

Susan Currie
Financial Reporting Council
8th Floor, 125 London Wall
London
EC2Y 5AS

8 February 2023

By email: acstandard@frc.org.uk

Dear Susan

Minimum Standard for Audit Committees

This is the submission from Santander UK Group Holdings plc (SanUK) in response to the consultation on the Minimum Standard for Audit Committees. Whilst SanUK is a wholly owned subsidiary of Banco Santander, S.A., as a regulated entity we voluntarily comply with the UK Corporate Governance Code 2018, in addition to other relevant guidance and legislation, and as such we wished to respond to the consultation. As a result, we comply with much of the proposed standard already.

As a wholly owned subsidiary, audit tenders are outside of our remit and are coordinated by our parent company. We would however be involved as appropriate for a regulated subsidiary. There is an expectation from the parent that we would have a single audit provider.

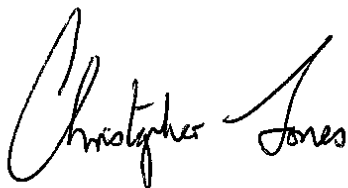
We note that the draft standard is broadly seeking to drive more consistency around the approach to audit tendering and the oversight of auditors across the FTSE 350. We also note that you believe that most FTSE 350 audit committees are already operating with regard to tendering and oversight of audit quality. This does rather raise the question as to why the standard is required.

The draft standard is focussed on one specific aspect of an audit committees' remit. We would expect any standard for audit committees to encompass all aspects to avoid any misunderstanding or deliberate minimal application of standards.

There is an opportunity to standardise the work of audit committees which the draft standard has not taken advantage of. We would encourage the FRC to broaden the scope of the standard if it wishes to pursue the introduction of one.

Should you have any queries regarding this response please do not hesitate to contact me (christopher.jones3@santander.co.uk) and I would be pleased to arrange a mutually convenient time to discuss it with you.

Yours sincerely



Chris Jones
Non-Executive Director and Chair of the Audit Committee