

**Cementir Holding N.V.**

**Board Diversity Policy**

## CONTENT

<b>1. INTRODUCTION</b> .....	page 3
<b>2. DIVERSITY ASPECTS</b> .....	page 3
<b>3. IMPLEMENTATION AND REPORTING</b> .....	page 4
3.1 Meeting the diversity objectives.....	page 4
3.2 Review and updates.....	page 4
3.3 Compliance with law.....	page 4

## 1 INTRODUCTION

- 1.1.1 The board of directors (the "**Board of Directors**") of Cementir Holding N.V. ("**Cementir**") has adopted this diversity policy (the "**Diversity Policy**") on 13 November 2019. The Board reviewed it on 9 March 2022, upon recommendation of the Remuneration and Nomination Committee, in the light of the Dutch Bill amending Dutch Civil Code on gender diversity ratios, effective from 1 January 2022. The Diversity Policy sets out the rules regarding the diversity of the composition of the Board of Directors. This Diversity Policy has been established also in accordance with best practice provision 2.1.5 of the Dutch Corporate Governance Code (the "**Code**"). The Diversity Policy is published on the Company's website.
- 1.1.2 The Board of Directors acknowledges the importance of diversity among all individuals who are working for Cementir. The Board of Directors should have a diversified composition, bringing along a well-balanced decision-making process and proper functioning of the respective members. The purpose of this Diversity Policy is therefore to lay down the aspects and objectives of diversity within Cementir and the intended implementation and reporting on it.

## 2 DIVERSITY ASPECTS

- 2.1.1 Considering the market in which Cementir operates, the following diversity aspects have been identified as relevant for Cementir and its business and will therefore be considered by the Board of Directors when selecting persons for the appointment as member of the Board of Directors:
- (a) nationality;
  - (b) age;
  - (c) gender; and
  - (d) education and experience.
- 2.1.2 Cementir has the objective to achieve diversity within the Board of Directors, more specifically Cementir would seek to:
- (a) pursue the gender diversity so that at least one-third of the members of the Board of Directors are women and at least one-third are men, in compliance with applicable laws; and

- (b) increase the nationality and age diversity as well as creating and maintaining a variation in education and experience within the Board of Directors.

### **3 IMPLEMENTATION AND REPORTING**

#### **3.1 Meeting the diversity objectives**

In order to meet the objective as referred to in art. 2.1.2, the diversity aspects referred to in art. 2.1.1 will be taken into account in formulating proposals for appointment or re-appointment of directors.

In addition, recruitment, talent development, appointment to roles, retention of employees, mentoring, coaching programs, training, development, target schemes, plans to achieve targets and reporting will be performed in compliance with applicable rules.

#### **3.2 Review and updates**

Any former policy on this subject is superseded by this Diversity Policy. This Diversity Policy and its implementation will be reviewed on a regular basis and may be amended if deemed necessary by the Board of Directors or else in compliance with the Group policy setting the rules for updating Cementir's procedures and having obtained the required approvals.

#### **3.3 Compliance with law**

Nothing in this Diversity Policy is intended to supersede, conflict or deviate from any mandatory provision of applicable law. In the event of any inconsistency, the relevant provision of law will apply.