



Diversity policy

—

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

—

MinterEllison

Level 20 Collins Arch 447 Collins Street
Melbourne Vic 3000 Australia DX 204
Melbourne T +61 3 8608 2000 F +61 3
8608 1000
minterellison.com

Diversity policy

1 Introduction

This policy:

- (a) supports the commitment of DGL Group Limited ACN 002 802 646 (**Company**) and its controlled entities (**Group**) to an inclusive workplace that embraces and values diversity;
- (b) is aligned with the Company's values to foster inclusion at all levels of the organisation;
- (c) provides a framework for new and existing diversity-related initiatives, objectives, strategies and programs within the business of the Group;
- (d) supports the commitment of the Group to informing shareholders regarding its progress towards implementation and achievement of its diversity objectives; and
- (e) supports the commitment of the Company to compliance with the ASX Corporate Governance Principles and Recommendations (4th Edition).

2 Benefits of diversity

- 2.1 Diversity refers to the variety of differences between people in an organisation. Diversity encompasses political and other opinion, gender, race, ethnicity, disability, age, sexual orientation, family responsibilities, cultural background and views and more.
- 2.2 Diversity is a key strategic asset of the Group. Improving diversity is therefore a key strategic focus.
- 2.3 The Group's commitment to diversity 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 Company's board of directors (**Board**).
- 2.4 The Group believes that embracing diversity in its workforce contributes to the achievement of its corporate objectives and enhances its reputation. It enables the Group to:
 - (a) recruit the right people from a diverse pool of talented candidates;
 - (b) make more informed and innovative decisions, drawing on the wide range of ideas, experiences, approaches and perspectives that employees from diverse backgrounds, with differing skill sets, bring to their roles; and
 - (c) better represent the diversity of its stakeholders and markets.

3 Commitment to diversity

- 3.1 The Group is committed to achieving the goals of:
 - (a) providing access to equal opportunities at work based on merit;

- (b) fostering a corporate culture that embraces and values diversity; and
 - (c) designing and implementing internal programs and processes that will assist in the development of a broader and more diverse pool of skilled and experienced employees and that, over time, will prepare them for senior management and board positions;
- 3.2 We are an equal opportunity employer and welcome people from a diverse set of backgrounds.
- 3.3 In order to have an inclusive workplace, discrimination, harassment, vilification and victimisation cannot and will not be tolerated.

4 Board composition and selection

- 4.1 The Company's Board Charter provides that the Board should be made up of directors:
- (a) with an appropriate range of skills, experience and expertise including directors of different ages, ethnicities and backgrounds;
 - (b) who can understand and competently deal with current and emerging business issues; and
 - (c) who can effectively review and challenge the performance of management, and exercise independent judgment.
- 4.2 The Board established the Nomination and Remuneration Committee under the Company's constitution. The objective of the Nomination and Remuneration Committee is to help the Board to achieve its objective of ensuring that it has an effective composition, size and commitment to adequately discharge its responsibilities and duties. The Nomination and Remuneration Committee's responsibilities are set out in the Nomination and Remuneration Committee Charter (which will be made available on the Group's website). Its responsibilities include, among others:
- (a) identifying and recommending to the Board nominees for membership of the Board, including the chief executive officer;
 - (b) identifying and assessing the necessary and desirable competencies and characteristics for Board membership, and regularly assessing the extent to which those competencies and characteristics are represented on the Board;
 - (c) developing and implementing processes to identify and assess necessary and desirable competencies and characteristics for board members; and
 - (d) ensuring succession plans are in place to maintain an appropriate balance of skills on the board and reviewing those plans;
- 4.3 The Nomination and Remuneration Committee's procedure for identifying, assessing and selecting candidates for appointment as directors is set out in the Nomination and Remuneration Committee Charter. The Nomination and Remuneration Committee's policy as set out in the Nomination and Remuneration Committee Charter includes making suitably extensive enquiries to find candidates from non-traditional sources.

5 Recruitment of employees and senior management

The Group 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.

6 Objectives for achieving gender diversity

6.1 The Board will:

- (a) establish measurable objectives for achieving gender diversity; and
- (b) annually review and assess both the measurable objectives for achieving gender diversity and the Group's progress in achieving them.

6.2 The Board will disclose in the Company's Annual Report for each relevant financial year both its objectives for achieving gender diversity and its progress in achieving those objectives.

6.3 The Board will disclose in the Company's Annual Report for each relevant financial year the proportion of women:

- (a) employees in the whole organisation;
- (b) executives reporting directly to the CEO and the next layer of management reporting to those executives (**Senior Executives**); and
- (c) on the Board.

6.4 To assist the Board to fulfil its responsibilities under section 6.1, the Nomination and Remuneration Committee will:

- (a) oversee a review of the relative proportion of men and women across the whole of the Group's organisation, as Senior Executives and on the Board, respectively;
- (b) report to the Board on the findings of this review and its recommendations for the objectives to be set by the Board for achieving gender diversity, having regard to any gaps identified from the review; and
- (c) report to the Board, at least annually, on the Group's progress in achieving the objectives set by the Board for achieving gender diversity.

7 Domestic responsibilities

7.1 The Board recognises that employees at all levels within the Group may have domestic responsibilities and adopt flexible work practices that will assist them to meet those responsibilities.

7.2 The Group will provide opportunities for employees on extended parental leave to maintain their connection with the Group.

8 Roles and responsibilities

Every employee within the Group is responsible for supporting and maintaining the Group's corporate culture, including its commitment to diversity in the workplace.

9 Review and changes to this policy

- 9.1 The Board will review this policy periodically to ensure that it is operating effectively and whether any changes are required.
- 9.2 The Board may change this policy from time to time by resolution.
- 9.3 This policy is not contractual in nature.
- 9.4 This policy is not a promise of continued employment or of the benefits of that employment.

10 Interaction with other legislation

This policy applies to the extent that it does not conflict with equal employment opportunity and anti-discrimination legislation in jurisdictions in which the Group operates.

11 Questions

Any questions about this policy should be directed to the Company Secretary.

12 Approved and adopted

This policy was approved and adopted by the Board on 23 September 2025.