

## DIVERSITY POLICY

### DIVERSITY POLICY OF PHOTO-ME INTERNATIONAL PLC (THE COMPANY)

**(as approved by the Board of Directors of the Company on 9 December 2013)**

**This document sets out the policy of Photo-Me International plc (the Company) in respect of diversity.**

#### **BOARD DIVERSITY**

The Board acknowledges that diversity (including but not restricted to gender) in the Board room can be a component of Board effectiveness.

The Board recognises that gender is a significant aspect of diversity (although not the sole aspect) and acknowledges the role that both men and women with the right skills and experience can play in contributing to diversity of perspective in the boardroom.

#### **THE COMPOSITION OF THE BOARD**

The Board will keep under review and evaluate its balance and composition to ensure that both it and its committees have the appropriate mix of skills, experience, independence and knowledge to ensure their continued effectiveness. In doing this, the Board will take diversity into account, including diversity of gender, amongst other relevant factors.

#### **APPOINTMENTS TO THE BOARD**

All appointments to the Board will be made on merit while taking into account suitability for the role, Board balance and composition, the required mix of skills, background and experience (including consideration of diversity, both gender and other). Other relevant matters will also be taken into account, such as independence and the ability to fulfil required time commitments in the case of non-executive directors.

The Board will consider suitably qualified candidates for non-executive director roles from as wide a pool as may be practicable and appropriate, looking for candidates whose skills and experience can add value to the Board. The Board will where necessary brief executive search consultants engaged in the selection process for non-executive directors to review candidates from a variety of backgrounds and perspectives.

#### **THE CHALLENGES OF ACHIEVING BOARD DIVERSITY**

The Board is committed to ensuring that women have an equal chance with men of developing their careers within the Company.

#### **DISCLOSURE**

The Board will ensure that there is appropriate and meaningful disclosure in the Company's annual report of:

- this policy; and
- the composition and structure of the Board.

#### **REVIEW**

The Board will periodically review this policy and its effectiveness.