



WATCHES OF SWITZERLAND GROUP PLC

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# BOARD DIVERSITY & INCLUSION POLICY

MAY 2023

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## PURPOSE AND SCOPE

The board of directors (the “Board”) of Watches of Switzerland Group PLC (“WOS”) recognises the importance of diversity and inclusion both in the boardroom and throughout the organisation. WOS aims to have a workforce which reflects the diverse communities it serves.

The Board is fully committed to promoting an inclusive culture and diverse workforce. Ensuring a culture of fairness and equity underpins all WOS management decisions, actions and behaviours.

The Board believes that diversity amongst directors, contributes towards a high performing and effective board.

This Board Diversity Policy (the “Policy”) sets out the approach that will be taken to ensure there is diversity and inclusion on the Board of WOS. Diversity in relation to the workforce is covered by our Diversity, Equity and Inclusion Policy.

## POLICY STATEMENT

The Board believes it is critical that its membership includes a diverse mixture of skills, professional and industry backgrounds, geographical experience and expertise, gender, tenure, ethnicity, cultural and social backgrounds, and diversity of thought.

The Board understands that a diverse board with a range of views and insights will be more intuitive and offer wider perspectives, this can lead to effective discussions and better decision-making and will be of benefit to the Company’s shareholders and other stakeholders.

The Board understands that a culture of inclusion and diversity is cultivated through clear tone from the top, with the Board and the senior leadership championing diversity and inclusion in support of our values.

The Nomination Committee (the “Committee”), on behalf of the Board, is responsible for the development of a diverse pipeline for succession to the Board and will ensure proper assessment as to the values and behaviours expected on the Board as part of the recruitment process. The Committee has responsibility for keeping the composition and balance of the Board under review and recommends the appointment of new directors. In reviewing board composition, the Committee will consider the benefits of all aspects of diversity in order to maintain an appropriate range and balance of skills, experience and background on the Board.

All Board appointments are based on merit, and the Committee will consider candidates against objective criteria and with due regard for the benefits of diversity on the Board. As well as experience and track record, board appointments will be made taking due account of other criteria, such as curiosity, insights, engagement, cultural contribution, personal identity, and the differentiation that they could bring to the collective make-up of the Board. The Committee also oversees the conduct of the annual review of Board effectiveness.

As part of the annual performance evaluation of the effectiveness of the Board, its Committees and individual directors, the Committee will consider the diversity of the Board. The Board seeks to ensure that its composition, and that of its committees, is appropriate to discharge its duty effectively and to manage succession issues.

The Board also supports workforce initiatives that promote a culture of diversity, equity and inclusion. The Board places strong emphasis on ensuring the progression of diversity in the senior management roles within the Group. The Board and Committee will support management and monitor the development of internal high calibre colleagues, including considering all aspects of diversity, to help develop a robust talent pipeline and plans for succession at senior leadership and Board level.

### MEASURABLE OBJECTIVES

The Committee will review and discuss annually all measurable objectives for achieving diversity on the Board and recommend any changes to them or any new objectives to the Board for adoption.

The Board is aiming to ensure that on an ongoing basis:

1. The Board composition is sufficiently diverse and reflects an appropriate balance of skills, knowledge, independence and experience to enable it to meet its responsibilities and duties and strategic objectives effectively.
2. Both appointments and succession plans are based on merit and objective criteria and, within this context promote diversity of gender, social and ethnic backgrounds, cognitive and personal strengths.
3. It maintains both Board and senior leadership team representation of a minimum of 40% women.
4. It maintains at least one woman in the Chair or Senior Independent Director, or one woman in the CEO role or Chief Financial Officer role on the Board.
5. It maintains at least one director of colour on the Board.

When seeking to appoint a new director, the search pool will be wide and where executive search firms are used, WOS will only engage with those that have adopted the "Voluntary Code of Conduct for Executive Search Firms" or equivalent code.

### MONITORING AND REPORTING

The Policy will be reviewed by the Committee and approved by the Board on an annual basis.

The Board is committed to being transparent and open about our progress in relation to Board Diversity.

The Committee will report on the Policy, and its implementation, each year in the WOS Annual Report and Accounts

The Committee will also encourage reporting on actions taken to promote diversity and inclusion in relation to senior leadership as well as board appointments, succession planning and board evaluations.

The Company Secretary & General Counsel will be responsible for maintaining this Policy.

The policy was approved by the Watches of Switzerland Group PLC Board on 4 May 2023.