

# QUICKSTEP HOLDINGS LIMITED

## **DIRECTOR INDUCTION POLICY**

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## **I PURPOSE**

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The purpose of this document is to define the process of induction for a new Director of Quickstep Holdings Ltd and ensure the individual is provided with the information and support needed to become a productive member of the Board.

## **2 SCOPE**

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The policy applies to the appointment of non-executive Directors.

## **3 DEFINITIONS AND ACRONYMS**

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- ▶ ARC      Audit, Risk and Compliance Committee
- ▶ ASX      Australian Stock Exchange
- ▶ HR      Human Resources Department
- ▶ ITAR      International Traffic in Arms Regulations
- ▶ RND      Remuneration, Nomination and Diversity Committee

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## **4 ASSOCIATED / REFERENCE DOCUMENTS**

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- ▶ *Australian Securities and Investments Commission*
- ▶ *Australian Institute of Company Directors*
- ▶ *Corporations Act 2001*

## **5 DIRECTOR INDUCTION**

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A Director appointed to the Board will be provided with a detailed induction pack which provides a wide range of information about the company including corporate governance policies, financial performance and business strategy. The Company Secretary will gather the information and documentation required for the new Director with the support of the Executive General Manager Human Resources.

The Director will be provided with access to 'Boardable' which is the board on-line portal used for sharing of documents including board papers.

Other legal and compliance induction processes will be completed as noted in section 5.5.

### **5.1 Information relating to appointment**

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5.1.1 Legal – the following shall be completed as part of the appointment process:

- a) Consent to act as a director
- b) Letter of appointment, directors' and officers' deed of indemnity and access and ASX disclosure of interest agreement
- c) Completion of the disclosure document which records potential or actual conflicts of interests by virtue of positions such as other directorships or shares held in other companies. This detail may support the director being assessed as 'independent'

- d) Pre-employment checks such as a Federal Police/criminal record check, qualification verification, ASIC Banned and Disqualified Persons register, bankruptcy checks
- e) Completion of non-executive director questionnaire
- f) Agreed ASX announcement of appointment, draft Appendix 3X (Initial Director's Interest Notice), update director details on ASX website page for the company and grant access to the director to ASX online for the company
- g) If any form of service or consultancy agreement is to be entered into, consider requirement to announce material terms to the market
- h) Notification of appointment to ASIC
- i) Ensure aggregate cap on non-executive directors' fees (as approved by shareholders in general meeting) is complied with in relation to the proposed appointment
- j) Other information, as required by relevant authorities.

5.1.2 Director related policies and information - the following shall be provided as part of the appointment process:

- a) Travel and reimbursement details and company expenses policy
- b) Details of insurance cover such as directors' and officers' and travel
- c) Details of any restrictions on or conditions attaching to appointments to other boards
- d) Share trading guidelines and policies
- e) Any disclosures or prior consents required
- f) Term of office; and
- g) Committee memberships

5.1.3 Administrative - the following shall be completed as part of the appointment process:

- a) Personal, tax and bank account information as required, for human resources and payroll purposes depending on whether the Director elects to have their fees paid through payroll or by invoicing the company
- b) A biography and photo to update the company website
- c) Nationality, passport details for ITAR requirements
- d) Information to meet banking verification requirements (if required to be a signatory)
- e) Name of personal assistant and contact details, if required
- f) Creation of a company email account, if required

The above may be provided as part of the appointment process to ensure the new Director has sufficient time to acquaint themselves with the key information and to provide the required documentation to the company.

## **5.2 Information about the company and industry**

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- a) QHL Constitution, Code of Conduct, Whistleblower Policy
- b) Last annual report and half year report
- c) Company's strategic plan and corporate key performance indicators for the financial year
- d) Financial reports, annual budget, risk register
- e) Recent ASX company announcements & relevant other corporate communications
- f) Recent analyst reports; and
- g) Copy of organisational charts

### 5.3 Information about the Board

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- a) Board Charter, and relevant RND Committee Charter and/or Audit, Risk and Compliance Charter
- b) Previous Board minutes as applicable
- c) Contact details of all Board members
- d) Contact details of auditors
- e) Calendar of board and committee meetings and key timetables e.g. half year and end of year accounts
- f) Board skill matrix

### 5.4 Key contacts

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- a) The Company Secretary will brief the Director on the governance processes for the company and the Board.
- b) The Director shall meet with the Chair of the Board , the other Board members including the MD/CEO.
- c) If the Director is appointed to a committee, meetings will also be arranged with other key management personnel / senior executives who work with the specific committees.
- d) Meetings may be arranged with individual senior executives who shall provide an overview of their functional responsibilities, strategies, performance and any current issues and risks.

### 5.5 Legal and compliance communication

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- a) As part of the induction process, the Director will receive the standard company induction presentation by HR, adapted for the Director as appropriate. This will include a tour of the Bankstown site and other sites at appropriate times.
- b) The Director will receive a work, health and safety induction, a briefing on traffic management and shall be made aware of any specific risks and / or hazards.
- c) An ITAR induction will be completed following which the Director's photo will be taken and a security pass issued to the Bankstown site.
- d) The Company Secretary will determine the required resolutions, disclosures to the ASX, lodgment notices with ASIC.

Sponsor: <b>Lis Mannes</b>	Title: <b>Chair – Remuneration Nomination &amp; Diversity Committee</b>	Review Date: <b>April 2021</b>
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