



BOARD DIVERSITY POLICY

AEM Holdings Limited | November 2021

BOARD DIVERSITY POLICY



AEM

1.0 PURPOSE

This Board Diversity Policy (the “Policy”) sets out the approach and framework to achieve diversity on the Board of Directors (“Board”) of AEM Holdings Ltd. (“AEM” or the “Company”).

2.0 SCOPE

This Policy defines diversity within AEM Board leadership. This Policy should be read in conjunction with AEM Code of Business Conduct and Ethics, which outlines AEM’s commitment to creating a workplace which values and encourages inclusion and diversity.

3.0 PHILOSOPHY AND COMMITMENT

An effective Board requires directors that have the integrity, expertise, skill, time, and commitment to effectively carry out their duties. A well-balanced Board with directors from diverse backgrounds can provide fresh perspectives to solve business issues, foster growth and create value for AEM, and enhance corporate governance. A diverse Board is less likely to suffer from group-thinking, and will avoid conformity where limitations and biases may go unchecked. The Board is committed to greater diversity and adopting it as a strategic endeavour.

4.0 POLICY STATEMENT

AEM considers the concept of diversity to incorporate several aspects, such as professional experiences, business perspectives, industry discipline, gender, age, cultural and educational background, ethnicity, geographical background, skills, knowledge and other distinguishing qualities of the individual.

Gender diversity is recognized by the Board as an essential aspect of a well-balanced Board.

When making recommendations to the Board for the appointment of director, the Nominating Committee (“NC”) will ensure that:

- female candidates are included for consideration,
- the requirement to present female candidates will be made known where external consultants are used for the search, and
- there is female representation on the Board.

The NC adopts a deliberate and targeted board renewal process. It proactively assesses AEM’s Board composition needs and uses it as an objective criterion for candidate selection. The final decision is based on merit; to complement and expand the skills and experience of the Board as a whole.

5.0 MONITORING AND DISCLOSURE

The NC will monitor the implementation of this Policy and report to the Board on the progress made towards achieving Board diversity on an annual basis. Disclosure on the progress will be made in the Corporate Governance section of AEM Annual Report.

This Policy will be made available, and updated as required, on AEM’s website for public information.

6.0 REVIEW OF POLICY

On an annual basis, the NC will review this Policy to ensure it remains relevant and effective with AEM’s overall Inclusion and Diversity objectives. The NC will recommend any revision, if required, to Board for consideration and approval.