

Diversity Policy IMCD N.V.

1 Introduction

- 1.1 Pursuant to best practice provision 2.1.5 of the Dutch Corporate Governance Code the Supervisory Board of IMCD N.V. (“**IMCD**” or the “**Company**”) prepared the following diversity policy for the composition of the Management Board, the Supervisory Board and the Executive Committee.
- 1.2 The Supervisory Board recognizes the importance of diversity within the Supervisory Board, Management Board and Executive Committee and believes that the Company's business activities benefit from a wide range of skills and a variety of different backgrounds. A diverse composition contributes to a well-balanced decision-making process and proper functioning of the respective board and/or committee. The Supervisory Board is also aware that the pool of candidates in terms of knowledge, skill set and industry experience for the Supervisory Board, Management Board and Executive Committee is limited.

2 Overall principle

IMCD strives to achieve and maintain a professional diversity in its Management Board, Supervisory Board and Executive Committee 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 board or committee's responsibilities. When considering vacancies, achieving and/or maintaining an appropriate balance in gender, age and geographic background or nationality 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.

3 Aspects of diversity and objectives

- 3.1 The following objectives with regard to diversity apply to the composition of the Management Board, the Supervisory Board and the Executive Committee:
- a. Within the Management Board and the 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. The areas where knowledge and experience are pursued upon the composition of the Supervisory Board are included in the Profile of the Supervisory Board. The desired composition of the Supervisory Board includes at least one financial expert.

3.2 In the process of selecting the individual members of the Management Board, Supervisory Board and Executive Committee, IMCD will, where possible, also strive for a variation in age, gender and nationality. IMCD pursues to meet any applicable legal requirements in relation to diversity.

3.3 Considering the international activities of the Company and diversity in nationalities, it is expected that all members of the Management Board, Supervisory Board and Executive Committee can speak and read the English language fluently.

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, the diversity policy and the implementation thereof are explained in the corporate governance declaration. In this respect (i) the objectives of the policy, (ii) the manner that the policy was implemented, and (iii) the results of the policy in the past financial year are addressed.

5.2 If the composition of the Executive Board and the Supervisory Board differs from the objectives of this policy and/or, to the extent determined by or pursuant to law, a target figure for man-woman ratio, then it is also explained in the corporate governance declaration what the state of affairs is, what measures are taken to achieve the pursued situation and by when.

6 Deviation

The Supervisory Board may occasionally resolve at its sole discretion to not comply with this policy.

7 Applicable law or forum

This 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.