

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.

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 of the plc Board and its committees (Remuneration, Audit and Nomination), including, but not limited to gender, disability, religion, industry experience, socio-economic background, race, age and sexual orientation.

The Board supports the recommendations set out in the Parker Review and by the FCA in respect of ethnic diversity and intends to maintain at least one Director from a minority ethnic background on the Board.

The Board also supports the targets set out by the FCA in April 2022 in respect of gender diversity that:

- At least 40% of the Board should be women
- At least one of the senior Board positions (Chair, Chief Executive Office ('CEO'), Senior Independent Director ('SID') or Chief Financial Officer ('CFO')) should be a woman

The Board is committed to making progress towards achieving these targets in the longer term.

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.

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 22 March 2024