



**DCC plc**

**DCC Board Policy on Diversity**

5 February 2013

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This policy applies to the Board of DCC plc. It does not apply to diversity in relation to DCC Group employees, who are covered by a separate diversity policy.

The Board of DCC plc embraces the benefits of having diverse boards and sees increasing diversity at board level as important to achieving DCC's business objectives. Differences in background, skills, experience and other qualities, as well as in gender, will be considered in determining the optimum composition of the Board and the aim will be to balance them appropriately.

All DCC Board appointments are made on merit, with due regard to diversity.

The Nomination and Governance Committee ("the Committee"), at least annually, reviews and assesses the structure, size, composition and overall balance of the Board and makes recommendations to the Board with regard to any changes required.

In reviewing Board composition and in agreeing criteria for new non-executive director appointments, the Committee will consider the benefits of all aspects of diversity including, but not limited to, those described above, in order to complement the range and balance of skills, knowledge and experience on the Board. These criteria are communicated to an international professional search firm who carry out a wide ranging, international search on behalf of the Committee. The firm is required to present for consideration by the Committee a list of potential candidates comprising, inter alia, candidates of both genders and of diverse backgrounds.

In determining suitable candidates for recommendation to the Board, arising from the search process, the Committee will consider candidates on merit against objective criteria and with due regard for the benefits of diversity on the Board.

The Committee also oversees the conduct of the annual review of Board performance and in this process will also consider the balance of skills, knowledge, experience and diversity on the Board.

This Policy was approved at the Board Meeting held on 5 February 2013.