

## Selection and Appointment of Directors Policy

Adopted by the Board 20 September 2022

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### Composition:

The Board shall ensure that, collectively, it includes Directors with the appropriate range and expertise to properly fulfil its responsibilities, including:

1. Accounting and finance;
2. Business development and risk management;
3. Industry and public company experience; and
4. An appropriate ratio and skills matrix for Executive and Non-Executive Directors.

### Appointment of Additional Directors:

#### Procedures:

In the circumstances where the Board believes there is a need to appoint another Director, whether due to the retirement of a Director, or growth or increased complexity of the affairs of the Company, the following procedures are to be followed:

1. Consideration of the skills and experience appropriate for the proposed appointee, having regard to those of the existing Directors and any other likely changes to the Board;
2. Agree the process and timetable for seeking the proposed appointee;
3. A short list of candidates will be prepared for the Board's consideration and interview. The selection process will encourage visitation to the Company's operating sites and an understanding of management information systems.
4. Candidates will be assessed on the following basis:
  - (a) Competencies and qualifications;
  - (b) Independence;
  - (c) Other directorships;
  - (d) Time availability
  - (e) Contribution to the overall balance of the composition of the Board; and
  - (f) Depth of understanding of the role and legal obligations of a Director.
5. If an invitation to become a Director is accepted, the Board will appoint the new Director, subject to the entering into of a written Agreement with that Director setting out the terms of their appointment.
6. Any Director appointed by the Board will stand for re-election by Shareholders at the next following Annual General Meeting of the Company. Prior to that Meeting, Shareholders are to be provided with all relevant information on the Director standing for re-election.

#### Checks to be Undertaken:

Appropriate checks are to be undertaken prior to the appointment of a new Director or putting forward a candidate for election as a Director to the Shareholders.

1. The checks are to be made in the following areas:
  - (a) Character;
  - (b) Experience;
  - (c) Education;
  - (d) Criminal history; and
  - (e) Bankruptcy record.
2. Shareholders are to be provided with all material information in the Company's possession relevant to a decision on whether or not to elect or re-elect a Director.

**Induction:**

When appointed to the Board, a new Director will receive an induction appropriate to their experience, to allow them to gain knowledge about the:

1. Company,
2. Industry within which the Company operates;
3. Company's financial, strategic, operational and risk management position.

**Review of Board Composition:**

The composition of the Board is to be regularly reviewed by the Chairman to ensure that the Board continues to have the mix of skills and experience necessary for the conduct of the Company's activities.

*This Policy is reviewed annually.*