify any strategic opportunities which may result.
- 9.1.10. Ensure that appropriate details of the Committee's composition and operation are disclosed in the Company's Annual Report.
- 9.1.11. Agree any budget required for the delivery of sales and marketing activities.

## **10. Authority**

- 10.1 The Marketing Committee is authorised to seek any information it requires from any relevant employee of the Investment Managers in order to perform its duties.