

**BOARD DIVERSITY & INCLUSION POLICY**  
of  
**PEPCO GROUP N.V.**  
**(the Company)**

**Adopted by the Board of Directors on 7 December 2023**

Pepco Group N.V. puts diversity in its many forms at the core of its business agenda. The Company leads on diversity through its talent acquisition, management and development, ensuring that the Company has diverse experience and expertise across the business.

The board of directors of the Company (the **Board**) believes that its commitment to cultivate a workforce that reflects the diversity of the communities and customers that it serves, should also be reflected in the composition of the Board.

The Company aims to become one of the most inclusive discount retail businesses in Europe. Inclusion refers to an organisation's ability to create a culture in which every employee feels valued and respected, ensuring equal opportunities for employees regardless of identity and facilitating diversity in employee progression to the top of the organisation.

Diversity concerns all aspects and personal characteristics in which people may differ, including sex and gender identity, age, ethnicity, occupational disabilities and sexual orientation. The Company has a zero-tolerance policy towards discrimination based on ethnicity, religion, gender, disability or sexual orientation.

**1. PURPOSE**

The Board believes that:

- The Company needs a diverse mixture of skills, professional and industry backgrounds, experience (including geographical), expertise, gender, age and ethnicity to ensure diversity of thought.
- Diverse views, insights, perspectives and opinions improve decision-making at Board level and throughout the Company, benefiting all the Company's stakeholders.
- A culture of inclusion is cultivated through clear tone from the top, with the Board championing diversity and inclusion.

## 2. DIVERSITY AND INCLUSION OBJECTIVES

The Board has identified three specific diversity objectives:

- Qualifications and previous professional experience, particularly in the fields required to ensure a balanced Board, shall be key considerations for nominations of members of the Board.
- With respect to gender, the Board shall strive for a composition of not less than 30% male and not less than 30% female.
- With respect to age, the Board shall strive to ensure an appropriate age diversity within the Board.

The Board notes that the rules and generally accepted principles of non-discrimination (on grounds such as ethnicity, religion, gender, disability or sexual orientation) will be taken into account in every selection process.

## 3. IMPLEMENTATION AND REPORTING

The Board shall consider the Purpose and Objectives in the (i) nomination of members of the Board for appointment and re-appointment; and (ii) periodic assessment of the size and composition of the Board.

The Company's corporate governance statement shall explain this Policy and the way that it is implemented at Board level, addressing: (i) the goals of the policy; (ii) the plan to achieve the goals of the policy; (iii) the results of the policy in the past financial year and – where relevant and applicable – insight into the inflow, progression and retention of employees, and (iv) the gender composition of the Board at the end of the past financial year.

If the composition of the Board diverges from its objectives, this shall be stated in the corporate governance statement along with an explanation as to the measures being taken to meet the objectives, and by when this is likely to be achieved.

## 4. REVIEW OF THE POLICY

The Nomination Committee shall review the Policy and its implementation annually and shall make any recommendation it deems suitable to the Board for its consideration and approval.

This policy is the diversity and inclusion policy (the **Policy**) as referred to in Code of Best Practice for GPW Listed Companies 2021 (the **WSE Code**) and the Dutch Corporate Governance Code of 20 December 2022 (the **Dutch Code**) and the Dutch Decree concerning the disclosure of diversity information amending the decree adopting rules regarding the contents of the management report. This policy applies to the Board.