



Board inclusion policy

Purpose and scope

Mitie's approach to business is underpinned by a belief that all individuals should be treated fairly and have access to equal opportunities. To attract, recruit, develop and retain the very best people at all levels, Mitie is committed to respecting and embracing talent and working to support a culture that is inclusive and reflective of our vision and values.

This Board inclusion policy (the "Policy") is an extension of Mitie's group wide Inclusion Policy (MG(Pol)011) and is applicable to our **Board of Directors** only.

Policy Objectives

Board appointments are made on merit by assessing candidates against measurable objective criteria. The Board recognises the importance of its membership reflecting diversity in its broadest sense and the Nomination Committee regularly reviews the composition of the Board and its Committees. The Board, through the Nomination Committee, are committed to:

- Ensuring its membership reflects a combination of demographics, skills, experience, race, age, gender, sexual orientation, disability, educational, professional and socio-economic backgrounds which provides a range of perspectives, insights and challenges needed to support good decision making and reflects the diverse workforce at Mitie;
- With regard to gender diversity, the Board maintains a balance so that, as a minimum, 40% of the Board Directors are women provided that this remains consistent with the skills and diversity requirements when seeking a new appointment to the Board. It is acknowledged that there may be periods of time where this balance falls below 40% during the search and recruitment process for new Board Directors;
- Ensuring at least one of the Chair, Chief Executive, Chief Financial Officer or Senior Independent Director is a woman, provided that this remains consistent with the skills and diversity requirements when seeking a new appointment to the Board. It is acknowledged that there may be periods of time where Mitie falls below this level during the search and recruitment process for new Board Directors;
- With regard to ethnicity, ensuring there is at least one Board Director from a minority ethnic background (that is one of the ethnic background categories recommended by the UK Office for National Statistics, other than a white ethnic group), provided that this remains consistent with the skills and diversity requirements when seeking a new appointment to the Board. It is acknowledged that there may be periods of time where Mitie falls below this level during the search and recruitment process for new Board Directors; and
- Supporting and monitoring activities to increase the percentage of senior management roles held by women and other under-represented groups across Mitie. This is underpinned by our group-wide diversity and inclusion initiatives and includes activities such as hiring diverse external senior managers, ensuring a diverse internal pipeline, diverse apprenticeship recruitment, and learning and development opportunities for all.

As vacancies arise, the Board will seek to address any diversity gaps in its membership whilst ensuring it recruits talented Board members who have the appropriate mix of skills, capabilities and market knowledge to ensure the Board is effective.

Responsibilities

- The Nomination Committee, on behalf of the Board, will be responsible for the implementation and delivery of this Policy;
- The Nomination Committee will keep the 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; and
- The Nomination Committee will recommend any revisions to the Policy to the Board for approval.