

Board Diversity, Equity & Inclusion policy (“Board DE&I Policy”)

Purpose and Scope

For Hays to continue to thrive in the new world of work, we need to maximise our people’s potential and ensure we continue to attract diverse talent. Our commitment to DE&I is fundamental to unlocking that potential and to ensuring that our Board represents the markets and societies in which we operate.

Hays is passionate about creating a workplace where our people can flourish and succeed, regardless of background. Our people, our clients and our candidates represent a wide range of cultures and experiences. We know that different outlooks and contrasting experiences lead directly to increased creativity and performance. By ensuring that our people can bring their authentic selves to work, we can realise our ambitions as Leadership and Lifelong partners to our clients and customers and harness the energy that a culture of inclusion will bring to our business.

The Board DE&I Policy sets out the approach to diversity, equity and inclusion for the Board and for its Committees. It is intended to assist the Board (through the Board succession planning work of the Nomination Committee) in creating and maintaining the appropriate Board and Committee composition.

Policy Statement

The Board supports and recognises the importance and benefits of greater diversity, including, but not limited to race, disability, sexual orientation, having or not having dependants, social or economic background, religious belief, political opinion, neurodiversity, age, marital or civil partnership status and gender (including gender reassignment).

The Board believes that a diverse Board, with Board members contributing a range of views, insights, perspectives and opinions, will improve the Board’s decision-making and effectiveness.

Policy Objectives

All appointments to the Board should be made on merit against objective criteria which takes into account experience, skills and the need to ensure an appropriately diverse balance in the resulting membership of the Board.

The Nomination Committee will consider candidates for appointment to the Board from as diverse pool of applicants as possible, ensuring that the recruitment and selection process has been reviewed to mitigate bias.

To meet the targets of the Parker¹ and the FTSE Women Leaders Reviews² (previously the Hampton-Alexander Review) and the Financial Conduct Authority’s Listing Rules as follows:

- Maintain at least 40% female Directors on the Board.
- Maintain at least 10% Directors from a minority ethnic background on the Board.
- To have least one woman appointed as Chair, Senior Independent Director, CEO or CFO by the end of 2025.

The Board is also committed to:

- Only engaging executive search firms who have signed up to the voluntary Code of Conduct on both gender and ethnic diversity and best practice and utilise an open recruitment process for non-executive roles.
- Ensuring advertisements, role descriptions and long lists reflect the Board’s diversity commitments in respect of gender, ethnicity, and the wider aspect of diversity, as set out in this Policy.
- Assisting with the development and support of initiatives that promote all forms of equality, diversity and inclusion in the Board and our senior management.

¹ The Parker Review, which launched in 2017, gave FTSE 100 firms until the end of 2021 to appoint at least one board-level director from an ethnic minority background.

² The FTSE Women Leaders Review, which launched in 2022, set the updated targets that 40% of FTSE 350 board and leadership positions should be held by women by the end of 2025 and that FTSE 350 companies should have at least one woman appointed as Chair, Senior Independent Director, CEO or CFO by the end of 2025.

Responsibilities

The Nominations Committee supports the Board in applying this Policy by regularly reviewing the balance of skills, knowledge, experience and diversity of the Board, and leading succession planning for appointments to the Board and the senior executive team. It also considers the benefits and aspects of diversity, but without compromise as to the calibre of directors when identifying candidates for appointment.

The Board will familiarise themselves with this policy and undertake any training provided by Hays, focused on increasing their awareness of Equality, Diversity and Inclusion.

Monitoring and Reporting

Hays will maintain data regarding equality, diversity and inclusion within its own workforce. Data will be collected as prescribed by law and kept securely and confidentially. Only authorised employees will have access to this information, which is not disclosed other than as required by law.

We will review and report on our progress in line with the policy and our objectives in the annual report, including providing details of initiatives to promote equality, diversity and inclusion in the Board, and our senior management. The Board will consider its composition and diversity as part of its consideration of effectiveness in the Board evaluation review process.

We will make key equality, diversity and inclusion information, about the Board, senior management and our wider employee population, available in the annual report, and aim for ongoing transparency in this area in line with best practice.

The Board and Nominations Committee will keep this Policy under review to ensure its effectiveness and alignment with best practice and the requirements of the UK Corporate Governance Code and any other relevant legislation.

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