

Diversity Policy

ATRATO ONSITE ENERGY PLC **(the “Company”)**

The Diversity Policy (the “**Policy**”) sets out the approach to diversity on the Board of the Company.

Diversity, including, but not limited to, gender, ethnicity, professional and industry specific knowledge, is an important consideration in ensuring that the Board and its Committees have the right balance of skills, experience, independence and knowledge necessary to discharge their responsibilities. The Directors consider that the right blend of perspectives is critical to ensuring an effective Board and a successful Company.

The Board supports the FTSE Women Leaders Review and its voluntary target for FTSE 350 boards to have a minimum of 40% of women on boards. The Board of the Company currently has 67% women representation.

The Company also supports the Parker Review’s recommendations to increase ethnic and cultural diversity on boards, the development of a pipeline of candidates, the planning for succession through mentoring and sponsoring, and enhancing transparency and disclosure to record and track progress against the objectives.

The Company recognises the FCA’s listing rule LR 9.8.6R (9)(a) concerning public disclosures on whether an issuer has met the following targets on board diversity:

- a) at least 40% of individuals on the board are women;
- b) at least one of the senior board positions (defined by the FCA as either the chair, chief executive, senior independent director or chief financial officer) is held by a woman; and
- c) at least one individual on the board is from a minority ethnic background.

Where a company has not met all of the above targets, the issuer should state the targets it has not met and explain the reasons for not meeting those targets. For externally managed closed-investment funds, like the Company, the relevant representation targets may be considered by reference to equivalent senior board positions if accompanied by sufficient rationale and considered on a case-by-case basis.

The effectiveness of the Board is vital to the success of the Company and as part of the annual effectiveness review of the Board and its Committees, the Board considers the balance of skills, experience, independence and knowledge of the Company as well as the diverse representation on the Board.

The Board shall have regard to this Policy in executing its responsibilities for Directors' succession, including succession planning for the Chair of the Company. In considering new appointments, the Board will review its structure, size and composition at least annually, ensuring the appropriate balance of skills, experience, independence and knowledge is maintained on the Board and in its Committees.

The Board will engage the services of an external adviser to facilitate the search, if considered necessary and appropriate, and prepare a description of the role and capabilities required, emphasising the need to attract a diverse range of candidates. The Company will consider both male and female candidates and ensure appointments are made on the basis of merit against objective criteria having regard to the benefits of diversity on the Board.

Newly appointed Directors will undertake an induction programme, taking into account their knowledge, skills and past experience. The Board will ensure all new Directors are supported through on-going development opportunities.

The Company will report annually, in the corporate governance section of its annual report and accounts, on the process it has used in relation to Board appointments, where required.

The Company will review the Policy periodically.

The Policy was approved by the Board of Directors of the Company on 6 September 2023.

Annexure

The following tables set out the prescribed format for information a company must include in its annual reports and accounts in accordance with the requirements of LR 9 Annex 2.1.

Table for reporting on ethnic background

	Number of board members	Percentage of the board	Number of senior positions on the board*
White British or other White (including minority white groups)			
Mixed Multiple Ethnic Groups			
Asian/Asian British			
Black/African/Caribbean/Black British			
Other ethnic groups, including Arab			
Not specified/prefer not to say			

In respect of disclosing numerical data on sex/gender, the AIC Guidance on Diversity and Inclusion provides that – *‘Allowing the individual to choose how they wish to report recognises that the topic of sex and gender identify is complex. Allowing individuals to choose how to report may help reduce the use of the “not specified/prefer not to say category”. It may also help companies recruit more diverse individuals.’*

Table for reporting on gender identity or sex

Number of board members Percentage of the board Number of senior positions on the board*

	Number of board members	Percentage of the board	Number of senior positions on the board*
Men			
Women			
Other			
Not specified/prefer not to say			

** As an externally managed investment company, the Company has no executive directors, employees or internal operations. The Board has therefore excluded the columns relating to executive management from the tables above.*