

DIVERSITY POLICY

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1 PURPOSE OF THE POLICY

- 1.1 Centamin Plc and all its subsidiaries (“**Centamin**” or the “**Company**”) recognises the benefits of promoting diversity and inclusion at the level of the Board of Directors and those in senior management positions at the Company. To promote the strength of the Company, enhance problem solving skills and encouraging innovative ideas is a result of inviting and respecting diverse perspectives.
- 1.2 Centamin’s belief of diversity of opinion and experience is reflected in the values of the Company – Invest, Learn, Grow, Educate and Protect. The Company’s policies align with these values.

2 SCOPE AND APPLICATION

- 2.1 The Company’s policy with respect to diversity on the Board of Directors of Centamin Plc and in relation to those in senior management positions at the Company. It does not apply to diversity in relation to employees of the Company who are not in senior management positions, as this is covered by the Company’s Human Rights Policy and by the Company’s code of conduct.

3 WHAT IS DIVERSITY

- 3.1 For the purpose of this policy, diversity refers to all characteristics that make individuals unique and these characteristics include but are not limited to gender, geographical representation, education, experience, ethnicity, opinion, experience, age and disability.
- 3.2 The Hampton Alexander [which focuses on female representation] and Parker Review [which focuses on Black, Asian, and minority ethnic (BAME) representation] have been considered in the drafting of this policy.

4 BOARD DIVERSITY

- 4.1 The Company believes that diversity of opinion and experience are of vital importance to Board effectiveness. Diversity is an important consideration in determining the Board composition therefore the Board has mandated the Nominations Committee to support the Company’s board diversity objectives by considering the following when identifying and considering the selection of candidates for election or re-election to the Board:
- (a) To consider only candidates who are highly qualified based on their experience, functional expertise and personal skills and qualities;
 - (b) To consider diversity criteria including gender, age, ethnicity, disability and geographical background of the candidate;

- (c) To consider the level of representation of women on the Board; and
- (d) To engage independent external advisors, in addition to its own searches, as and when appropriate from time to time, to conduct a search for candidates who meet the Board's and the Company's expertise, skills and diversity criteria to help achieve the Company's diversity goals.

5 SENIOR MANAGEMENT DIVERSITY

- 5.1 Diversity is also an important consideration in determining the composition of the Company's senior management. Having individuals in senior management positions from diverse backgrounds promotes a better succession pipeline of talented executives and senior managers with better innovation, performance and effective decision making.
- 5.2 In order for the Board to support the diversity objectives, it will, when identifying and considering the selection of candidates for senior management positions:
- (a) Consider candidates who are highly qualified based on their experience, functional expertise and personal skills and qualities;
 - (b) Consider diversity criteria including gender, age, ethnicity, disability and geographical background of the candidate;
 - (c) Consider the level of representation of women in senior management positions; and
 - (d) Consider engaging independent external advisors, in addition to its own searches, as and when appropriate from time to time to conduct a search for candidates who meet the Company's expertise, skills and diversity criteria to help achieve the Company's diversity goals in relation to such positions.

6 GENDER DIVERSITY

- 6.1 Gender diversity is an important component of the Company's diversity targets and aspirations as prescribed by the 2018 Corporate Governance Code (the "**2018 Code**") which intensifies efforts concerning diversity of, not only gender, but social and ethnic backgrounds, cognitive and personal strengths. The Nomination Committee is responsible for evaluating on an annual basis the progress that the Company makes against the targets set by the Board.
- 6.2 In assessing the progress made each year, the Board considers the Lord Davies Report and the Hampton-Alexander review on the composition of the Board as well as when undertaking the recruitment process and making recommendations to the Board. The reviews set key recommendations aimed at increasing the number of women in leadership positions on FTSE 350 companies, including a target of 33% by the end of 2020.

6.3 In compliance to the new gender balance disclosure the Nomination Committee is required to consider diversity objectives to Senior Managers and their direct reports. The definition used for Senior Managers for this purpose is from the 2018 Code which states that the executive committee or first layer management below board level including the Company Secretary are to be part of the disclosure. Accordingly, the Company is committed to:

- include a summary of the objectives and key provision of this policy;
- include details of the Nomination Committee's annual review of the effectiveness of this policy; and
- disclose the proportion of females on the Board and those in the senior management position of the Company and its subsidiaries in the annual report and accounts.

7 COMMITMENT TO DEVELOPING A DIVERSE WORKFORCE

7.1 Centamin is an equal opportunity employer and the Company's code of conduct prohibits any form of discrimination. However, due to social conditions in Egypt and Middle East where women are not allowed to work at remote sites, no women are currently employed at Sukari Gold Mine.

7.2 The Company is nonetheless deterred by social conditions and continuously considers ways of ensuring the workforce continues to be diverse. Therefore the board is committed to:

- a. Creating initiatives which review gender statistics for non-specific or prohibited roles with the aim of providing alternative roles;
- b. Setting out expectations around the behaviours needed for an inclusive and diverse workplace;
- c. Invite and embrace different perspectives valuing diversity through recruitment processes;
- d. Creating processes that are transparent and free from bias wherever possible;

8 POLICY REVIEW

8.1 Centamin will monitor compliance with this policy on an annual basis

9 PUBLICATION

9.1 This policy will be translated into Arabic and French. It is also published on Centamin website at:

www.centamin.com/investors/corporate-governance/code-of-conduct-and-other-policies

