

# **Diversity and Inclusion Policy**

OptiComm Ltd ACN 117 414 776

adopted on 15 July 2019

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## 1. Introduction and purpose

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- 1.1 OptiComm Ltd ACN 117 414 776 (**Company**) is committed to:
- (a) inclusion at all levels of its organisation regardless of gender or gender identity, age, cultural background, ethnicity, sexual orientation, marital or family status, religious beliefs, disabilities, socio-economic background, perspective or experience. For the purposes of this policy, **Diversity** includes, but is not limited to, such matters;
  - (b) promoting Diversity of the Board and at all levels of the workforce of the Company and its wholly owned subsidiaries (**Group**); and
  - (c) keeping shareholders informed of the Company's progress towards implementing and achieving its Diversity objectives.
- 1.2 The purpose of this policy is to outline the Company's commitment to fostering a corporate culture that embraces Diversity and inclusion at all levels of its organisation. The policy has a particular focus on the composition of its Board and senior management. The policy also provides a process for the Board to decide measurable objectives and procedures which the Company will implement and report against to achieve its Diversity goals.

## 2. Diversity

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### **Corporate culture**

- 2.1 The Company aims to actively promote a corporate culture that supports Diversity in the workplace and in the composition of its Board and senior management and throughout the Group.
- 2.2 A corporate culture that embraces Diversity encourages and facilitates opportunities for the employment of women and people from different backgrounds, provides skills and career development initiatives, increases workforce participation and creates an inclusive environment where employees feel they are valued. In building a corporate culture where Diversity is encouraged, the Company also recognises that employees (female and male) at all levels have responsibilities outside of the workplace.
- 2.3 The Company values diversity and inclusion and acknowledges the known corporate benefits that flow from advancing employee and Board Diversity and inclusion, in particular gender Diversity.
- 2.4 The Group's commitment to diversity at all levels forms part of its merit-based organisational culture dedicated to the recruitment and retention of the best available talent at all levels, up to and including the Board. By focusing on Diversity and inclusion, the Company aims to promote an environment that is conducive to the appointment of suitably qualified candidates at all levels (from the Board downwards) so that there is appropriate Diversity to maximise the corporate goals of the Group.
- 2.5 In order to support an inclusive and diverse workplace, the Company is committed to having clear reporting processes and procedures in place to prevent and stop discrimination, bullying and harassment. The Company has adopted a Whistleblower Policy to assist with this objective.

### **Commitment to diversity**

- 2.6 The Group is committed to achieving the goals of:

- (a) providing access to equal opportunities at all levels of work based on merit; and
- (b) fostering a corporate culture that embraces and values diversity.

2.7 In order to have a properly functioning diverse workplace, discrimination, harassment, vilification and victimisation will not be tolerated within the Group.

#### **Specific commitments**

2.8 The Board will be accountable for ensuring the Company's compliance with this Diversity and Inclusion Policy through the Board's commitment to:

- (a) oversee this Diversity and Inclusion Policy, including the review of its appropriateness and effectiveness from time to time;
- (b) develop, set, assess and/or review measurable objectives from time to time as considered appropriate as set out in section 3 below;
- (c) encourage and promote any other initiatives, policies and processes considered appropriate from time to time to encourage and promote diversity; and
- (d) to the extent considered appropriate for the Company having regard to its circumstances at the relevant time, ensure compliance with the ASX Corporate Governance Principles and Recommendations in respect of diversity.

#### **Recruitment**

2.9 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.

2.10 The Board will monitor and promote the diversity of staff and the associated corporate culture, including by working with the Remuneration and Nomination Committee to ensure that recruitment and selection processes at all levels are appropriately structured so that a diverse range of candidates are considered and the Company's Diversity profile is taken into account in the selection and appointment of qualified employees, senior management and Board candidates.

#### **Implementing Diversity commitments**

2.11 The Board will ensure that appropriate procedures are introduced and responsibilities delegated to the Remuneration and Nomination Committee to ensure that the Company's Diversity commitments are implemented appropriately.

### **3. Measurable objectives**

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3.1 The Board, in consultation with the Remuneration and Nomination Committee, intends to develop and set measurable objectives for achieving Diversity, in particular gender Diversity, within its business that are appropriate for the business from time to time.

3.2 The Board will be responsible for:

- (a) developing and setting measurable objectives for the Company as determined necessary and appropriate for the Company by the Board from time to time;
- (b) assessing annually the measurable objectives in place at a given time (if any) and the Company's progress in achieving them; and

- (c) where determined necessary by the Board from time to time, develop new measurable objectives for the Company or amend or vary existing measurable objectives which have been previously set for the Company.

3.3 Any measurable objectives that are set by the Board will be used to measure the Company's progress towards achieving its Diversity goals over its future financial years and will include appropriate and meaningful benchmarks that are able to be, and are, measured and monitored for effectiveness in addressing any gender imbalance issues that exist within the Group.

#### **4. Disclosure**

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4.1 A summary of this policy and the Company's achievement of the policy's objectives (including any measurable objectives which have been set by the Board during the relevant reporting period, and progress towards achieving the measurable objectives set by the Board for achieving Diversity (to the extent any have been set for the relevant reporting period) will be disclosed in the Company's annual reports and corporate governance statement in accordance with any requirements under the ASX Corporate Governance Principles and Recommendations, to the extent considered appropriate for the Company having regard to its circumstances at the relevant time.

#### **5. Application of Diversity and Inclusion Policy**

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- 5.1 This Diversity and Inclusion Policy applies to all of the Company's directors, employees and contractors. A departure from this Diversity and Inclusion Policy or a failure to meet any of the measurable objectives which may be set from time to time in accordance with this Diversity and Inclusion Policy may result in reporting obligations for the Company, but is not intended to create direct legal obligations or consequences between the Company and its employees.
- 5.2 This Diversity and Inclusion Policy is not to be used by the Company, or any director, employee or contractor of the Company, to justify conduct which is contrary to any anti-discrimination or equal employment opportunity laws in any jurisdiction.
- 5.3 This policy applies to the extent that it does not conflict with equal employment opportunity and anti-discrimination legislation in jurisdictions in which the Company operates.

#### **6. Approval, review and changes**

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- 6.1 This policy was adopted by the Board on 15 July 2019.
- 6.2 The Board will review this policy and related procedures as often as the Board considers necessary to ensure this policy remains effective and relevant to the current needs of the Company.
- 6.3 The Board may amend this policy from time to time by resolution.