

POLICY STATEMENT	Robinsons Retail Holdings, Inc. (“RRHI”, or the “Company”) is committed to fostering an inclusive and diverse corporate culture that values and leverages the unique talents, perspectives, and backgrounds of our Board of Directors. The Company recognizes the benefits of having a diverse Board of Directors (the “Board”), and its value in maintaining sound corporate governance while achieving strategic objectives and sustainable growth.
OBJECTIVE	The Board Diversity Policy (the “Policy”) establishes the approach to realize diversity of Board membership on an on-going basis reflecting a broad range of skills, experiences, and backgrounds, including but not limited to gender, age, culture, education, geographical location, and professional expertise.
SCOPE AND COVERAGE	The Policy applies to the Board of Directors. It does not apply to diversity in relation to the employees of the Company who are covered by the internal guidelines of the Company’s Human Resources Department.
GENERAL POLICIES	<ol style="list-style-type: none"> 1. The Company recognizes the benefits of having a diverse Board, and its increasing value in maintaining sound corporate governance, achieving strategic objectives, realizing sustainable growth, and balanced development. 2. Board diversity shall be considered from varied aspects when structuring the Board’s composition including but not limited to gender, age, culture and educational background, geographical location, professional experience, skills, knowledge, length of service of directors, and other regulatory requirements. The Board shall likewise strive to ensure that there is independence in the Board membership and may consider having women in the Board. 3. The varied aspects of diversity shall be considered and appropriately balanced in determining the optimum composition of the Board. 4. The Remuneration, Nomination and Succession Planning Committee (the “Committee”) shall: <ol style="list-style-type: none"> 4.1. review and assess the structure, size, and composition of the Board; 4.2. examine the selection standards, nomination, and recruitment process of directors; and 4.3. review at least once a year the independence of the members of the Board. 5. The Committee shall oversee the conduct of the annual review of Board effectiveness. The annual review shall consider the benefits of all aspects of diversity including, but not limited to, those described above, in order to enable it to discharge its duties and responsibilities effectively. 6. As part of the annual performance evaluation of the effectiveness of the Board, Board Committees, and individual Directors, the balance of skills, experience, independence, knowledge of the Company, and the diversity representation of the Board, how the Board works together as a unit, and other factors relevant to its effectiveness will be assessed. 7. The Committee will maintain a Board Matrix that identifies the skills, experiences, and diversity characteristics of the Board to monitor progress on the Board’s diversity objectives. This matrix will be used to assess the Board’s composition and identify areas for improvement.

Framework

Annual Review, Monitoring, and Assessment

Annual Reporting

8. The Committee shall report annually on the process it adopted in relation to Board appointments, highlighting the diversity metrics and progress made in achieving the Board's diversity objectives.

POLICY REVIEW

The Committee shall review the Policy annually to assess its effectiveness. The Committee shall discuss and recommend amendments to the Board, as it deems necessary.

EFFECTIVITY

This Policy shall take effect upon approval and shall continue to be in full force unless superseded by new policies and guidelines.

-oOo-

