

Report of the Nomination Committee

Membership and meetings

Set out below is the current membership of the Nomination Committee together with the year in which membership commenced. Barry Gibson retired as a director on 12 May 2009 and Ashley Highfield was appointed to the Committee during 2009. All members of the Committee are independent non-executive directors and the Committee is chaired by the Board Chairman.

Director	Year of appointment
Charles Scott, Chairman	2002
David Allvey	2002
David Edmonds	2005
Ashley Highfield	2009

The Company Secretary, or one of the Committee members, acts as secretary to the Committee.

The Committee meets as necessary and, if possible, before or after regular meetings of the Board. The Committee met formally on five occasions during 2009.

Role of the Nomination Committee

A full copy of the terms of reference for the Committee can be obtained via the corporate website www.williamhillplc.co.uk or by request to the Company Secretary. Its principal function is to carry out a formal selection process for executive and non-executive directors and subsequently to propose to the Board any new appointments.

The Nomination Committee oversees succession planning for directors and senior managers below Board level.

The Chairman of the Nomination Committee reports to the Board on the outcome of meetings.

Main activities during 2009

During the year the Committee made recommendations to the Board regarding its size, structure and Board and Committee composition.

During 2009, the Committee also:

- reviewed and approved extensions to the contracts for the non-executive directors;
- reviewed the performance effectiveness of the Board;
- instigated an evaluation of the Board by an external consultant;
- recommended to the Board that Neil Cooper be appointed Group Finance Director of the Company following the resignation of Simon Lane;
- approved the directors who would offer themselves for re-election at the 2010 AGM in accordance with the Articles of Association; and
- approved the Report of the Nomination Committee contained in the Annual Report and Accounts.

Charles Scott

Chairman of the Nomination Committee