



# Johnson Matthey

## **Diversity Policy**

This document sets out the policy of Johnson Matthey Plc (the company) in respect of diversity.

### **Board Diversity**

The board acknowledges the importance of diversity in its broadest sense in the boardroom as a driver of board effectiveness.

Diversity encompasses diversity of perspective, experience, background, psychological type and personal attributes.

The board recognises that gender diversity is a significant aspect of diversity and acknowledges the role that 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 so, the board will take into account diversity, including diversity of gender, amongst other relevant factors.

The board will satisfy itself that plans are in place for orderly succession for appointments to the board so as to maintain such balance and to ensure progressive refreshing of the board.

### **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). 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 appropriate, including candidates with little or no previous listed company board experience but whose skills and experience will add value to the board.

The board will brief executive search consultants engaged in the selection process for non-executive directors to review candidates from a variety of backgrounds and perspectives. They will be required to work to a specification which includes the strong desirability of producing a long list of candidates considered to meet the essential criteria for the role which fully reflects the benefits of diversity. The board will only engage executive search consultants who have signed up to the voluntary code of conduct for executive search firms on gender diversity on corporate boards.

### **The Challenges of Achieving Board Diversity**

The board recognises that some challenges in achieving diversity on the board and within the company arise from social contexts with impacts not limited to the company. As such, Johnson Matthey faces challenges similar to those faced by other organisations in the chemical, technology and manufacturing sectors.

Notwithstanding this, the board is committed to ensuring that women have an equal chance with men of developing their careers within our business.

Johnson Matthey will develop and implement appropriate policies, programmes and initiatives designed to promote diversity at all levels of the organisation and to ensure, amongst other things, that there is a supply of women within the organisation who are qualified and capable of taking up senior positions.

### **Disclosure**

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

- this policy;
- the composition and structure of the board;
- the outcome of board evaluation and any material actions arising;
- the board appointment process; and
- the policies and initiatives the company has in place and the steps it is taking to promote diversity at board level and across the company.

### **Review**

The board will periodically review this policy and its effectiveness.

**The Board of Directors,  
Johnson Matthey Plc  
March 2013**