

Diversity and Inclusion policy

Carbon Revolution Limited (the **Company**)

ACN 128 274 653

Adopted by the Board on 18 September
2019

Diversity and inclusion policy

1 Overview

The Company recognises that people are its most important asset and is committed to the maintenance and promotion of workplace diversity. The Company's vision for diversity incorporates a number of different factors, including gender, marital or family status, sexual orientation, gender identity, age, disabilities, ethnicity, religious beliefs, cultural background, socio-economic background, and experience.

Diversity drives the Company's ability to attract, retain, motivate and develop the best talent, create an engaged workforce, deliver the highest quality services to its customers and continue to grow the business.

The Board has formally approved this Diversity and Inclusion Policy (**Policy**) in order to address the representation of women in senior management positions and on the Board, and to continue to actively facilitate a more diverse and representative management structure and workforce.

The Policy has been prepared in accordance with the Company's statement of values, a copy of which can be found on the Company's website.

2 Scope

At a Board and senior management level, gender has been identified as an area of focus for the Company. Accordingly, the primary focus of this Policy is achieving adequate representation of women in senior management and leadership roles (including on the Board).

The Company aims to achieve greater gender diversity by:

- setting and periodically reviewing measurable objectives to achieve gender diversity;
- broadening the field of potential candidates for senior management and Board appointments;
- having a transparent Board appointment process; and
- embedding the extent to which the Board has achieved the objective of this Policy in the evaluation criteria for the annual Board performance evaluation.

3 Promoting gender diversity

In order to facilitate greater gender diversity in management and leadership roles, the Company will continue to:

- monitor the measures outlined in this Policy;
- monitor policies which address impediments to gender diversity in the workplace (including parental leave and flexible working arrangements that assist employees to fulfil their domestic responsibilities), and review these

- policies to ensure that they are available to and utilised by both men and women; and
- report to the Board at least annually with respect to the implementation of this Policy across the Company.

4 Measurable objectives

The Board will set measurable objectives for achieving gender diversity in the composition of the Board, senior executive team and workforce generally.

Performance against these objectives will be reviewed annually by the Board, as part of its annual review of the effectiveness of this Policy.

The Company will disclose in its Corporate Governance Statement each year:

- the measurable objectives set for that reporting period to achieve gender diversity; and
- the Company's progress towards achieving them.

5 Gender representation review

On an annual basis, the Remuneration and Nomination Committee will review the respective proportion of men and women on the Board, in senior executive positions, and across the whole workforce.

The Company will disclose in its Corporate Governance Statement

- the respective proportion of men and women employees on the Board, in senior management positions, and across the whole workforce (including how the Company defines 'senior management' for these purposes);
- or, if applicable, the Company's most recent 'Gender Equality Indicators' as defined by the *Workplace Gender Equality Act 2012* (Cth).

6 Recruitment, selection and succession planning

6.1 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, the Remuneration and Nomination Committee will have regard to diversity criteria.

6.2 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. Selection criteria will include:

- skills, expertise and background that add to and complement the range of skills, expertise and background of the existing directors;

- diversity; and
- the extent to which the candidate would fill a present need on the Board.

In identifying qualified individuals for appointment to the Board, the Remuneration and Nomination Committee will have regard to these selection criteria.

7 Review of Policy

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:

- review on an annual basis:
 - 1 the effectiveness of this Policy, its objective and the strategies outlined above, which aim to achieve the objective; and
 - 2 the division of responsibilities and accountability for developing and implementing diversity initiatives across the organisation; and
- 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.