Report of FBD Holdings plc ("FBD") regarding the European Union (Gender Balance on Boards of Certain Companies) Regulations 2025

Date: 13 November 2026

1 Background

In May 2025, the Minister for Children, Equality and Disability signed into law the European Union (Gender Balance on Boards of Certain Companies) Regulations 2025 (the "**Regulations**"). The Regulations give effect in Ireland to an EU directive which aims to improve the gender balance among directors of listed companies.

Under the Regulations, FBD is required to publish certain information on its website by 30 November each year. This Report has been prepared by FBD to satisfy this obligation.

2 Application of the Regulations to FBD

The Regulations apply to FBD, because:

- FBD is not a micro, small and medium-sized enterprise or SME;
- FBD has its registered office in Ireland; and
- FBD's ordinary shares are admitted to trading on Euronext Dublin.

Under the Regulations, FBD is required to:

(a) **Non-executive directors**: have as an objective that at least 40% of FBD's non-executive directors be women (being the underrepresented sex) by 30 June 2026; and

(b) **Executive directors**: set, in writing, individual quantitative objectives with a view to improving executive gender balance and to specify the steps being taken in aiming to achieve by 30 June 2026 those individual quantitative objectives.

3 This report

Accordingly, for the purposes of the Regulations, this Report sets out:

- information concerning the gender representation on the board of directors of FBD (the "**Board**"), distinguishing between executive directors and non-executive directors (see Section 4);
- information concerning the measures taken by FBD with a view to achieving the gender balance objectives required by the Gender Balance Regulations (see Section 5).

For this year only, this Report contains:

- the individual quantitative objectives set by FBD with a view to improving the gender balance among executive directors (see Section 6); and
- the steps FBD has taken in aiming to achieve, not later than 30 June 2026, those individual quantitative objectives (see Section 5).

As FBD has satisfied the applicable gender balance objectives, this Report is not required to include the information specified in Regulation 6(3) of the Regulations.

4 Current Board Gender Composition

As at 30 June 2026, the Board comprised twelve directors, comprising two executive directors and ten non-executive directors. The gender composition among these two groups of directors is as follows:

(a) **Non-executive directors**: six non-executive directors are men and four non-executive directors are women ie, 40% of non-executive director roles are occupied by women and FBD satisfied the relevant objective of the Regulations in this regard; and

(b) **Executive directors**: one executive director is a man and one executive director is a woman.

The composition of the Board has not changed between 30 June 2026 and the date of this Report.

5 Measures taken by FBD to achieve gender balance objectives

The following measures have been taken by FBD to improve gender balance on the board, contributing towards achieving the gender balance objectives required by the Regulations:

- ***When engaging in Board recruitment, FBD engages an independent executive search firm, which is made aware of FBD's diversity ambitions, and requires that the brief given to that firm include its Equal Opportunities, Diversity and Inclusion Policy. Candidate selection is conducted on a basis intended to guard against unconscious bias, with a requirement that the resulting shortlist comprise a diverse, balanced pool of candidates, and interviews are conducted against objective criteria that explicitly include diversity.***

- ***FBD has maintained a continued partnership with the Irish Management Institute's 30% Club Mentoring Programme, providing female leaders in FBD with external mentors and access to leadership events, which has contributed to promotions into advanced leadership roles over the past three years, supporting the pipeline into executive senior and Board-level positions.***

- ***FBD's Board Recruitment, Succession & Diversity Policy — which sets out the Board's approach to gender diversity in recruitment and succession — is reviewed at least annually by the Board, and any amendments are reviewed and recommended by the Nomination and Governance Committee to the Board for approval before adoption.***

- ***The Board received specific training on diversity and inclusion during 2025 and 2026, as part of its ongoing director training programme***.

6 Executive Objective

The Regulations require FBD to set, in writing, individual quantitative objectives with a view to improving executive gender balance on the Board. The Board currently has two executive directors, one of which is a man and one of which is a woman. Accordingly, the Board approved as its objective on 18 June 2026 that the Board maintain at least one executive director of each sex on the Board as set out in the Board Recruitment, Succession & Diversity Policy.

The Board has acknowledged that, given the small number of executive director positions, any future change in composition may affect this balance; accordingly, gender diversity will be an important consideration in any executive director appointment or succession process.

The steps FBD has taken to achieve, not later than 30 June 2026, the executive director objective described above are set out in Section 5 of this report.