



Diversity Policy

Adacel Technologies Limited

ACN 079 672 281

(the Company)

Adopted by the Board on 21 July 2017

Last reviewed by the Board on 11 July 2019.

Diversity Policy

Adacel Technologies Limited (the Company)

1. Background

1.1 Overview

The Company is a forward thinking and dynamic organisation that holds its people in the highest esteem and considers them to be its greatest asset.

The Company's workforce is made up of many individuals with diverse skills, values, experiences, backgrounds and attributes including those gained on account of their gender, age, disability, ethnicity, marital or family status, religious or cultural background, sexual orientation and gender identity.

1.1 Diversity Policy Statement

The Company values and is proud of its strong and diverse workforce. It is committed to supporting and further developing this diversity through attracting, recruiting, engaging and retaining diverse talent and aligning the Company's culture and management systems with this commitment.

The Company believes that such a commitment to diversity creates competitive advantage and enhances employee participation, and in this way is essential to the organisation continuing to succeed and grow strong.

2. Key Principles

2.1 Strategies

The Company is committed to providing and promoting a corporate culture which embraces diversity in line with the Diversity Policy Statement, and aims to do so via:

- (a) promoting the principles of merit and fairness when making decisions about recruitment, development, promotion, remuneration and flexible work arrangements;
- (b) having an overall transparent process for the review and appointment of senior management positions and Board members;
- (c) recruiting from a diverse pool of qualified candidates, where appropriate engaging a professional search / recruitment firm, advertising vacancies widely, making efforts to identify prospective employees who have diversity attributes and ensuring diversity of members on the selection / interview panel when selecting and appointing new employees (including senior management) and new Board members;
- (d) embedding the importance of diversity within the Company's culture by encouraging and fostering a commitment to diversity by leaders at all levels whilst recognising that diversity is the responsibility of all employees;
- (e) recognising that employees may have family responsibilities;

- (f) reinforcing with our people that in order to have a properly functioning and diverse workplace, discrimination, harassment, vilification and victimisation will not be tolerated within the Company; and
- (g) continuing to review and develop policies and procedures to ensure diversity within the organisation, including with the adoption of key performance indicators for senior executives to measure the achievement of diversity objectives under the Company's diversity policy.

2.2 Key Initiatives and Programs

The Company also aims to introduce and / or maintain the following programs and initiatives to assist with improving diversity within the organisation:

- (a) mentoring programs;
- (b) career opportunity and targeted professional development programs including those aimed at helping employees develop skills and experience in preparation for senior management and board positions;
- (c) work life balance policies including flexible work options, access to childcare facilities, return to work programs and the like; and
- (d) networking opportunities.

2.3 Measurable Objectives

The Company will set and implement measurable objectives to achieve gender diversity.

Management will develop, for approval by the Board or its relevant sub-committee, as appropriate the measurable objectives.

At least annually, management will monitor, review and report to the Board (including via the Remuneration and Nomination Committee) on the achievement of these matters, gender diversity and the Company's progress under this policy more broadly.

2.4 Communication

In order to promote transparency and accountability and to further the objectives of this policy the Company will:

- (a) post a copy of this policy or a summary of it on its website; and
- (b) disclose a copy of the policy or a summary of it in the Company's annual report.

2.5 Compliance Requirements

The Company is committed to meeting its obligations with respect to "Diversity" under the ASX Corporate Governance Principles and Recommendations (3rd Edition) (**ASX Recommendations**) and any other applicable regulatory requirements, including by:

- (a) establishing this policy (pursuant to ASX Recommendation 1.5(a));
- (b) establishing measurable objectives for achieving gender diversity (pursuant to ASX Recommendation 1.5(a));

- (c) the Board annually assessing the measurable objectives and the Company's progress in achieving them (pursuant to ASX Recommendation 1.5(a));
- (d) disclosing this policy or a summary of it on the Company's website and in its annual report (pursuant to ASX Recommendation 1.5(b));
- (e) disclosing the measurable objectives and progress in achieving them in its annual report (pursuant to ASX Recommendation 1.5(c)); and
- (f) disclosing the proportion of men and women employees on the Board, in senior executive positions and across the entire Company, in its annual report (pursuant to ASX Recommendation 1.5(c)).

The Company Secretary is responsible for ensuring that the Company meets its compliance and reporting obligations referred to above.

2.6 Responsibilities

The Board is ultimately accountable for this policy.

The Managing Director and members of the leadership team are responsible for the implementation of this policy and monitoring compliance with it, with the Company Secretary being responsible for the administration of the policy (including in relation to reporting to the Board, or its relevant Board committee as appropriate).

3. Other matters

3.1 Overriding principles

Nothing in this policy will be taken, interpreted or construed so as to endorse:

- (a) the principal criteria for selection and promotion of people to work within the Company being other than their overall relative prospect of adding value to the Company and enhancing the probability of achievement of the Company's objectives;
- (b) any discriminatory behaviour by or within the Company contrary to the law, or any applicable codes of conduct or behaviour for the Company and its personnel; and
- (c) any existing person within the Company being prejudiced by this policy in their career development or otherwise, merely because their diversity attributes at any time may be more, rather than less, common with others.

3.2 Adoption of Policy and Board review

This Policy was adopted by the Board on 21 July 2017, and takes effect from that date and replaces any previous charter in this regard.

The Board will review this Policy periodically. The Company Secretary will communicate any amendments to employees as appropriate.

3.3 Amendments to this Policy

The Company may discontinue or amend any part or the whole of this policy from time to time at its absolute discretion. This Policy can only be amended with the approval of the Board.