

## **Board Diversity and Inclusion Policy**

### **Purpose**

This Board Diversity and Inclusion Policy (Policy) sets out the approach of the Board to diversity and inclusion. This Policy sits alongside the Company's Diversity, Inclusion and Equality Policy, which sets out the Company's wider commitments to diversity and inclusion across Superdry.

### **How this Policy links to our strategy**

This Policy supports our strategic objective, Lead Through Sustainability, and the strategic initiative Create an Amazing People Experience and also supports Great Governance.

### **Board Commitment to Diversity and Inclusion**

The Board believes that inclusiveness and diversity are fundamental to the long-term sustainable success of the business. We are a global business that is fully committed to the inclusion of colleagues from a wide range of different ethnic, cultural and social backgrounds and who possess an extensive set of unique skills, experiences, talents and abilities. Our inclusive culture together with the personal development we offer enables colleagues to bring diversity of thought and background to the roles they perform, in order to create opportunities to effect sustainable and positive change and to maximise the performance of Superdry.

The way in which we achieve and monitor equality, diversity and inclusion as an organisation is set out in our Diversity, Inclusion and Equality Policy.

### **Policy Statement**

The Board believes that it is vital to have a fully diverse and inclusive Board, comprising Directors with a mix of skills, knowledge, experience, backgrounds, genders, ages, ethnicities and other characteristics. It is the Board's strong belief that a diverse Board with different perspectives, insights and viewpoints promotes improved decision-making and the long-term success of the Group. The Board understands that supporting our workforce in a culture of trust and respect is essential to the success of Superdry, where colleagues feel valued and rewarded for the work they do. The tone for diversity and inclusion across the organisation is set from the top and the Board believes that having a diverse leadership team and an open and inclusive culture form part of Superdry's core values. We believe there is strength in difference.

All appointments to the Board are made on merit against a set of objective criteria, in the context of the skills, experience, independence, knowledge and diversity which the Board as a whole requires to be effective.

### **Diversity and Inclusion targets**

Superdry's Board of Directors pledge to work together to ensure that they actively promote an inclusive and diverse Board and senior leadership team and to ensure that Superdry is a diverse organisation. The following targets have been agreed for the Board:

- A gender diversity target of at least 40% of Board directors to be women;
- At least one of the following senior Board positions to be held by a woman – Chair, Chief Executive, Chief Financial Officer or Senior Independent Director; and
- An ethnic diversity target of at least one director to be from a minority ethnic background.

The Board views these recommendations as minimum requirements and will actively seek to exceed these targets, wherever possible.

### **Diversity and inclusion actions**

The Nomination Committee is responsible for ensuring the Board has the right set of skills, experience and knowledge. To ensure the Board is truly inclusive and diverse the Nomination Committee will:

- Regularly review Board composition, succession planning, talent development and the broader aspects of diversity;
- Work with candidate search firms who ensure a diverse talent pool of candidates is reached and that they have signed up to the voluntary Code of Conduct on diversity and best practice;
- Ensure that non-executive director and Chair ‘long lists’ and ‘short lists’ include at least 50% women;
- Ensure that candidate lists for Board appointments include individuals from a diverse range of backgrounds and that all candidates with the requisite skills and experience are considered; and
- Consider candidates for appointment as non-executive directors who have little or no previous FTSE board experience.

The Board of Directors will also hold the Executive leadership team to account for ensuring Superdry is a diverse and inclusive organisation by:

- Ensuring that there are appropriate action plans, targets and measurement against the same;
- Ensure that the organisation is collecting and monitoring data relating to its workforce to ensure it understands its composition and is able to drive meaningful change in diversity throughout the organisation
- Provide regular updates to Superdry colleagues against the progress of these actions and Board diversity;
- Review the Board Diversity and Inclusion Policy and the Diversity, Equality and Inclusion Policy annually and recommend any revisions to the Board;
- Report annually on the outcome of the Board evaluation, the composition and structure of the Board as well as any issues and challenges the Board is facing when considering diversity at Superdry; and
- Report annually on Board diversity in the Annual Report and Accounts.

Adopted by the Board on 15 July 2022.