

## Board of Directors



- A Member of Audit Committee  
 R Member of Remuneration Committee  
 N Member of Nominations Committee  
 E Member of Executive Committee

## Governance

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### 1 Roy Brown (63) Chairman <sup>N</sup>

**Appointment**  
Appointed a non-executive Director in 1996 and became Chairman in May 2004.

**Experience**  
Former executive Director of Unilever plc and Unilever NV from 1992 to 2001 with responsibility for the group's activities in Europe, Africa and the Middle East. He is a former non-executive Director of Brambles plc, Brambles Ltd (Australia), British United Provident Association Ltd (BUPA), the Franchise Board of Lloyd's of London and HMV Group plc. Chartered Engineer, Fellow of the Institution of Mechanical Engineers and Fellow of the Institute of Engineering and Technology.

**External appointments**  
Non-executive Director of Santander UK plc and Alliance & Leicester plc. Member of the CBI International Advisory Board.

### 2 Sir Kevin Smith, CBE (55) Chief Executive <sup>N E</sup>

**Appointment**  
Appointed Chief Executive in January 2003.

**Experience**  
Joined GKN in 1999 as Managing Director, Aerospace. Prior to GKN he held various positions in BAE Systems plc over a 20 year period, latterly as Group Managing Director — New Business. Former non-executive Director of Scottish and Southern Energy plc. Former Co-Chairman of the Government's Manufacturing Forum. Fellow of the Royal Aeronautical Society and Companion of the Chartered Management Institute.

### 3 Marcus Bryson (55) Divisional Chief Executive <sup>E</sup>

**Appointment**  
Appointed to the Board in June 2007.

**Experience**  
Joined GKN with the acquisition of the Westland Group in 1994 and has extensive experience of the aerospace industry. Having joined Westland in 1984, he held a number of finance and commercial roles within the business prior to its acquisition by GKN. He was appointed Chief Executive GKN Aerospace Services — Europe in 2000 and Chief Executive Propulsion Systems and Special Products in 2004. Joined the Executive Committee as Chief Executive Aerospace in January 2006.

### 4 Helmut Mamsch (65) Non-executive Director <sup>A R N</sup>

**Appointment**  
Appointed to the Board in December 2003.

**Experience**  
Has considerable experience in international business, having worked for over 20 years in international trade and shipping. He joined VEBA AG (now E.ON AG) in 1989 and was a management Board member from 1993 to 2000. Until 2007, he was non-executive Deputy Chairman of LogicaCMG plc and a member of the Supervisory Board of K+S AG.

**External appointments**  
Non-executive Chairman of Electrocomponents plc and non-executive Director of Sappi Ltd (South Africa). Member of the Advisory Board of the Anita Thyssen Foundation.

### 5 Sir Christopher Meyer, KCMG (66) Non-executive Director <sup>A R N</sup>

**Appointment**  
Appointed to the Board in August 2003.

**Experience**  
Former British Ambassador to the United States and Germany and also served in the British Diplomatic Service in Russia, Spain and the European Community, Brussels. Former Chief Press Secretary to Prime Minister John Major, and former Chairman of the Press Complaints Commission. Former non-executive Director of The Sanctuary Group plc and GlobeTel Communications Corporation.

**External appointments**  
Non-executive Director of Arbutnot Banking Group plc.



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### 6 Richard Parry-Jones, CBE <sup>(58)</sup>

Non-executive Director <sup>ARN</sup>

#### Appointment

Appointed to the Board in March 2008.

#### Experience

Has extensive experience of the automotive industry having worked for the Ford Motor Company for 38 years, latterly as Group Vice-President Global Product Development and Group Chief Technical Officer. Fellow of the Royal Academy of Engineering, the Institution of Mechanical Engineers and the Royal Society of Statistical Science.

#### External appointments

Chairman of the Welsh Assembly Government Ministerial Advisory Group. Visiting Professor within the Department of Aeronautical and Automotive Engineering at Loughborough University. Joint Chairman of the Automotive Council.

### 7 Andrew Reynolds Smith <sup>(43)</sup>

Divisional Chief Executive <sup>E</sup>

#### Appointment

Appointed to the Board in June 2007.

#### Experience

Joined GKN in 2002 as Managing Director Operations – Europe for the Group's Driveline division. In 2004 he became Chief Executive of GKN Sinter Metals, joined the Executive Committee in January 2006 and became Chief Executive Powder Metallurgy, OffHighway and Industrial Services in June 2007. Prior to GKN, he held various general management and functional positions at Ingersoll Rand, Siebe plc (now Invensys plc) and Delphi Automotive Systems.

#### External appointments

Chairman of the CBI Manufacturing Council and a member of the Ministerial Advisory Group for Manufacturing.

### 8 William Seeger <sup>(58)</sup>

Finance Director <sup>E</sup>

#### Appointment

Appointed to the Board in September 2007.

#### Experience

Joined GKN in 2003 as Senior Vice-President and Chief Financial Officer of GKN Aerospace. In June 2007 he became a member of the Executive Committee as President and Chief Executive Propulsion Systems and Special Products. Appointed Finance Director in September 2007. Prior to GKN, he held a number of senior finance positions at TRW Inc spanning over 20 years, latterly as Vice-President Financial Planning and Analysis.

### 9 John Sheldrick <sup>(60)</sup>

Non-executive Director <sup>ARN</sup>

#### Appointment

Appointed to the Board in December 2004.

#### Experience

Former Group Finance Director of Johnson Matthey plc from 1995 to 2009. Prior to joining Johnson Matthey in 1990 he was Group Treasurer of The BOC Group plc. He is also a former non-executive Director of API Group plc. Fellow of the Association of Corporate Treasurers and Fellow of the Chartered Institute of Management Accountants.

### 10 Nigel Stein <sup>(54)</sup>

Divisional Chief Executive <sup>E</sup>

#### Appointment

Appointed to the Board in August 2001.

#### Experience

Joined GKN in 1994 and has held a range of commercial, general management and finance roles, including Finance Director. Appointed Chief Executive Automotive in June 2007. Prior to GKN, he gained experience in the commercial vehicle and manufacturing sector and held senior financial positions with Laird Group plc and Hestair Duple Ltd. Member of the Institute of Chartered Accountants of Scotland.

#### External appointments

Non-executive Director of Wolseley plc and Director of The Society of Motor Manufacturers and Traders Ltd. Member of the Automotive Council.

### 11 Michael Turner, CBE <sup>(61)</sup>

Non-executive Director <sup>ARN</sup>

#### Appointment

Appointed to the Board in September 2009.

#### Experience

Has extensive experience of the aerospace industry having worked for BAE Systems plc for over 40 years, and where he was Chief Executive from 2002 to 2008. Former President of the Aerospace & Defence Industries Association of Europe. Fellow of the Royal Aeronautical Society.

#### External appointments

Non-executive Chairman of Babcock International Group plc and non-executive Director of Lazard Ltd. Chairman of the Defence Industries Council, Joint Chairman of the National Defence Industries Council and a member of the Government's Apprenticeship Ambassadors Network.

### 12 Sir Peter Williams, CBE <sup>(64)</sup>

Senior Independent Director <sup>ARN</sup>

#### Appointment

Appointed to the Board in June 2001 and became Senior Independent Director in January 2008.

#### Experience

Joined Oxford Instruments plc in 1982, became its Chief Executive in 1985 and was Chairman from 1991 until his retirement in 1999. Former Master of St Catherine's College Oxford, former President of the British Association for the Advancement of Science and former Chairman of the Engineering and Technology Board. Fellow of the Royal Society and of the Royal Academy of Engineering.

#### External appointments

Chancellor of the University of Leicester. Non-executive Director of WS Atkins plc. Chairman of the National Physical Laboratory, Member of the Council for the Foundation for Science and Technology, Trustee of Marie Curie Cancer Care and Treasurer of the Royal Society.

### 13 Judith Felton

Company Secretary <sup>E</sup>

#### Experience

Joined GKN in 1980 and became Deputy Company Secretary in 1995 before being appointed Company Secretary in 2009. Fellow of the Chartered Institute of Secretaries.

#### External appointments

Non-executive Director and Trustee of Young Enterprise UK. Elected Member of Birmingham Chamber of Commerce Council.

With the exception of Sir Christopher Meyer and Sir Peter Williams, both of whom will retire from the Board following the conclusion of the Annual General Meeting, all Directors who were serving at the time of GKN's rights issue, completed in July 2009, will retire and offer themselves for re-election at the 2010 AGM. This is in accordance with guidelines issued by the Association of British Insurers on the allotment of shares in connection with rights issues. Michael Turner, having been appointed to the Board in September 2009, is retiring and offering himself for re-election in accordance with the provisions of the Company's articles of association.