



**MARINE & GENERAL  
BERHAD**

**CORPORATE DIVERSITY POLICY**

## **TABLE OF CONTENTS FOR THE CORPORATE DIVERSITY POLICY**

- 1.0 Board Diversity Policy
- 2.0 Employee Diversity Policy

## **1.0 BOARD DIVERSITY POLICY (“BDP”)**

### **1.1 Statement of the Policy**

- 1.1.1 The Company recognises and embraces the benefits of having a diverse Board, and sees increasing diversity at the Board level as an essential element in maintaining a competitive advantage.
- 1.1.2 A truly diversified Board will include and make good use of differences in the skills, regional origins, industry experience, background, gender, age, ethnicity and other qualities of Directors.
- 1.1.3 These differences will be considered in determining the optimum composition of the Board and when possible should be balanced appropriately.
- 1.1.4 All Board appointments are made on merit, in the context of skills and experience ensuring the Board as a whole, required to be effective.

### **1.2 Procedures**

- 1.2.1 The Board’s Nomination and Remuneration Committee (“the Committee”) reviews and assesses the Board composition on behalf of the Board and recommends the appointment of new Directors.
- 1.2.2 The Committee also oversees the conduct of the annual review of Board effectiveness:
  - a) In reviewing Board composition, the Committee will consider the benefits of all aspects of diversity including, but not limited to, those described above, in order to maintain an appropriate range and balance of skills, experience and background on the Board.
  - b) In identifying suitable candidates for appointment to the Board, the Committee will consider candidates on merit against objective criteria and with due regard for the benefits of diversity on the Board.

- 1.2.3 As part of the annual performance evaluation of the effectiveness of the Board, Board Committees and individual Directors, the Committee will consider the balance of skills, experience, independence and the diversity representation of the Board.

### **1.3 Measurable Objectives**

- 1.3.1 The Committee will discuss and agree all measurable objectives for achieving diversity on the Board and recommend them to the Board for adoption.
- 1.3.2 At any given time the Board may seek to improve one or more aspects of its diversity and measure progress accordingly.

- 1.3.3 The Board recognises the recommendation of the Malaysian Code of Corporate Governance 2017 issued by the Securities Commission for maintaining at least 30% of the Board with women and will take appropriate measures to meet the target.
- 1.3.4 However, the selection of female candidates to join the Board will be, in part, dependent on the pool of female candidates with the necessary skills, knowledge and experience.
- 1.3.5 The ultimate decision to appoint female candidates will be based on merit and contribution that the chosen candidate will bring to the Board.

#### **1.4 Monitoring and Reporting**

- 1.4.1 The Committee will report annually, in the corporate governance section of the Company's Annual Report, on the process it has used in relation to Board appointments.
- 1.4.2 Such report will include a summary of the BDP, the measurable objectives set for implementing the BDP and progress made towards achieving those objectives.

#### **1.5 Review of the BDP**

- 1.5.1 The Committee will review the BDP from time to time, which will include an assessment of the effectiveness of the BDP.
- 1.5.2 The Committee will discuss any revisions that may be required and recommend any such revisions to the Board for approval.

### **2.0 EMPLOYEE DIVERSITY POLICY ("EDP")**

#### **2.1 Statement of the Policy**

- 2.1.1 The Company is committed to actively managing diversity as a means of enhancing its performance by recognising and utilising the contribution of diverse skills and talent from its directors, officers and employees.
- 2.1.2 Diversity involves valuing and recognising the unique contribution people make because of their individual background and different skills, experiences and perspectives, including persons with co-existing domestic responsibilities. Diversity may result from a range factors including gender, age, ethnicity, cultural background or other personal factors. The Company values the differences between the people and the contribution these differences make to the Company.

## **2.2 Procedures**

2.2.1 The Board of Directors (“the Board”) assisted by the Management, is responsible for developing strategies to meet the objective of the Policy, and monitoring the progress of achieving the objectives through the monitoring and evaluation mechanism.

2.2.2 While it is important to promote diversity in terms of gender, age and ethnicity, the Company would take into consideration the following diversity strategies but not limited to:

- a) recruiting from a diverse pool of candidates for all positions, including senior management;
- b) identifying specific factors to take into account of the recruitment and selection processes to encourage diversity; and
- c) any other strategies the Board develops from time to time.

2.2.3 The Company will not set any fixed targets around age, gender and ethnicity, but will actively work towards having the appropriate diversity based on the strategies outlined above.

## **2.3 Measurable Objectives**

2.3.1 The Company encourages diversity in employment, and in the composition of its Board, as a means of ensuring the Company has an appropriate mix of skills and talent to conduct its business and achieve the Company’s goals. The Company will provide equal opportunities in respect to employment and employment conditions, including:

- a) Hiring: The Board will ensure appropriate selection criteria based on diverse skills, experience and perspectives is used when hiring new staff, including Board members. Job specifications, advertisements, application forms and contracts will not contain any direct or inferred discrimination. The Board is empowered to engage professional consultants to assist in the hiring process where it deems necessary.
- b) Training: All internal and external training opportunities will be based on merit and in light of the Company’s and individual needs. The Board will consider senior management training and executive mentoring programs to develop skills and experience to prepare employees for senior management and Board positions.
- c) Career Advancement: All decisions associated with career advancement, including promotions, transfers, and other assignments, will meet the Company’s needs and be determined on skill and merit.

## **2.4 Monitoring and Reporting**

2.4.1 The Board, through Nomination and Remuneration Committee, will monitor the scope and applicability of this policy, from time to time.

- 2.4.2 The Management is responsible for implementing, monitoring and reporting on the progress of achieving the objectives.

## **2.5 Review of the EDP**

- 2.5.1 The Committee will review the EDP from time to time, which will include an assessment of the effectiveness of the Policy.
- 2.5.2 The Committee will discuss any revisions that may be required and recommend any such revisions to the Board for approval.

The Policy has been approved by the Board of Directors on 29 November 2017.