

Nomination & Appointment of Directors

The Nomination & Governance Committee has adopted the following policies and procedures for the nomination and appointment of new directors.

- The Committee will periodically review the size and composition of the Board, including the length of tenure of directors and competencies of existing directors, as part of its succession planning review for the Board.
- In carrying out such reviews, the Committee will consider whether the Board has an appropriate mix of skills, knowledge, experience, independence and diversity as outlined in its board skills matrix.
- In the event of the retirement of an existing director or the casual appointment of a new director, the Committee will determine the range of skills, experience and expertise beneficial to the Board in respect of any new candidate recommended for appointment.
- Where a new appointment to the Board is sought, the Committee may seek the assistance of external consultants to identify appropriate candidates for directorship.
- A potential candidate will be required to provide to the Committee details of other relevant commitments, including time commitments and other directorships.
- Appropriate checks, including a police and bankruptcy checks, will be undertaken on potential candidates before their appointment to ensure that the person is an appropriate candidate.
- The Committee will provide an indication to the prospective director of any time commitment anticipated as a director of the Company and will require the candidate to specifically acknowledge that he/she has sufficient time to meet those expectations.
- The appointment of a new director will be made pursuant to a letter of appointment and there will be an induction and continuing professional development programs for the directors.
- The Committee will also, where appropriate, follow the Corporate Governance Principles and Recommendations issued by the ASX Corporate Governance Council.