

# 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 planning, governance	Pre-IPA	No
Compliance Officer (Interim)	Shaochi Wang (Interim)	Regulatory reporting, KYC/AML, sanctions, AML, ST-PS, high compliance	Pre-IPA	Possible
CTO / Smart Contract Lead	TBD	Contract security, key management, wallet, confirming Q2 2026	Pre-IPA	No
Operations Manager	TBD	Mint/redeem processing, client support, reconciliation, SLA monitoring	Post-IPA	No
Treasury & Settlement	TBD (with CEO oversight)	Banking relationships, reserve allocation, cash management	Post-IPA	No
Risk & Internal Audit	External provider (TBD)	Risk assessment, control testing, internal control	Pre-IPA	Possible
Legal & Company Secretary	External counsel (TBD)	Corporate filings, contracts, policy review, ADGM KYC submissions	Pre-IPA	No
InfoSec / Cybersecurity	TBD + external vendor	Security posture, penetration testing, incident response, HOC monitoring	Post-IPA	No
Data Protection Officer (DPO)	TBD	Privacy policy, data handling review, regulator response	Pre-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.