



ROSEBANK BOARD DIVERSITY POLICY

Purpose

This Policy sets out the approach to diversity with respect to the Rosebank Industries plc (“**Rosebank**”) Board of Directors (the “**Board**”) and its committees. The Nomination Committee will review this policy on an annual basis to monitor its effectiveness, and has responsibility for implementing this policy.

Principles

- Rosebank is a meritocracy and individual performance is the key determinant in any appointment to the Board, irrespective of any personal characteristic, trait, or orientation; and
- Rosebank has, however, long understood the value of diversity to its long-term success. Therefore, The Board together with the Nomination Committee places great emphasis on ensuring that its membership and pipeline for succession planning is suitably diverse.

Appointments to The Board

While the most important priority of the Nomination Committee has been, and will continue to be, to ensure that the best candidate is selected on the basis of merit, the Nomination Committee also takes into account a variety of factors before recommending any new appointments to the Board. These include the relevant balance of skills, knowledge and experience needed to ensure a rounded Board, and the benefits each candidate can bring to the overall Board composition.

The Board also requests that diverse candidates be included within shortlists for vacancies on the Board, and the Nomination Committee accordingly takes into consideration characteristics such as race, ethnicity, country of origin, nationality, cultural background and gender in order to encourage an adequately diverse shortlist of candidates.

Objectives

To support its continued progress on diversity, Rosebank recognises the diversity targets set out in the Financial Conduct Authority’s UK Listing Rules (the “**UK Listing Rules**”), and the targets set out in the FTSE Women Leaders Review on gender diversity, and the targets set out in the Parker Review on ethnic diversity, including ensuring 40% female representation on the Board and for at least one member of the Board to be from an ethnic minority background. Furthermore, Rosebank also recognises the diversity targets set out in the UK Listing Rules and the FTSE Women Leaders Review for at least one senior board position (being that of the Chair or Senior Independent Director role on the Board, and/or the Chief Executive Officer or Finance Director role) to be held by a woman. Whilst Rosebank does not yet meet these objectives, they are kept under proactive review, including within the context of succession planning.

Rosebank’s wider commitment to Diversity and Inclusion is found in the Rosebank ‘Diversity, Equity and Inclusion Policy’. The Nomination Committee strongly encourages the Executive Directors to adopt the same approach when making appointments to the Rosebank Executive



Committee or the wider senior management team, to ensure that the diversity of Rosebank's senior management continues to be improved.