

Policy on the Diversity of the Management and Supervisory Boards of the Ljubljana Stock Exchange



LJUBLJANSKA BORZA
LJUBLJANA *Stock Exchange*

Ljubljana, 21 January 2019



Pursuant to the Corporate Governance Code for Listed Companies, which is in force from 1 January 2017 onwards, the Management Board of the Ljubljana Stock Exchange (hereafter: Exchange) adopted in its meeting on 21 January 2019, with the consent of the Supervisory Board granted in its 24th Correspondence Session of 24 January 2019, the following document:

Policy on the Diversity of the Management and Supervisory Boards of the Ljubljana Stock Exchange

1. Purpose and Aim of the Diversity Policy

The policy on diversity in the structure of the management board and the supervisory board of the Ljubljana Stock Exchange (hereinafter: the policy), defines the frameworks that enable the management and supervisory boards to be diverse, but each body itself delineates an appropriate homogeneous whole.

The aim of the policy is to achieve a greater diversity of the company's management and supervisory board, which will contribute to the greater quality and efficiency of these bodies as a whole, diversity of opinions and a balanced acceptance of current and long-term risks and opportunities associated with the company's operations.

The principles for ensuring the diversity set by this policy are taken into account by the Supervisory Board when defining the criteria to be taken into consideration when selecting a new member of the Management Board or the Supervisory Board in accordance with the Policy for Assessing the Suitability of Members of the Management Board and the Supervisory Board of the Ljubljana Stock Exchange.

2. The Principles for Ensuring the Diversity of the Members of the Management and Supervisory Boards

With this policy and the Policy for Assessing the Suitability of Members of the Management Board and the Supervisory Board the management and supervisory boards encourage the diversity of members in both bodies.

The principles for ensuring diversity to be taken into account when appointing and assessing the composition of the management and supervisory boards are in particular:

- Heterogeneous composition of the management board and the supervisory board, which means that the members have mutually complementary professional knowledge, experience and skills;
- Adequate continuity should be ensured, which means an appropriate balance between the current and new members of the management board and the supervisory board;
- The pool of potential candidates for members of the management board and the supervisory board should also take into account diversity in terms of gender and age.

As far as possible, the above principles should be taken into account to ensure the effectiveness of each body as a whole.



The Supervisory Board or the commission of the supervisory board for appointments should take this policy into account, in particular:

- When selecting and forming a proposal for candidates for the supervisory board to the general meeting of shareholders of the company.
- When appointing members to the management board of the company.
- When carrying out self-assessment of the work of the supervisory board, which should include an assessment of the composition of the management board and the supervisory board from the perspective of ensuring diversity.

For the purpose of the mentioned policy and to exercise its statutory powers and responsibilities regarding the appointment of members of the company's management board and proposing nominees for supervisory board members to the general meeting, the supervisory board may lay down detailed criteria and procedures for selecting candidates.

3. Monitoring Policy Implementation and Reporting

The supervisory board reports annually on the implementation of this policy as part of its corporate governance statement published with the company's annual report.

4. Final Provision

This "Policy on the diversity of the management and supervisory boards of the Ljubljana Stock Exchange" was adopted by the Management Board on 21 January 2019 and was approved by the Supervisory Board on its session on 24 January 2019.

It shall enter into force on the day of the approval by the Supervisory Board and shall remain in force until its amendment.

Ljubljana, 21 January 2019

Ljubljana Stock Exchange

Nina Vičar, MSc
Member of the Management Board

Aleš Ipavec, MSc
President of the Management Board