

Governance & Role Matrix — Draft (No Hiring Commitments)

RXW Holding Limited (proposed) | Date: 2025-11-05 (UTC)

Principles

- Define all critical functions now; appointments to be finalised post-IPA and prior to final approval.
- Segregation of duties across compliance, treasury, and technology; dual-control for mint/burn.
- Interim coverage by Founder until appointments are made; external counsel/auditors to augment capacity.

Role Matrix (draft)

Role	Current Owner	Key Responsibilities	Timing	Outsource
Founder / CEO	Shaochi Wang	Strategy, FSRA liaison, capital placement, governance	immediate	no
Compliance Officer (Int'l) / MLRO	Shaochi Wang (tentative)	Regulatory reporting, KYC/AML, sanctions, SAP/STRVA, AML, compliance	Tentative	yes
CTO / Smart Contract Lead	TBD	Contract security, key management, R&D, confirmation of smart contracts, incident response	Q1 2026	no
Operations Manager	TBD	Mint/redeem processing, client support, reconciliation, SLA monitoring	Post-IPA	no
Treasury & Settlement	TBD (with CEO oversight)	Relationships, reserve allocation, cash management	Post-IPA within policy	no
Risk & Internal Audit	External provider (TBD)	Assessment, control testing, risk register, test strategy	Post-IPA	no
Legal & Company Secretary	External counsel (TBD)	Corporate filings, contracts, policy review, AGM submissions	As needed	no
InfoSec / Cybersecurity	TBD + external vendor	Security posture, penetration testing	Post-IPA	HSBC monitoring
Data Protection Officer (DPO)		Privacy policy, data handling reviews, regulator reporting	Post-IPA	possible

Mint/Burn RACI (high-level)

Function	CEO	CO/MLRO	Treasury	Ops	CTO/Sec	Legal/External
KYC approval	I	A/R	I	C	I	C
Funds cleared confirmation	I	C	A/R	R	I	I
Mint authorisation	A	C	R	C	C	I
Burn authorisation	A	C	R	C	C	I
Key management (multi-sig)	C	C	A/R	I	R	I
Incident response	A	C	R	R	R	C
Regulatory reporting	C	A/R	C	I	I	C

Legend: R = Responsible; A = Accountable; C = Consulted; I = Informed

Notes

- Interim coverage by Founder until formal appointments are made.

- Dual-control: mint/burn requires multi-sig, separating Compliance, Treasury, and Technology responsibilities.
- External audit and legal counsel will augment internal capacity during pre-approval and go-live phases.