

**EAGLE CEMENT CORPORATION**

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BOARD DIVERSITY POLICY**1. Policy Statement**

Eagle Cement Corporation (ECC) recognizes the value of a diverse board to avoid groupthink, encourage independent and healthy discussion among the directors, and achieve a well-informed and optimal decision-making of the Board.

2. Diverse Composition of the Board of Directors

ECC shall maintain a diverse Board of Directors composed of individuals with various qualifications, background and skills to contribute relevant knowledge, independent judgment and industry experience. As much as practicable, the board composition shall observe diversity and sufficient representations in gender, age, culture, skills, competence and knowledge, to contribute different perspectives, challenge traditions, and facilitate objective discussions.

The Board shall always ensure that its appropriate mix of competence and expertise will enable the members, individually and collectively, to fulfill their roles and respond to the needs of the organization based on evolving business environment and strategic direction.

3. Role of the Corporate Governance Committee

The Corporate Governance (CG) Committee has a special duty of defining the general profile of board members that ECC may need and ensuring appropriate knowledge, competencies and expertise that complement the existing skills of the Board. In evaluating the suitability of individual board members and promoting diversity in the composition of the Board, the CG Committee shall consider whether the nominees are fit and qualified, taking into account their relevant qualifications, including their interest to remain engaged and involved without undue prejudice to race, gender, ethnic origin, religion, age, or sexual orientation.

The Corporate Governance Committee shall regularly assess the structure and composition of the Board to ensure the diverse representation and balance of age, gender, skills, experience, knowledge, and independence of the Board.

4. Policy Review

This Policy shall be subject to review of the Corporate Governance Committee to ensure its relevance, adequacy and effectiveness, and its compliance with laws and regulations, and to benchmark on the best corporate governance practices.