

# IMCD Diversity & Inclusion Policy

Version 2.0 - December 2023

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## 1 INTRODUCTION

- 1.1 IMCD N.V. (“**IMCD**” or the “**Company**”) recognizes the importance of diversity and inclusion within the organisation and believes that the Company's business activities benefit from a wide range of skills and a variety of different backgrounds. The Company fosters an entrepreneurial business culture that enables employees to deliver their best. To achieve this, IMCD pursues to build a diverse and inclusive workforce across its organisation.
- 1.2 This Diversity & Inclusion Policy (the “**D&I Policy**”) describes the policies that apply throughout the IMCD Group for the full workforce, and holds the targets set for IMCD’s Supervisory Board, Management Board and Executive Committee, and Senior Management, or management sub-top, as referred to in best practice provision 2.1.5 of the Dutch Corporate Governance Code (the “Code”).
- 1.3 In the IMCD Group, the senior management sub-top (hereafter “**Management Sub-top**”) consists of the management teams of all the countries and regions IMCD operates in and includes the Executive Committee and senior leaders in group functions. The number of roles and individuals included in the Management Sub-top is dynamic and dependent on the overall development of the Company. More information on the composition of, and diversity in the Management Sub-top is included each year in IMCD’s annual report.

## 2 OVERALL PRINCIPLES

- 2.1 The diversity & inclusion principles that apply to the entire workforce are embedded in the IMCD culture and values, and measures to support these principles have been included throughout the group’s policies, procedures and working processes. A summary of the principles and policies that apply is made available in the [IMCD Diversity & Equal opportunity – policy statement](#) (available on IMCD’s website [here](#)).
- 2.2 For senior management positions within IMCD, including the Supervisory Board, Management Board, Executive Committee, and the Management Sub-top, IMCD strives to achieve and maintain a professional diversity that ensures complementarity of knowledge, skills, and experience, enabling each of the members to have a valuable contribution in carrying out the (variety of) the respective management or supervisory responsibilities. When considering vacancies or internal promotions, achieving and/or maintaining an appropriate balance in personal qualities, such as sex or gender identity, age, nationality and (cultural) background are important aspects that will be taken into account, however, complementary expertise and experience, as well as (expected) team dynamics have priority in the selection and nomination process.
- 2.3 A diverse composition contributes to a well-balanced decision-making process and proper functioning of the respective board and/or management teams. The Company is also aware that the pool of candidates in terms of knowledge, skill set, and industry experience is limited for the most senior management levels.
- 2.4 IMCD pursues to meet any applicable legal requirements in relation to diversity.

## 3 ASPECTS OF DIVERSITY AND OBJECTIVES

- 3.1 Within IMCD, the following goals with regard to diversity apply:
- a. Within its [Management Board](#) and [Executive Committee](#), the Company aims to have knowledge and experience available, distributed over the various members, in the following areas:
- the (international) specialty chemicals and/or distribution industry;
  - the management of a large internationally operating organization;
  - financial affairs, accounting, administrative organization and internal risk management and control;

- sales and marketing;
  - supply chain and logistics;
  - health, safety, and the environment;
  - innovation, research, and development;
  - personnel and organization;
  - information technology; and/or
  - governance applicable to a listed company.
- b. Within its Management Sub-top, the Company aims to have knowledge and experience available, distributed over the various members, in the following areas:
- the (international) specialty chemicals and/or distribution industry;
  - the management of an internationally operating organization;
  - financial affairs, accounting, administrative organization and internal risk management and control;
  - sales and marketing;
  - supply chain and logistics;
  - health, safety, and the environment;
  - innovation, research, and development;
  - personnel and organization;
  - information technology;
- c. The areas where knowledge and experience are pursued upon the composition of the Supervisory Board are included in the [Profile of the Supervisory Board](#) (available on IMCD's website [here](#)). The desired composition of the Supervisory Board includes at least one financial expert.
- d. Considering the international activities of the Company and diversity in nationalities of its employees and business partners, it is expected that all members of the Management Board, Supervisory Board, Executive Committee, and managers in head offices can speak and read the English language fluently.
- 3.2** For the Supervisory Board and Management Board IMCD aims for a composition including at least 1/3rd men and at least 1/3rd women.
- 3.3** For the Executive Committee, IMCD aims to achieve a composition including at least 1/3rd men and at least 1/3rd women by 2030. In addition, IMCD strives to include members with a non-European background.
- 3.4** The specific objective for the Management Sub-top is to ensure that at least 40% of all sub-top positions are fulfilled by women by end 2025.
- 3.5** Another specific Management Sub-top objective is to ensure that at least 1/3rd of the commercial positions with a profit & loss responsibility will be fulfilled by women by end 2025. With this objective IMCD aims to maintain a well-diversified talent pipeline for (intern promotions towards) more senior leadership positions, such as country managing directors and regional leaders, since these positions are often filled by candidates that bring a strong commercial track-record.

#### 4 PERIODIC ASSESSMENT AND CHANGES

- 4.1 The Supervisory Board shall periodically review if the composition of the Management Board, Supervisory Board and Executive Committee reflects the required qualities and diversity aspects as laid down in this policy.
- 4.2 Additionally, the Supervisory Board will monitor this policy and may in consultation with the Management Board make changes thereto.

#### 5 ACCOUNTABILITY FOR DIVERSITY

- 5.1 Pursuant to best practice provision 2.1.6 of the Dutch Corporate Governance Code, this D&I Policy and the implementation thereof are explained in the corporate governance declarations in IMCD's annual report. This will include the following information: (i) the objectives of this D&I Policy, (ii) the plan to achieve the goals of this D&I Policy, (iii) the results of this D&I Policy in the past financial year and insight into the inflow, progression, and retention of employees and (iv) the gender composition of the Supervisory Board, Management Board, Executive Committee and Management Sub-top.
- 5.2 If one or more of the objectives for the composition of the Supervisory Board, Management Board, Executive Committee and/or Management Sub-top are not achieved as described herein, an explanation of the reasons will also be included in the corporate governance declarations in IMCD's annual report, along with an explanation as to which measures are being taken to attain the goals, and by when.

#### 6 DEVIATION

The Supervisory Board and/or Management Board may occasionally resolve at their sole discretion to not comply with this policy.

#### 7 MISCELLANEOUS

- 7.1 This D&I Policy is drafted under the responsibility of and approved by IMCD's Management Board and Supervisory Board.
- 7.2 This D&I Policy shall be governed by and construed in accordance with the law of the Netherlands. The court in Rotterdam is exclusively competent in respect of any disputes with regard to this policy.
- 7.3 The below table provides an overview of this D&I's policy document history:

<u>Date</u>	<u>Version</u>	<u>Author</u>	<u>Comments</u>
September 2017	1.0	IMCD group	Introduction of the Diversity Policy for the Supervisory Board, Management Board and Executive Committee
December 2023	2.0	IMCD group	Amendment to increase the scope of the policy to the full organisation and include targets for Supervisory Board, Management Board, Executive Committee and Management Sub-top