Board Skills Matrix

DGL Group Limited ACN 002 802 646 (**Company**)

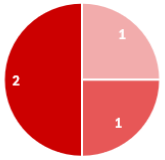
Board Skills Matrix

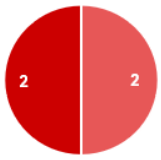
The Company and its Board of Directors (**Board**) are committed to adopting best practice in corporate governance. In accordance with the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the Board has established a Board Skills Matrix.

The purpose of the Board Skills Matrix is to set out the skills, experience, and capabilities considered essential to the effective operation of the Board and its Committees. It is reviewed annually by the Remuneration and Nomination Committee to ensure that it continues to reflect the Company's current and emerging strategic, operational, and governance priorities. The Board Skills Matrix is also used to guide the identification and selection of potential director candidates as part of the ongoing Board renewal and succession planning process.

The Matrix below reflects the collective skills, experience, and knowledge of the current Board as at June 2025. The Board seeks to maintain a high level of competence across all categories. Where gaps are identified, the Board addresses them through the appointment of suitably experienced senior executives and/or the engagement of external experts and consultants, as appropriate.

Rating scale: = High skill level; = Moderate skill level; = Low skill level / No expertise

Skill	Description	
Strategy	Ability to identify strategic opportunities and threats with demonstrated success in developing and implementing strategic priorities and achievement of business objectives. A track record of developing and implementing a successful strategy, including appropriately probing and challenging management on the delivery of a plan to achieve the long-term goals of an organisation.	
Financial literacy	Ability to read and comprehend corporate accounts, financial materials and financial reporting requirements. Senior executive or equivalent experience in financial accounting and reporting, corporate finance, risk and internal controls.	
Risk management and compliance	Experience in implementing, managing or overseeing risk management and compliance frameworks including legal and regulatory compliance.	
Legal	Appropriate understanding of legal concepts and frameworks applicable to both the role of director and the industries in which the company operates. Qualified lawyer with experience in a senior executive corporate or senior executive legal advisory role or equivalent.	
Managing people/ achieving change	Experience at a senior level for people management and successful implementation of change.	
Board Experience	Experience on a board of an ASX listed company.	

Skill	Description	
Industry experience	Senior experience in the Australian & New Zealand manufacturing, warehousing and distribution, waste management and/or environmental solutions industries, including in-depth knowledge of markets, competitors, operational issues, technology and regulatory concerns.	
Leadership/ executive experience	Experience in CEO and/or other senior corporate leadership roles.	
Brand Development & Marketing	Experience at a senior level with responsibilities for either advertising, marketing or social media activities.	
Corporate Governance	Experience in sophisticated governance/ assurance structures.	
Technology & Digital	Experience in implementing, managing or overseeing information and communication technology, including personal information, privacy and security risk management.	
Health & Safety	Experience in providing oversight of health, safety, and wellbeing frameworks. This includes an understanding of governance responsibilities relating to workplace health and safety, monitoring performance, ensuring compliance with legislative obligations, and promoting a strong safety culture across the organisation.	
Environment & Sustainability	Experience in providing oversight of environmental matters and sustainability practices. This includes an understanding of governance responsibilities related to environmental impact and sustainability, understanding of key environmental risks, oversight of sustainability goals, monitoring performance against those goals, and ensuring compliance with legislative obligations.	