

Diversity Policy

VGI Partners Limited ACN 129 188 450

1. Introduction

VGI Partners Limited ACN 129 188 450 (**Company** and, together with its controlled entities, the **Group**) is committed to an inclusive workplace that embraces and values diversity while always upholding the principle of meritocracy.

2. Scope

2.1 This Policy applies to the Company's board of directors (**Board**) and officers and employees of the Group (together, **Personnel**).

3. Benefits of diversity

3.1 Diversity refers to the variety of differences between people in an organisation. Diversity encompasses gender, race, ethnicity, disability, age, sexual orientation, gender identity, marital or family status, religious or cultural background and more.

3.2 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.

3.3 The Group believes that embracing diversity in its workforce contributes to the achievement of its corporate objectives (including optimal financial performance in a competitive labour market) and enhances its reputation. It enables the Group to recruit and retain the right people from a diverse pool of talented candidates, which in turn enables the Group to:

- (a) 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
- (b) better represent the diversity of its stakeholders and markets.

4. Commitment to diversity

4.1 The Group is committed to ensuring equal employment opportunities for all of its Personnel, based on merit, ability, performance and potential, in a way that contributes to the achievement of its corporate objectives, including diversity.

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

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

4.4 The Board will monitor and promote the diversity of Personnel and the associated corporate culture, including by ensuring that recruitment and selection processes at all levels are appropriately structured so that a diverse range of candidates are considered and will seek to put in place processes to seek to ensure that there are no biases that might discriminate against certain candidates.

5. Objectives for achieving gender diversity

- 5.1 Whilst the Group is of limited size and complexity, it is not commercially practicable to set measurable objectives for achieving gender and other forms of diversity.
- 5.2 Notwithstanding that, the Group will consider and, if relevant, implement policies and programs that address impediments to gender diversity in the workplace (including parental leave and flexible working arrangements that assist employees to fulfil their domestic responsibilities, and other programmes that, over time, help to prepare junior staff for senior management and Board positions), and review these policies to ensure that they are available to and utilised by both men and women at all levels.
- 5.3 The Group will maintain a diverse field of potential candidates for senior management and Board appointments, and in the event a vacancy on the senior management team or Board arises, the Group will have regard to diversity, in addition to the candidate's skills and experience and overall prospects to add value to the Group, in its recruitment and nomination processes.
- 5.4 Where, at the commencement of a financial year, the Company is included in the S&P / ASX 300, the Company will seek to ensure that at least 30% of its directors are female.
- 5.5 Where measurable objectives for achieving gender and other forms of diversity are set, the Group will:
 - (a) task senior management with designing, implementing and maintaining programs and initiatives to ensure the Board achieves its diversity objectives set key performance;
 - (b) set indicators for senior management to measure the achievement of the objectives, which have been set to achieve gender and other forms of diversity, and report on the achievement of such objectives; and
 - (c) annually review, assess and report on the Group's progress towards achieving those measurable objectives and the adequacy of the Group's programs and initiatives in that regard.

6. Disclosure

- 6.1 The Group will report in its annual Corporate Governance Statement the proportion of women employed by the Group, in total, at the leadership level, and at the Board level.
- 6.2 Where measurable objectives for achieving gender and other forms of diversity are set, the Group will disclose in its annual Corporate Governance Statement:
 - (a) the measurable objectives set for the reporting period to achieve gender diversity; and
 - (b) the Group's progress towards achieving the measurable objectives.

7. Review and changes to this policy

- 7.1 The Nomination and Remuneration Committee will review this policy every two (2) years or as often as it considers necessary to ensure it complies with any applicable legal requirements and remains relevant and effective.
- 7.2 The Board may change this policy from time to time by resolution.
- 7.3 This policy is not contractual in nature.
- 7.4 This policy is not a promise of continued employment or of the benefits of that employment.

8. 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.

9. Questions

Any questions about this policy should be directed to the company secretary of the Company by email at company.secretary@vgipartners.com.

10. Approved and adopted

This policy was last reviewed and approved by the Board on 3 May 2021.