



# BOARD COMPOSITION AND EVALUATION

The Board is comprised of independent directors and the CEO. All members of the Audit, Board Affairs, Compensation and Public Issues and Contributions committees are independent. Individual directors leverage their experience and knowledge in Board and committee deliberations. Board decisions reflect the collective wisdom of the group.

The Board Affairs Committee, chaired by the independent lead director, recommends committee assignments to the full Board. The recommendations, including committee chairs, consider the tenure, skills and experiences of each director and the collective group to ensure a diverse representation.

The Board and each of the Board committees conduct a robust and thorough evaluation of their performance and effectiveness, as well as potential changes to the committees' charters. The independent lead director leads the evaluation process, which occurs annually or more frequently, as needed.

## **BOARD REFRESHMENT AND DIRECTOR ONBOARDING**

The Board refreshment process is led by the Board Affairs Committee, which incorporates the perspectives of external experts and shareholders. The process values a diverse slate of experienced and highly qualified Board members who bring unique perspectives to deliberations and discussions.

Qualifications sought for director nominees are documented in the Board's Guidelines for the Selection of Non-Employee Directors available on [exxonmobil.com](https://www.exxonmobil.com). Important director competencies, built from these qualifications, include experience in risk management, global business leadership, finance, energy, operations, science, environment, climate, business transition, technology, and research.

Newly elected directors participate in comprehensive onboarding sessions designed to cover a wide range of topics, which helps greatly accelerate the learning curve for new board members.