

CORPORATE POLICY

BOARD DIVERSITY POLICY OF MEDICLINIC INTERNATIONAL PLC

1. PURPOSE

The Board Diversity Policy (the “**Policy**”) sets out the approach to diversity of the Board of Directors of Mediclinic International plc (the “**Board**”).

2. SCOPE

The Policy applies to: (i) the Board, (ii) the Company’s executive management committee, and (iii) their direct reports, including the Boards (if applicable) and the executive management committees of the Company’s operating divisions (“**Executive Management**”).

The Policy does not apply to the workforce of the operating division companies, which is managed by the respective division, as certain distinctly unique laws, regulations, customs or conditions may apply. However, diversity in the workforce is entrenched in the Company’s Code of Business Conduct and Ethics which confirms the Company’s commitment to diversity and providing equal opportunities for all in the workplace. The Code of Business Conduct and Ethics makes reference to factors such as access to employment, career development, training or working conditions based on gender, religion, nationality, race, language, HIV/AIDS status, sexual orientation or other forms of differentiation. In the Company’s Southern African operations, the Group is particularly committed to achieve transformation and to meet the requirements of broad-based black economic empowerment (“**B-BBEE**”).

3. POLICY STATEMENT

Mediclinic International plc (“**Mediclinic**”) recognises the importance and benefits of having a diverse Board and Executive Management.

Factors reflecting diversity will be considered in determining the optimum composition of the Board and Executive Management and, when possible, will be balanced appropriately. However, consideration will also be given to ensuring that the Board and Executive Management do not become so large as to be unwieldy and that all Board and Executive Management appointments are made on justifiable merit.

The Nomination Committee (the “**Committee**”) is, inter alia, responsible for:

- regularly reviewing and assessing the composition of the Board and making recommendations to the Board with regard to any changes and the appointment of new Directors;
- overseeing the annual evaluation of the diversity of the Board and Executive Management; and
- annually reviewing the composition of Executive Management.

To fulfil its task responsibly regarding diversity, the Committee will take cognisance of relevant prescribed guidelines as well as the performance of peer companies.

4. OBJECTIVES

In order to achieve adequate diversity, the Board is committed to the following general objectives:

- the Board will not impose quotas regarding diversity, although it will remain committed to achieve diversity in the composition of the Board and Executive Management, including aspects such as, for instance, age, gender or educational and professional backgrounds, ethnicity and geographical background;
- the Committee will annually consider and make recommendations, if applicable, to the Board on its diversity objectives in respect of the Board and Executive Management;
- in reviewing the composition of the Board and Executive Management, the Committee will, in addition to considering the balance of skills, experience, independence and knowledge of the Board, also consider the diversity of the Board; and
- in identifying suitable candidates for appointment to the Board, the Committee will assess candidates on merit against objective criteria and with due regard to the benefits of diversity on the Board.

5. MONITORING AND REPORTING

The Board (on recommendation of the Committee) will report annually on the outcome of the Board evaluation, the composition and structure of the Board and Executive Management, as well as any issues and challenges the Board is facing when considering the diverse composition of the Board and Executive Management.

The Committee's report included in the Company's annual report shall include a statement on the Board's policy on diversity and progress made on achieving its objectives.

6. REVIEW OF THE POLICY

The Committee will review the Policy annually, which will include an assessment of the effectiveness of the Policy. The Committee will discuss any revisions that may be required and recommend any such revisions to the Board for approval.