

Public



Gender Diversity

Policy

**LuxCSD
Version 1.2**

Issued by Human Resources

August 2019

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|---------------------------------|----------------------|
| Human Resources - Policy | Page: 2/ 7 |
| Gender Diversity Policy | Ref: Human Resources |
| Public | Date: August 2019 |

Table of Contents

| | | |
|----|---|---|
| 1. | Purpose and objectives | 5 |
| 2. | Definitions | 5 |
| 3. | Scope | 5 |
| 4. | Principles | 5 |
| 5. | Measures to meet objectives | 6 |
| 6. | Responsibility, Change History and Publication..... | 6 |
| I. | Attachment | 7 |

| | |
|---------------------------------|----------------------|
| Human Resources - Policy | Page: 2/ 7 |
| Gender Diversity Policy | Ref: Human Resources |
| Public | Date: August 2019 |

1. Purpose and objectives

The purpose of this policy is to set out the approach how to increase the number of the under-represented gender in the Board of Directors of LuxCSD S.A. (the “**Company**”). With this policy, the Company underlines the benefits of having a balanced gender diversity and meets the requirements on Art. 27 (4) of the Regulation (EU) No 909/2014 of the European Parliament and of the Council of 23 July 2014 on improving securities settlement in the European Union and on central securities depositories and amending Directives 98/26/EC and 2014/65/EU and Regulation (EU) No 236/2012 (“**CSDR**”).

The objective of this Policy is:

To describe objectives and measures on how to increase the number of the under-represented gender in the Board of Directors of the Company.

2. Definitions

In this policy, “**Board**” shall refer to the Board of Directors.

“**Company**” shall mean LuxCSD S.A..

“**Board of Directors**”, (“**BoD**”), means the Board of Directors of LuxCSD S.A. The BoD operates as a body in accordance with Article 64 of the Companies Act. For the purposes of CSDR it shall be read as “management body”.

3. Scope

This policy applies to LuxCSD S.A.

4. Principles

- The Board shall be composed of suitable members of sufficiently good repute with an appropriate mix of skills, experience and knowledge of the entity and of the market in which the Company operates.
- The non-executive members of the Board shall discuss and agree at least every five years on the target for the representation of the under-represented gender in the Board.
- The non-executive members of the Board shall discuss and agree at least every five years measurable objectives for achieving gender diversity in the Board and decide on implementation measures. At any given time, the Board may seek to improve one or more aspects of its diversity and measure progress accordingly.

| | |
|---------------------------------|----------------------|
| Human Resources - Policy | Page: 2/ 7 |
| Gender Diversity Policy | Ref: Human Resources |
| Public | Date: August 2019 |

5. Measures to meet objectives

- The Board aims to increase the participation of the under-represented gender in the course of the regular re-election.
- The Board supports and makes use of programs to promote the under-represented gender on different leadership levels – such as the Female Executive Mentoring (FEM) program, which is a part of the gender diversity initiative of Group Deutsche Börse as well as the Deutsche Börse Group’s Women’s Network.
- Within Company’s succession planning a special emphasis is put on increasing the quota of the under-represented gender by identifying suitable deputies and potential successors within the pool of the under-represented gender.

6. Responsibility, Change History and Publication

The Policy Owner is Global HR Business Relations - Post Trade, Data & Index.

The publication, update and maintenance of the policy is the responsibility of the Policy Owner. The non-executive members of the Board of Directors will review the Policy at least every five years. Significant changes are documented for audit trail.

This Policy will be published on the website of the Company.

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|---------------------------------|----------------------|
| Human Resources - Policy | Page: 2/ 7 |
| Gender Diversity Policy | Ref: Human Resources |
| Public | Date: August 2019 |

I. Attachment

Extract from Article 27 of the REGULATION (EU) No 909/2014 OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL of 23 July 2014

on improving securities settlement in the European Union and on central securities depositories and amending Directives 98/26/EC and 2014/65/EU and Regulation (EU) No 236/2012

as published in the Official Journal of the European Union L257

Article 27

Senior management, management body and shareholders

4. The management body shall be composed of suitable members of sufficiently good repute with an appropriate mix of skills, experience and knowledge of the entity and of the market. The non-executive members of the management body shall decide on a target for the representation of the under-represented gender in the management body and prepare a policy on how to increase the number of the under-represented gender in order to meet that target. The target, policy and its implementation shall be made public.