

XOX BHD

Company Registration No. 201001016682 (900384-X)
(Incorporated in Malaysia)

BOARD DIVERSITY POLICY

1. INTRODUCTION

XOX Bhd (“XOX” or the “Company”) recognises the importance of boardroom diversity and values the benefits that diversity can bring to its Board of Directors (“Board”).

A diversified Board will promote and enhance the inclusion of different perspectives and ideas, decision making, knowledge, skills, experience, ethnicity, race, gender and professionals to ensure that the Company has the opportunity to benefit from all available talent. The promotion of a diverse Board makes prudent business sense and better corporate governance.

2. PRINCIPLES

The Company seeks to maintain a Board comprised of talented and dedicated directors with a diverse mix of expertise, experience, skills and backgrounds. The skills and backgrounds collectively represented on the Board should reflect the diverse nature of the business environment in which the Company operates. For the purposes of Board composition, diversity includes, but is not limited to, business experience, nationality, age, gender and ethnicity.

In this regard, the Nomination and Remuneration Committee (“NRC”) was tasked with the responsibility for identifying, assessing and recommending the right candidates to the Board as well as reviewing and assessing the composition and performance of the Board.

When assessing Board composition or identifying suitable candidates for appointment or reelection to the Board, the NRC will consider candidates on merit against objective criteria having due regard to the benefits of diversity and the needs of the Board in order to maintain an appropriate mix of skills, knowledge and experience on the Board.

In the process to create and achieve boardroom diversity, the NRC is tasked to undertake the following :-

- (a) The candidate is identified based upon the recommendation by the existing Directors, Senior Management staff, major shareholders and/or other consultants;
- (b) NRC will then assess the appropriate mix of diversity (including age, gender and ethnicity), skills, experience and expertise required by the Board;
- (c) Made recommendation to the Board in relation to the appointments; and
- (d) Decisions to be made by the Board on the proposed new appointment.

In addition, any search firm engaged, where required, to assist the Board or a committee of the Board in identifying candidates for appointment to the Board will be specifically directed to include diverse candidates generally.

The Board believes that a combination of competencies, skills, extensive experience and knowledge to strengthen the Board should remain a priority. Nevertheless, the Board will continuously strive to meet the targets for gender diversity requirements and will actively take the necessary measures towards promoting a corporate culture that embraces gender diversity in the boardroom.

The Board is mindful of trying to achieve diversity, where possible within the Board. However, the Board members' appointments will still be based on meritocracy as the main criteria.

3. REVIEW OF THE POLICY

The NRC will review and assess the effectiveness of this Policy as and when required and any recommendation for revisions shall be highlighted to the Board for approval.

END.