

Policy for the Promotion of Diversity on the Board

1. Introduction and purpose:

Both the JSE Listings Requirements and the King IV Report on Corporate Governance recognise the importance of diversity in board composition to stimulate better decision making. Diversity in attributes such as field of knowledge, skills, experience, age and culture as well as gender and race is encouraged.

The JSE Listings Requirements stipulates that:

“The board of directors or the nomination committee, as the case may be, must have a policy on the promotion of broader diversity at board level, specifically focusing on the promotion of the diversity attributes of gender, race, culture, age, field of knowledge, skills and experience. The issuer must confirm this by reporting to shareholders in its annual report on how the board of directors or the nomination committee, as the case may be, have considered and applied the policy of broad diversity in the nomination and appointment of directors. If applicable, the board of directors or the nomination committee must explain why any of the above diversity indicators have not been applied and further report progress in respect thereof on agreed voluntary targets.”

Principle 7 of the King IV Report stipulates that:

“The governing body should comprise the appropriate balance of knowledge, skills, experience, diversity and independence for it to discharge its governance role and responsibilities objectively and effectively.”

Practice 11 of principle 7 suggests that:

“The governing body should set targets for race and gender representation in its membership”.

The Board appreciates the need for diversity at Board level for enhanced decision making and embraces the benefits of a diverse Board. This policy sets out the manner in which such diversity is considered and implemented.

2. Implementation of diversity:

2.1 The Board has set the following gender and race diversity targets on the Board:

2.1.1 Initial voluntary targets:

2.1.1.1 30% female representation; and

2.1.1.2 30% African, Coloured or Indian representation.

2.1.2 Aspirational race targets:

2.1.2.1 50% African, Coloured or Indian representation.

2.2 In its annual evaluation of the composition of the Board, the Remuneration and Nominations Committee (Remnomco) shall:

2.2.1 consider the validity of the voluntary gender and race diversity targets having regard for the demographics of South Africa and the Group’s customer profile;

2.2.2 measure progress in attaining these targets;

2.2.3 consider the various diversity indicators including knowledge, experience, skills, culture and age; and

2.2.4 where diversity gaps have been identified in respect of either 2.2.1, 2.2.2 or 2.2.3, provide recommendation to the Board .

2.3 In considering any new appointments to the Board, Remnomco shall consider the Board’s current composition in respect of the voluntary diversity targets (detailed in 2.1) as well as diversity gaps identified in respect of culture, age, field of knowledge, skills and experience.

3. Reporting:

In compliance with the JSE Listings Requirements, the Group shall annually, through Remnomco, report to shareholders –

3.1 on how this policy has been considered and applied in the nomination and appointment of directors;

3.2 if relevant, explain why the various diversity indicators have not been applied; and
3.3 report progress on the agreed voluntary gender and race diversity targets.

4. **Review:**
This Policy shall be reviewed by the Board on an annual basis.

5. **Approval:**
Approved on 23 November 2021

A handwritten signature in black ink, appearing to read 'NG Payne', positioned above a dotted line.

NG Payne

Chairman
Mr Price Group