

## STELLANTIS N.V.

### **Diversity and Inclusion Policy for the composition of the Board of Directors**

This policy is the Diversity and Inclusion Policy (the “**Policy**”) as referred to in best practice provision 2.1.5 of the Dutch Corporate Governance Code of 20 December 2022 (the “**Code**”) The board of directors (the “**Board of Directors**”) of Stellantis N.V. (the “**Company**”) has adopted this Policy on September 25, 2023. The Policy applies to the Board of Directors.

#### **1. INTRODUCTION**

The Company believes that a diverse composition of the Board of Directors in terms of expertise, experience, competencies, personal qualities, age, sex or gender identity, nationality and cultural or other background is an important means of promoting debate, balanced decision making and independent actions of the Board of Directors. A combination of skills and experience is fundamental to the proper functioning of the Board of Directors. The size, complexity and product offerings of the sectors in which the Company operates, and the geographic spread of its businesses, require that members of the Board of Directors have a broad and diverse mix of skills and backgrounds. Experience gained in an international environment and pertaining to the dynamics of the macro-economy and global of markets and an understanding of industrial and financial sectors are also reflected in the Board of Directors membership.

By adopting this Policy of the Board of Directors and a Diversity and Inclusion Policy for the whole enterprise, the Company would like to formalize its efforts to achieve and maintain a truly diverse and inclusive senior management and workforce for the continuous improvement of the Company’s culture aimed at sustainable long-term value creation.

#### **2. DIVERSITY POLICY**

##### **i. Diversity aspects relevant to the Board of Directors**

Because of the size, complexity and product offerings, and the geographic spread of the Company’s business, it is important to carefully consider many factors including the mix of skills, experiences and backgrounds of individuals serving on the Board of Directors. There will be an overriding emphasis based on merit when nominating candidates for vacancies of the Board of Directors but within that scope the Company applies the following diversity aspects to the Board of Directors: expertise, experience, competencies, personal qualities, age, sex or gender identity, nationality and cultural or other background. The Company considers each of these aspects key drivers to support the above-mentioned goals and to achieve sufficient diversity of views and the expertise needed for a proper understanding of current affairs and longer-term risks and opportunities related to the Company's business. The Board of Directors and its ESG Committee consider such factors when evaluating nominees for election or re-election to the Board of Directors and during the annual performance assessment process.

ii. Targets relating to the diversity aspects relevant to the Company

Stellantis has determined that the objective of this Policy, with an overriding emphasis based on merit, is that:

- a) at least 40% of the seats of the Board of Directors are occupied by women and at least 40% by men and that on 2025, as soon as the resolutions taken by shareholders in the context of the merger will expire and the renewal of seven members out of eleven of the Board of Directors will become feasible, the necessary steps will be taken for the composition of the Board of Directors to meet this target;<sup>1</sup>
- b) the nationality of the members of the Board of Directors shall be reasonably consistent with the geographic spread of Stellantis' business and no nationality should count for more than 60% of the members of the Board of Directors; and
- c) the age of the members of the Board of Directors should be more diverse by having one or more members of the Board of Directors aged under 50 at the day of their nomination.

It being understood that in the selection of a candidate on the basis of the defined diversity criteria, rules and generally accepted principles of non-discrimination (on grounds such as ethnic origin, race, disability or sexual orientation as well as equal opportunities regardless of identity) will be taken into account.

### **3. IMPLEMENTATION OF THE DIVERSITY AND INCLUSION POLICY**

To ensure its correct implementation the Policy has been embedded in the Company in various ways. The targets mentioned under section 2.ii above will be taken into account in the adoption of a profile for non-executive directors as well as in nominating and recommending directors.

The ESG Committee will be responsible for assisting and advising the Board of Directors with, to the extent relevant for purpose of this Policy: (i) the identification of the criteria, professional and personal qualifications for candidates to serve as Directors; (ii) periodic assessment of the size and composition of the Board of Directors; (iii) proposals for election of Directors.

If members of the Board of Directors are put up for election by the general meeting, the profile that will be presented to the general meeting will contain sufficient information for the shareholders to understand the background of the proposed member of the Board of Directors and its alignment with this Policy.

### **4. REVIEW OF THE POLICY**

The ESG Committee will review this Policy from time to time as deemed necessary but at least once a year and make any recommendation it deems suitable to the Board of Directors for its consideration and approval. The ESG Committee will include an assessment how the Policy has been implemented in its review.

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<sup>1</sup> The number of director positions necessary to achieve the objective will be determined as specified in the Annex to the Directive (EU) 2022/2381 of the European Parliament and of the Council of 23 November 2022 (Art. 5.3).

As mentioned in the Introduction, the Company's approach to diversity and inclusion for the continuous improvement of its culture aimed at sustainable long-term value creation includes the Diversity & Inclusion Policy for the whole enterprise which specifically deals with objectives and actions related to senior management and workforce in general aimed at advancing diversity, equality, equal opportunities and inclusion in the workplace. The Diversity & Inclusion Policy for the whole enterprise will be available on the Company's website.