

OCI Diversity and Inclusion Policy for the Board and senior leaders

Version 1 | November 2023

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Introduction

This 'OCI Diversity and Inclusion Policy for the Board and senior leaders' (the '**Policy**') aims to establish a framework for valuing, promoting supporting, and embedding diversity and inclusion in the OCI group of companies¹ ('**OCI**', or the '**Group**') at the most senior levels in the organization worldwide.

At OCI, we believe that diversity and inclusion is crucial to our business success. We strive to build and maintain an organization which collectively reflects the diverse nature of our wider workforce in an equitable manner as well as reflects the business environment in which OCI operates. We also believe that an organization composed of individuals with a wide range of skills, experience, backgrounds, and perspectives has several competitive advantages.

This also applies to the Board of Directors of OCI N.V. (the '**Board**') and our senior leaders² throughout the Group. Competitive advantages of diversity and inclusion at these levels include the sharing of their communalities as well as their diverse perspectives and unique qualities, balanced decision-making, enhanced oversight and well-functioning of the Board and senior leaders in general, and longer-term stability in the strategic staffing of these positions.

Furthermore, the Board recognizes that diversity and inclusion should not be limited to the levels of the Board and senior leaders, but should extend to all areas of OCI's business. Building and maintaining a diverse group of competent individuals composing our Board and senior leaders and fostering a culture of inclusion among them sets the 'tone at the top' for a diverse and inclusive culture worldwide.

The Policy

This Policy applies to the Board and the senior leadership of OCI N.V. and its majority-owned subsidiaries, with the exception of Fertiglobe. Fertiglobe, as separate listed entity, and OCI minority-owned entities are invited to adopt and implement this Policy on a voluntary basis.

This Policy is fully aligned with the 'OCI Group Diversity and Inclusion Policy' that applies throughout the Group (the '**Group Policy**'). In addition, this Policy is reflective of the legal requirements for the diversity of our Board pursuant to Dutch law, and any other legal and regulatory diversity and inclusion requirements applicable to the Board and the senior leaders. The purpose of this Policy is not to favor certain individuals or groups, or to have the effect of excluding other individuals or groups. The following topics are addressed in this Policy:

- (i) the diversity factors relevant to the Board and the senior leaders;
- (ii) the ambitions set in relation to diversity within the Board and senior leaders;
- (iii) inclusion in OCI worldwide; and
- (iv) the execution of and reporting on the Policy.

This Policy is effective as of 1 November 2023. The Board, upon advice of its Nomination and Remuneration Committee, shall review and update the Policy on a regular basis, if and when necessary. The Policy is made available to all stakeholders via OCI's website: <https://oci-global.com>.

Diversity factors

The following – visible and invisible - diversity attributes, characteristics, and perspectives that may distinguish individuals and groups from one another, have been identified as relevant for the Board and the senior leaders throughout the Group:

¹ These are OCI N.V. and its subsidiaries.

² Definition of senior leaders: (a) in non-site entities and organizational units: CEO direct reports and subsequent direct reports; (b) in site entities: site leads and site lead direct reports.

- (i) professional experience: business/ industry expertise and background, preferably in capital intensive industries (not limited to chemical manufacturing only), and (international) management/ leadership track records and merit;
- (ii) gender;
- (iii) nationality, ethnic origin, and/ or race³; and
- (iv) current composition of/ diversity in the existing team.

Other factors that lead to a more diversified composition of the team, such as age, educational background, sexual orientation, or disability, may also be considered, if this would lead to an overall better understanding of the business and the environment OCI is operating in and/ or an improved performance of the team, and, at the same time, would not constitute a violation of the privacy of the individual concerned.

Diversity ambitions

With regard to its gender and ethnic diversity ambitions for its senior leaders, the Board sets stretching annual and longer-term goals and targets derived from its overall strategic goals.

The following specific diversity ambitions have been identified to safeguard the diversity within the Board and the senior leaders throughout the Group:

- (i) Maintain the minimum gender diversity balance among the Non-Executive Directors in the Board as determined by Dutch law;
- (ii) Ensure the gender diversity balance among the Executive Directors in the Board as a reflection of the gender diversity balance in OCI is maintained at minimum;
- (iii) Ensure the gender balance within the group of senior leaders throughout the Group as a reflection of its wider workforce in the geographical regions OCI operates in is maintained at minimum, as well as in the period up to 2030, increase this balance with the aim to reach a composition within the group of senior leaders equal to or exceeding the senior leaders median gender balance in the Chemical industry sector in the geographical regions of our operations; and
- (iv) Increase the ethnic diversity balance within the group of senior leaders with the aim to reach a composition within the group of senior leaders reflective of the wider workforce – at a local and regional level -, and reflective of the communities OCI operates in – at a local level.

In order to meet OCI's diversity ambitions, goals and targets, the diversity factors as referred to in this Policy and the Group Policy will be considered and be taken into account for reviewing the composition of the Board and the senior leaders, succession planning, recruitment and appointment to roles, talent development, retention, mentoring and coaching programs, and training and development.

Inclusion

OCI is committed to fostering a culture where our staff feels valued, respected, and supported, regardless of their nature, qualities, background, and/ or identity. We will not tolerate any discrimination, exclusion, or other forms of harassment based on the basis of, or grounded in differences that are irrelevant to job performance and social contributions. The Board and senior leaders have an active responsibility to value, promote, support, and embed a culture of inclusiveness, as well as to not tolerate any discrimination, exclusion, or other forms of harassment on the basis of, or grounded in differences that are irrelevant to job performance and social contributions.

Execution and reporting

Annually, OCI will report on the Policy and its execution, including the progress achieved on its diversity ambitions, in the corporate governance section of the Annual Report of the year at hand, and, per Dutch law, to The Social Economic Council (*Sociaal Economische Raad*).

³ Race will only be considered relevant, where this has a legal bearing, e.g. as one of the officially recognized categories of diversity.

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