

RSA Insurance Group Ltd Board Diversity Policy

Purpose and Scope

The Board values the breadth of perspective and the beneficial impact on Board effectiveness that diversity brings. The Board is committed to building diverse representation within the Board in terms of gender, social and ethnic backgrounds, and cognitive and personal strengths, amongst other qualities.

This policy sets out the approach of the Board to diversity, equity and inclusion, and the Board is responsible for adhering to the policy. The policy is applicable to the Board only, whilst our Diversity, Equity & Inclusion strategy sets out RSA's wider commitment.

Commitment

We strive to have representation that is aligned with the demographic that we serve.

The Board is committed to improving diversity on the Board, and aspires to have:

- at least 40% of women representation and at least 40% of men representation at all times.
- one senior position held by a woman (Chair, Chief Executive Officer, Chief Financial Officer, SID).
- one member from an ethnic minority background.

Implementation

The Board keeps under review the structure, size, and composition of the Board, including the skills, experience, independence, knowledge, and diversity.

When considering new appointments to the Board and reviewing succession plans, the Board's decision-making will be based on merit and objective criteria and, within this context, should promote diversity of gender, social and ethnic backgrounds, and cognitive and personal strengths. New directors are also recruited and selected based on their experience, functional expertise, and personal skills to ensure good stewardship and governance of RSA Insurance Ltd.

In its search for candidates to become members of the Board, the Board intends only to engage executive search firms who have signed up to the Standard Code of Conduct for Executive Search Firms. These firms will be instructed to present a slate of potential directors based on the above dimensions of diversity. The Board will challenge partner agencies to extend their search engines, where necessary to ensure greater visibility of diverse applicants.

The Board also considers diversity when reviewing succession plans and maintains an evergreen list of prospective directors that includes candidates who also reflect these dimensions.

Review and reporting

The Board will review this policy annually and monitor future relevant recommendations. Any proposed amendments to the policy will be considered by the Board.

Progress against the policy will be reported in the Annual Report and Accounts together with key diversity data, both about the Board and our wider employee population.