

1. Introduction

- 1.1 Critica Limited (**Company**) and all its related bodies corporate are committed to workplace diversity, equity and inclusion (DEI) at all levels of the Company regardless of gender, marital or family status, sexual orientation, gender identity, age, disabilities, ethnicity, religious beliefs, cultural background, socio-economic background, perspective and experience. This policy reflects the Company's Statement of Values.
- 1.2 The Company recognises the benefits arising from employee and Board diversity, including a broader pool of high quality employees, improving employee retention, accessing different perspectives and ideas and benefiting from all available talent.
- 1.3 In order to have an inclusive workplace the Company does not tolerate discrimination, harassment, vilification and victimisation.
- 1.4 Diversity includes, but is not limited to, matters of gender, age, ethnicity and cultural background.
- 1.5 To the extent practicable, the Company will address the recommendations and guidance provided in the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations.
- 1.6 The Diversity, Equity and Inclusion Policy (DEI Policy) does not form part of an employee's contract of employment with the Company, nor gives rise to contractual obligations. However, to the extent that the DEI Policy requires an employee to do or refrain from doing something and at all times subject to legal obligations, the DEI Policy forms a direction of the Company with which an employee is expected to comply.

2. Objectives

- 2.1 The DEI Policy provides a framework for the Company to achieve:
 - (a) a diverse and skilled workforce, leading to continuous improvement in service delivery and achievement of corporate goals;
 - (b) a workplace culture characterised by inclusive practices and behaviours for the benefit of all staff;
 - (c) improved employment and career development opportunities for women and minority groups;
 - (d) a work environment that values and utilises the contributions of employees with diverse backgrounds, experiences and perspectives through improved awareness of the benefits of workforce diversity and successful management of diversity; and

(e) awareness in all staff of their rights and responsibilities with regards to fairness, equity and respect for all aspects of diversity, where equity is giving everyone what they need to achieve an equal outcome.

(collectively, the **Objectives**).

2.2 The DEI Policy does not impose on the Company, its directors, officers, agents or employee any obligation to engage in, or justification for engaging in, any conduct which is illegal or contrary to any anti-discrimination or equal employment opportunity legislation or laws in any State or Territory of Australia or of any foreign jurisdiction.

3. Responsibilities

3.1 The Board's commitment

- (a) The Board is committed to workplace diversity, with a particular focus on our growth facilitating a greater representation of women at the senior level of the Company and on the Board.
- (b) The Board, with assistance from the Nomination, Remuneration and Culture Committee, is responsible for developing measurable objectives and strategies to meet the Objectives of the Diversity Policy (**Measurable Objectives**) and monitoring the progress of the Measurable Objectives through the monitoring, evaluation and reporting mechanisms listed below.
- (c) The Board will also set Measurable Objectives for achieving gender diversity and monitor their achievement upon entering the ASX 300 Index. In line with the Corporate Governance Principles and Recommendations (4th Edition) published by the ASX Corporate Governance Council, if the Company is in the ASX 300 Index at the commencement of the reporting period, the Measurable Objective for achieving gender diversity in the composition of the Company's Board, is to have not less than 30% of its Directors of each gender within a specified period.
- (d) The Board will conduct all Board appointment processes in a manner that contemplates improved gender diversity, including establishing a structured approach for identifying a pool of diverse candidates and using external facilitators or experts where necessary.

3.2 Strategies

Whilst always committed to ensuring that the Company recruits, employs and develops the best possible people, the Company's diversity strategies include:

- (a) recruiting from a diverse pool of candidates for all levels in the organisation and the Board;

- (b) the requirement of at least **one** female candidate to be considered for all appointments including executive and Board positions if a suitably qualified candidate exists in the applications;
- (c) the Company to set a measurable objective (whilst the Company is not in the ASX 300) to still consider where possible to achieve not less than 30% of each gender for combined executive and board roles;
- (d) reviewing succession plans to ensure there is an appropriate focus on diversity;
- (e) identifying specific factors to contemplate in recruitment and selection processes, to encourage diversity;
- (f) establishing programs to develop a diverse pool of skilled and experienced senior management and Board candidates, including, workplace development programs, mentoring programs and targeted training and development;
- (g) provide opportunities for employees on extended parental leave to maintain their connection to the entity;
- (h) promote workplace structures that assist employees balance their work, family and other responsibilities effectively and assist in the development of a more diverse pool of skilled and experienced employees whilst improving performance;
- (i) developing a culture which takes account of domestic responsibilities of employees; and
- (j) any other strategies the Board develops from time to time.

4. Monitoring and evaluation

- 4.1 The Board, will monitor the progress on the effectiveness of diversity related initiatives.
- 4.2 The Board will monitor the scope and currency of this policy annually.
- 4.3 The Company is responsible for implementing, monitoring and reporting on the Measurable Objectives.
- 4.4 Measurable Objectives must be reviewed and set annually.
- 4.5 Measurable DEI Objectives as set by the Board will be considered for the annual key performance indicators for the Managing Director, CEO and senior executives. In addition, the Board will review progress against the Objectives as a key performance indicator in its annual performance assessment.

5. Reporting

The Board will include in the Annual Report each year:

- (a) any Measurable Objectives set by the Board for the Executive in that year;
- (b) progress against the Measurable Objectives; and
- (c) either:
 - (i) the proportion of women employees in the whole organisation, at senior management level and at Board level; or
 - (ii) if the Company is a 'relevant employer' under the Workplace Gender Equality Act, the Company's most recent 'Gender Equality Indicators', as defined in and published under that Act.