

## **PayPoint Plc**

### **Board Policy on Diversity, Equity and Inclusion**

#### **Purpose**

The Board is committed to building a diverse and inclusive business where everyone is treated fairly and with respect and where the contributions of all its people are recognised and valued.

The Board policy on diversity, equity and inclusion sets out the approach to diversity in respect of the board of directors. This policy sits alongside PayPoint's employee policy, which sets out the Company's commitments to create a positive and inclusive environment where everyone can learn, grow and shine.

The Board Policy has been prepared to address the specific requirements of the UK Corporate Governance Code in relation to the Board, and the recommended targets set out in the reports on diversity of Sir Philip Hampton & Lady Helen Alexander, and of Sir John Parker. The Board is mindful of the proposals contained within the July 2021 FCA consultation paper and will review and update this policy as appropriate to ensure alignment with the recommendations of the consultation once published.

#### **Statement**

The Board embraces the principles on diversity enshrined in the UK Corporate Governance Code which include diversity of gender, social and ethnic backgrounds, cognitive and personal strengths in addition to other characteristics.

The Board is committed to ensuring that its composition comprises an appropriate balance of skills, knowledge and experience. Diversity is a vital part of the continued assessment and enhancement of board composition, and the Board recognises the benefits of diversity amongst its members.

All board appointments are made on merit, in the context of balance of the skills, experience, independence and knowledge which the Board as a whole requires to be effective, taking account of diversity in the manner described above.

#### **Policy objectives**

The Board will take account of all aspects of diversity in its considerations for succession planning and board composition, including, but not limited to gender, disability, religion, industry experience, socio-economic background, race, age and sexual orientation. The Board through its Nomination Committee will engage with executive search firms in a manner which enhances opportunities for diverse candidates to be considered for appointment and will only engage with firms who are committed to building diverse and inclusive boards. The Nomination Committee will support Board-level diversity throughout the succession planning process.

As at 18 November 2021, PayPoint Plc currently has two female members on the Board being Gill Barr, a non-executive director and the Company's appointed representative for employee engagement and Rosie Shapland, a non-executive director who is also the Chair of the Audit Committee. Following the internal appointment in November 2020 of Alan Dale as our finance director, the representation of women on the PayPoint Board fell from 33% to 28.5%. The Board believes that its current size and composition is appropriate and it will take all applicable current regulations, guidance and best practice into consideration in its board succession planning process. In addition, PayPoint does meet the target set out in the Parker Review in respect of ethnic diversity on UK Boards.

The Board supports efforts to increase diversity in the senior management pipeline towards executive board positions, and encourages the development of diversity in senior management roles within PayPoint.

#### Monitoring and Reporting

The Nomination Committee of the Board is responsible for the implementation of this policy and for monitoring progress towards the achievement of its objectives.

The Nomination Committee of the Board reports annually, in the corporate governance section of the PayPoint annual report, on the process in relation to board appointments. The report includes a summary of this Policy, the Policy objectives and progress made thereon, the Nomination Committee's approach to succession planning, and the actions taken to develop a diverse pipeline of candidates for the Board, the executive board and the senior managers.

The Nomination Committee reviews the Policy, including its effectiveness, annually and recommends any revisions to the Board for approval. The Policy is available on the Company's website.

Adopted by the Board of PayPoint Plc on 18 November 2021