

DIPLOMA PLC

SHARE DEALING POLICY

Circulation List:

All Employees of Diploma Group

Reviewed: June 2020

Diploma PLC

Group Dealing Policy (the "Policy")

1. Policy Statement

- 1.1 It is the Policy of Diploma PLC (the "Company") or the "Group") that all Group Directors and employees ("Restricted Persons") must not deal in any shares of the Group if they are in possession of inside information about the Group. Restricted Persons must also not recommend or encourage someone else to deal in the Group's shares at that time – even if they will not profit from such dealing.
- 1.2 Restricted Persons must not disclose any confidential information about the Group (including any inside information) except where required to do so as part of their employment or duties. This means that the Group's confidential information shall not be shared with family, friends or business acquaintances.
- 1.3 From time to time, Restricted Persons may be given access to inside information about another group of companies (for example, one of the Group's customers or suppliers). Restricted Persons must not deal in the shares of that group of companies at those times.

2. Share-Dealing Code

- 2.1 The Group also operates a Dealing Code which applies to Restricted Persons who are able to access restricted information about the Group (for example, employees who are involved in the preparation of the Group's financial reports and those working on other sensitive matters). You will be told if you are required to comply with the Dealing Code. Restricted Persons who are required to comply with the Dealing Code must also comply with this policy.

3. Who is covered by the Policy

- 3.1 This policy applies to all Directors and employees of Diploma PLC (the "Company") and its subsidiaries in relation to dealing in Company shares. It has been designed to ensure that you do not misuse, or place yourself under suspicion of misusing, information about the Group which you have and which is not public.

4. Discipline

- 4.1 Failure to comply with this policy may result in internal disciplinary action. It may also mean that you have committed a civil and/or criminal offence.

5. Questions and Advice

- 5.1 If you have any questions about this policy, or if you are not sure whether you can deal in shares at any particular time, please contact John Morrison, the Group Company Secretary, John.Morrison@diplomapl.com

Adopted on 25 August 2016

Reviewed June 2020

Glossary

For the purposes of this Policy:

- **Deal and dealing** covers any type of transaction in a company's shares, including purchases, sales, the exercise of nil-cost options and using shares as collateral for a loan
- **Group** means the Company and its subsidiaries
- **Inside information** is information about a company or its shares which is not publicly available, which is likely to have a non-trivial effect on the price of such shares and which an investor would be likely to use as part of the basis of his or her investment decision
- **Restricted Persons** are PDMRs or any other person who has been told by the Company that the clearance procedures in Part A of the Company's Sharedealing code apply to him or her.
- **Shares** are any publicly traded or quoted shares and any linked financial instruments. This would include shares and nil-cost options.