VOLEX PLC (THE "COMPANY")

WORKFORCE ENGAGEMENT COMMITTEE TERMS OF REFERENCE

1. CONSTITUTION

1.1 The board of directors of the Company (the "**Board**") has established a committee of the Board known as the Workforce Engagement Committee (the "**Committee**").

1.2 The meetings and proceedings of the Committee are governed by these Terms of Reference which were adopted by the Board with effect from 24 July 2026.

2. MEMBERSHIP

2.1 The Committee must only comprise the Chair of the Board and independent Non-Executive Directors. The Committee shall consist of a minimum of two members, appointed by the Board on the recommendation of the Nominations Committee and in consultation with the Chair of the Committee.

2.2 The Chair of the Committee shall be the Chair of the Board.

2.3 Appointments to the Committee shall be for a period of up to three years, which may be extended for up to two additional three-year periods, provided the members continue to meet the criteria for membership of the Committee.

2.4 Only members of the Committee have the right to attend Committee meetings. The Group HR Director (in addition to their role as Secretary to the Committee) and other Group employees, advisers, or external specialists may be invited to attend all or part of any meeting as considered appropriate by the Chair.

2.5 The Committee may take decisions without a meeting by unanimous written consent, when deemed necessary or desirable by the Chair of the Committee.

3. SECRETARY

The Group HR Director shall act as the Secretary of the Committee and will ensure that the Committee receives information and papers in a timely manner to enable full and proper consideration to be given to the issues.

4. QUORUM

4.1 The quorum for decisions of the Committee shall be any two members.

4.2 A duly convened meeting of the 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 Committee.

5. FREQUENCY OF MEETINGS

The Committee shall meet at least two times each year and at such other times as may be required. Formal meetings may be held by telephone, audio, video conference or other communication equipment which permits attendance and participation in the meeting, enabling all those participating to hear and be heard and to speak to each other throughout the meeting.

6. NOTICE OF MEETINGS

6.1 Meetings may be called by the Secretary of the Committee at the request of any member of the Committee.

6.2 At least five working days' notice of any meeting of the Committee shall be given, although such notice period may be waived or shortened with the consent in writing of all the members for the time being. Notice shall confirm the venue, time and date, together with an agenda of items to be discussed. Supporting papers shall be sent to Committee members and attendees as appropriate at the same time. Late submission or circulation of supporting papers will be permitted at the discretion of the Chair of the Committee.

6.3 Notices and supporting papers may be circulated electronically (if the recipient has agreed to receive them in this way) or in hard copy, as circumstances permit. Any supporting papers sent electronically shall be password protected or sent via a secure portal.

7. MINUTES OF MEETINGS

7.1 The Secretary shall minute the proceedings, decisions and resolutions of all Committee meetings, including the names of those present and in attendance and any conflicts of interest. In the absence of the Secretary, the Chair shall designate any Committee member or other employee to minute the proceedings.

7.2 The draft minutes of the meetings of the Committee shall be circulated to all members of the Committee. Once approved, minutes should be circulated to all other members of the Board unless a conflict of interest exists or, exceptionally, it would be inappropriate to do so in the opinion of the Chair.

8. DUTIES

The Committee shall, on behalf of the Board:

8.1 develop, oversee and review the Company’s alternative approach to workforce engagement within Provision 5 of the Financial Reporting Council's UK Corporate Governance Code, and periodically report to the Board on the effectiveness of the Company’s arrangements and any recommendations for change;

8.2 undertake a periodic programme of site visits and listening sessions or forums across the Group’s regions, giving employees the opportunity to raise issues, provide feedback and share insights;

8.3 input into the design, execution and follow-up of annual employee engagement surveys across the Group and monitor action plans arising from survey findings;

8.4 update the Board, at least annually and as required, on workforce engagement outcomes, identified themes, concerns raised, and actions taken or recommended;

8.5 advise the Board on any material workforce-related issues, risks or opportunities arising from engagement activities, including recommendations for improvements to policy, practice, communications or culture;

8.6 monitor the effectiveness of mechanisms for communicating workforce feedback to the Board and make recommendations to the Board in this regard;

8.7 review trends in workforce sentiment, morale, engagement, retention, and general wellbeing, making recommendations to the Remuneration Committee, Nominations Committee or the Board as appropriate;

8.8 receive feedback from the Remuneration Committee in respect of its engagement with the workforce;

8.9 input into policies and initiatives developed by the HR team which relate to workforce engagement, inclusion, diversity, and wellbeing, and receive updates on their implementation across the Group;

8.10 work closely with the Remuneration Committee and Nominations Committee on matters relating to workforce engagement, ensuring alignment with remuneration policy, succession planning, and company culture; and

8.11 escalate any matters to the Board or relevant committee where the Committee considers a matter is of material importance or requires Board action.

9. REPORTING RESPONSIBILITIES

9.1 All decisions of the Committee shall be reported formally to the Board by the Chair of the Committee.

9.2 The Committee shall make recommendations to the Board on areas within its remit where action or improvement is needed. Recommendations referred to the Board shall take effect only upon Board approval.

9.3 The Committee shall prepare wording to be included in the Company's annual report, detailing the Committee’s activities, engagement initiatives undertaken, key themes identified and actions taken.

10. PROCEDURE

10.1 All members of the Committee should endeavour to participate in all meetings.

10.2 The Committee shall conduct an annual review of its work, constitution, performance and these terms of reference, making recommendations for any changes to the Board as necessary.

10.3 The Chair shall review Committee membership as part of the annual performance review.

10.4 The Committee is authorised:

10.4.1 to seek any information it requires from employees or contractors; and

10.4.2 to obtain, at the Company's expense, outside professional advice, or to invite outside specialists to attend meetings as necessary (but not as Committee members).

10.5 The Committee shall make these terms of reference available on the Company's website.

11. OTHER MATTERS

11.1 The Committee shall:

11.1.1 have access to sufficient resources to carry out its duties, including access to the Group HR Director and Company Secretary for advice and assistance;

11.1.2 be provided with appropriate and timely training, both in the form of an induction programme for new members and on an ongoing basis for all members;

11.1.3 give due consideration to all applicable laws, regulations and guidance including the Code;

11.1.4 oversee any investigation within its remit; and

11.1.5 liaise as necessary with other Board committees.

Adopted with effect from 24 July 2026.