

DIAGEO EMPLOYEE SHARE PLANS – PRIVACY NOTICE

1. YOUR INFORMATION

This Privacy Notice sets out how we use personal information about members and potential members of the Diageo Employee Share Plans (the “**Plans**”) and Diageo’s Sharestore account. We collect a range of information about you to operate the Plans and Sharestore - please see sections 1 – 3 below for the type of information we hold about you.

Within the Diageo Shares team, we take your privacy very seriously and operate a strict policy in respect of your personal data. Further details are set out below.

Any information you give us or that we obtain about you from your employer is in accordance with this Privacy Notice and "Data Protection Legislation" (meaning the General Data Protection Regulation 2016/679, all applicable regulations, domestic legislation and any successor legislation relating to the protection of individuals with regards to the processing of personal data to which Diageo is subject).

Should you have any questions about this Privacy Notice and the use of your information, please see section 9 Other Matters.

We endeavour to protect your personal privacy. We provide this Privacy Notice to explain what we may do with any personal data that we collect from or about you or that you provide us.

We may need to update this Privacy Notice from time to time and any changes will appear on this page. We therefore recommend that you check regularly the Shares website; Mydiageoshares.com to ensure that you have read the most recent version of this Privacy Notice.

This Privacy Notice was last updated on 21 May 2018.

1. WE NEED TO USE YOUR INFORMATION FOR ADMINISTRATION OF THE PLANS AND SHARESTORE

We may use your personal information to run and administer the Plans and Sharestore properly and efficiently, to comply with our tax, regulatory and legal obligations and otherwise in connection with your membership of the Plans and/or Sharestore, or as required by law. More details on these activities are set out below.

We are legally entitled to process your personal information in relation to the Plans and/or Sharestore on the grounds that the processing of the data is a) pursuant to our legitimate interest of offering participation in the Plans and/or

Sharestore and keeping you up to date and informed about the Plans/Sharestore and b) necessary for us to perform the contract formed with you when you participate in the Plans and/or when you join Sharestore. In some circumstances, the processing is also justified because it is necessary so that we can perform our legal obligations.

We will use your information for the general administration of the Plans listed below and Sharestore and for any other share plans that Diageo may operate from time to time:

- The Diageo 2001 Share Incentive Plan
- The Diageo 2010 Sharesave Plan
- The Diageo plc 2006 Irish Profit Sharing Scheme
- Diageo plc 2017 Irish Share Ownership Plan
- UDV Ireland Group Employee Share Participation Scheme
- The Diageo plc 2009 Irish Sharesave Scheme
- The Diageo 2014 Long Term Incentive Plan
- The Diageo 2009 Executive Long Term Incentive Plan
- The Diageo plc Associated Companies Share Option Plan
- The Diageo 2011 Associated Companies Share Incentive Plan
- The Diageo 2008 Performance Share Plan
- The Diageo 2008 Senior Executive Share Option Plan
- The Diageo 2009 Discretionary Incentive Plan
- The Diageo Executive Share Option Plan
- The Diageo Sharestore

This means we will use your information for the following purposes:

- To invite you to take part in/enrol the Plans and Sharestore (if you are eligible) and how much you would like to contribute / invest (if applicable)
- To inform you of choices you have in relation to the Plans and Sharestore (e.g. what you would like to do with your shares on vesting, what happens to your shares if you leave the business)
- To send you statements to notify you of the number of shares or options awarded, vesting or released to you
- To record your participation, contributions (including any changes), track entitlements under options and awards and shares held and calculate and pay dividends
- To report to payroll any contribution, deductions or taxable gains
- To communicate with you in relation to your awards, shares and contributions, answer any queries you may have and to inform you about any updates to the Plans or Sharestore
- To seek your acceptance of any awards if required
- To obtain professional advice in relation to the Plans or Sharestore
- To deal with any complaints you might make and for training and quality checks on our services for the Plans and Sharestore

- To train our staff on improvement issues resulting from your queries
- To meet our on-going legal, regulatory and compliance obligations (e.g. complete our statutory reporting in relation to employee shares plans to HMRC, Irish Revenue Commissioners or other local authorities; to fulfil any reporting required under Market Abuse Regulations to the FCA (the regulator) and the market)
- To conduct statistical and reference exercises
- To update our records when you leave the business (including recording your reason for leaving under the Plan rules and the date of leaving), or if you go on an international assignment, or are on long term leave from the business
- To provide information to other Diageo group entities in relation to legal proceedings, tax or regulatory investigations if required
- To calculate the number of shares that you may be entitled to (e.g. we will use your earnings to calculate the value of your Freeshares or Irish Profit Share awards)
- To be able to hold shares on your behalf in Sharestore and act on your instructions (for example, to sell your shares).

2. WE WILL ALSO USE YOUR INFORMATION FOR PURPOSES CONNECTED WITH MANAGEMENT, RUNNING AND PARTICIPATION OF THE PLANS AND SHARESTORE

We also use your information to carry out the following activities:

- We will manage our internal systems, processes and our use of technology, including testing and upgrading of systems
- We will provide you with newsletters and flyers and obtain your feedback about the operation of the Plans and Sharestore
- We will communicate with you when we are required to do so if you are on long term leave or if you leave the business (e.g. if you are on leave over an invitation window we may send your invitation to your personal contact details, or if you leave the business and have a limited time in which to take any action regarding your shares)
- We may send your information to your local HR or payroll team in connection with the Plans and Sharestore

3. WE COLLECT A RANGE OF INFORMATION ABOUT YOU TO CARRY OUT THESE PURPOSES

To carry out these purposes we hold and use the following information about you:

- Share Reference Number, Workday ID, Government ID (NI Number/PPS/Social Security), Payroll Number
- Title, First Names (Legal Name), Surname (Legal Name), Gender, Employing Company
- Home Residence Address, Region, Country of Residence, Nationality, Post Code

- Diageo e-mail address, Start Date In Employing Company, Date of Birth
- Information relating to your employment, including employer, dates of employment, job title, employment grade, employment location, details of any international assignment, reason for leaving, date of leaving
- Bank account details
- Information relating to your Plan participation, including the date you joined the Plans, the Plans you participate in, the number of shares, award or cash awards allocated to you, your earnings and any relevant matters impacting your participation in the Plans or Sharestore
- Records of communications with you (including any complaints).

We will obtain some of this information from you when you become an employee with the Diageo group and your details are entered on to Workday. We receive a downstream of data from that system. We also obtain information from HR, payroll and global mobility teams (and vice versa will send them information relating to your Plan and Sharestore participation).

4. WE NEED TO DISCLOSE YOUR INFORMATION TO THIRD PARTIES

To carry out these purposes we also need to disclose your information to other members of the Diageo group and to the following third parties:

- The administrators of the Plans and Sharestore
- Diageo's professional advisers
- Third parties to whom Diageo is required to transfer data by law or regulatory requirements (e.g. government and regulatory authorities)
- Registrars
- Brokers
- Trustees
- Banks
- Future purchasers of any Diageo group company or the business in which you work.

5. WE TRANSFER YOUR INFORMATION OUTSIDE THE EU IF YOU ARE BASED OUTSIDE THE EU

The use and disclosure of your information for the purposes set out above may involve transferring your information to countries outside of the European Economic Area (the "EEA"). We are also required to send your personal data out of the EEA within the Diageo group where requests are made from any of our global Diageo entities to calculate the value of Plan entitlements, as part of your employment with us or for audit purposes.

We also may move your data out of the EEA following the vesting of shares if you are awarded American Depositary Stock listed on the New York Stock Exchange which must be registered with our US Depositary bank (currently Citibank) where applicable.

The countries to which we transfer data may not operate an equivalent level of data protection standards although we confirm we will take reasonable steps to try to ensure that your personal data is treated securely and in accordance with this Privacy Notice and Data Protection Legislation. This includes having agreements in place with our service providers and / or other recipients of your personal data to ensure the security of your personal data.

To ensure an appropriate level of protection, we typically use a data transfer agreement in the appropriate standard form approved for this purpose by the European Commission or (where applicable) relevant authority in the United Kingdom. Further details of these transfers and information relating to these agreements are available from us on request.

6. RETENTION OF YOUR INFORMATION

As part of our commitment to your privacy, we do not seek to hold your personal data for any longer than necessary. Your personal data will be retained in accordance with our records retention protocol and based on relevant legal and business requirements. This may vary depending on which jurisdiction you are in but you can ask us for the period relevant to you by contacting us using the details at section 9 Other Matters below.

Your personal data will be retained for such period as is reasonably necessary for the proper running and administration of the Plans and Sharestore and the performance of Diageo's legal obligations and the pursuit of its legitimate interests. Our current retention policy is that data will be held for so long as you hold awards under the Plans or shares in Sharestore or, if longer, for so long as is required to comply with legal, regulatory or tax requirements.

7. SECURITY

We take the security of your personal data seriously and have put in place appropriate technical and organisational measures designed to safeguard the information we collect and use.

We operate privileged access on users accounts within the Diageo Shares team so that only those teams who require to process certain parts of your data will have access. However, the transmission of information via the internet and e-mail is not completely secure and we cannot guarantee the security of your information transmitted to our site. We therefore recommend that you do not include confidential, proprietary or sensitive information in your application to enter into one of our Plans or join Sharestore.

8. YOUR RIGHTS OVER YOUR INFORMATION

You have rights under Data Protection Legislation to access and correct your information and (in certain circumstances) to restrict its use, have it deleted or to require certain of your information to be transferred to you or a third party.

You can ask us to send you the information we have about you or ask us to send it to someone else through a subject access request by contacting firstpoint_europe@diageo.com with "Subject Access Request" in the subject line of the email or letter. You should set out the reason for the requests and specify exactly what data you would like to see and the periods of time you are referring to.

You also have the right to object to the processing of your information in certain circumstances. You can exercise any of these rights by contacting us at the address set out below.

You can also lodge a complaint about our processing of your personal information with a supervisory authority in the member state where you habitually reside or work, or where a breach has taken place. Details for the office of the Information Commissioner in the UK are available at www.ico.org.uk. and the data protection officer for Diageo plc is Helen.Gourdin@diageo.com.

9. OTHER MATTERS

To contact us about the matters set out above, please use the following details:

Diageo Shares Office
Edinburgh Park
5 Lochside Way
Edinburgh
EH12 9DT
diageoshareplans@diageo.com

For more information on your rights and how Diageo will use and protect your personal data, please go to the Europe Data Protection policy which is contained on the Data Privacy page on Mosaic; [DP Policy Link](#).

May 2018