



Diversity Policy

Karawara Minerals Limited

ABN 90 658 603 966

Adopted by the Board on
1 May 2023

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Diversity Policy

1. Purpose

Karawara Minerals Limited ABN 90 658 603 966 (the **Company**) recognises that people are its most important asset and is committed to achieving workplace diversity.

The purpose of this Diversity Policy (**Policy**) is to set out the Company's commitment to diversity by:

- (a) setting measurable objectives to achieve diversity;
- (b) broadening the field of potential candidates for senior management positions and appointments to the board of Directors (**Board**);
- (c) increasing the transparency of the Board appointment process; and
- (d) embedding the extent to which the Board has achieved the objective of this Policy in the evaluation criteria for the annual review of Board performance.

2. What diversity means to us

Diversity refers to characteristics that make individuals different from each other. Diversity encompasses differences in backgrounds, qualifications and experience, and also differences in approach and viewpoints. It includes factors such as gender, age, race, disability, ethnicity, marital or family status, religious or cultural background, socio-economic background, sexual orientation, gender identity, sexual preference, language and other areas of potential difference.

3. Role of the Board

It is the responsibility of the Board to foster an environment where:

- (a) individual differences are respected;
- (b) the ability to contribute and access employment opportunities is based on performance, skill and merit; and
- (c) inappropriate attitudes, behaviours and stereotypes are confronted and eliminated.

4. Measurable objectives

The Company will:

- (a) establish appropriate and measurable objectives for achieving gender and other forms of diversity. Where, at the commencement of a financial year, the Company is included in the S&P / ASX 300, the Company will seek to have not less than 30% of its Directors of each gender within a period to be determined by the Board;
- (b) seek to maintain a diverse field of potential candidates for senior management and Board appointments;
- (c) set key performance indicators for senior management to measure the achievement of the objectives which have been set to achieve gender and other forms of diversity;
- (d) require senior management to report on the achievement of such objectives;
- (e) consider and, if relevant, implement policies and programs that address impediments to gender diversity in the workplace (including parental leave and flexible working arrangements that assist employees to fulfil their domestic responsibilities, and other programmes that, over time, help to prepare junior staff for senior management and Board positions), and review these policies to ensure that they are available to and utilised by both men and women at all levels; and
- (f) annually review, assess and report the Group's progress towards achieving those measurable objectives and the adequacy of the Group's programs and initiatives in that regard.

These objectives and the performance of the Company against these objectives will be reviewed annually by the Remuneration and Nomination Committee (or such other committee determined by the Board), as part of its annual review of the effectiveness of this Policy.

5. Recruitment, selection and succession planning

5.1 Succession planning

The Board, in conjunction with the Remuneration and Nomination Committee, is responsible for the development and succession planning process for the Chief Executive Officer (**CEO**) and the CEO's direct reports. In making recommendations to the Board in relation to succession planning, the Remuneration and Nomination Committee will have regard to diversity criteria.

5.2 Board appointment process

The Remuneration and Nomination Committee is responsible for reviewing and making recommendations to the Board on the criteria for nomination as a Director. In making recommendations to the Board in relation to Director nomination, the Remuneration and Nomination Committee will have regard to diversity criteria.

5.3 Recruitment generally

The Company is committed to ensuring equal employment opportunity for all of its employees and senior management, based on merit, ability, performance and potential, in a way that contributes to the achievement of its corporate objectives, including diversity.

The Board will monitor and promote the diversity of staff and the associated corporate culture, including by ensuring that recruitment and selection processes at all levels are appropriately structured so that a diverse range of candidates are considered and will seek to put in place processes to seek to ensure that there are no biases that might discriminate against certain candidates.

6. Work environment

The Company will ensure that all officers, employees and contractors have access to a work environment that is free from harassment. The Company will not permit unwanted conduct based on an officer, employee or contractor's personal circumstances or characteristics.

The Board and senior managers will foster a work environment that is harassment free, and ensure that complaints or reports of sexual, racial or other harassment are treated seriously, confidentially and sympathetically by the Company.

7. Review of Policy and reporting

The Remuneration and Nomination Committee is responsible for the review and oversight of this Policy. In executing this role, the Remuneration and Nomination Committee will, with the appropriate support and input from management:

- (a) review on an annual basis:
 - (i) the effectiveness of this Policy, its objectives and the strategies outlined above which aim to achieve the objectives; and
 - (ii) the division of responsibilities and accountability for developing and implementing diversity initiatives within the Company;
- (b) review on an annual basis the diversity requirements in all jurisdictions in which the Company operates and the effectiveness of this Policy in satisfying those requirements;
- (c) report to the Board on the outcomes of its review, including any recommendations for changes to those strategies or the way in which they are implemented; and
- (d) provide information in the Company's annual report regarding:
 - (i) key features of this Policy;
 - (ii) details of the measurable objectives set under this Policy;
 - (iii) a summary of the Company's progress towards achieving those measurable objectives; and

- (iv) either:
- (A) the proportion of women employees in the organisation, in senior executive positions and on the Board; or
 - (B) where the Company is required to comply with the *Workplace Gender Equality Act 2012* (Cth) (the **Act**), the Company's most recent "Gender Equality Indicators" as defined and published under the Act.