

Keypath Education International, Inc. Diversity and Inclusion Policy

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Diversity and Inclusion Policy

Keypath Education International, Inc. ARBN 649 711 026 (the Company) and its subsidiaries

1. Background

1.1 Overview

The Company is a forward thinking and dynamic organisation that holds its people in the highest esteem and considers them to be its greatest asset.

The Company's workforce is made up of many individuals with diverse skills, values, experiences, backgrounds and attributes including those gained on account of their gender, gender identity, age, disability, ethnicity, marital or family status, religious beliefs, cultural or socio-economic background, sexual orientation, perspective and experience.

This policy is consistent with and supports the Company's values as referred to on its website.

1.2 Diversity and Inclusion Policy Statement

The Company values and is proud of its strong and diverse workforce and is committed to supporting and further developing this diversity through attracting, recruiting, engaging and retaining diverse talent and aligning the Company's culture and management systems with this commitment.

The Company believes that such a commitment to diversity creates competitive advantage and enhances employee participation, and in this way is essential to the organisation continuing to succeed and growing stronger.

2. Key Principles

2.1 Strategies

The Company is committed to providing and promoting a corporate culture which embraces diversity in line with the Diversity and Inclusion Policy Statement, and aims to do so via:

- (a) promoting the principles of merit and fairness when making decisions about recruitment, development, promotion, remuneration and flexible work arrangements for employees at all levels;
- (b) having an overall transparent process for the review and appointment of senior management positions and Board members;
- (c) considering a range of facets of diversity in addition to gender when considering the composition of the Board, including age, ethnicity and background;
- (d) recruiting from a diverse pool of qualified candidates, where appropriate engaging a professional search / recruitment firm, advertising vacancies widely, making efforts to identify and consider prospective employees who have diverse attributes, ensuring diversity of members on the selection / interview panel when selecting and appointing new employees (including senior management) and new Board members, and generally structuring recruitment and selection practices at all levels to guard against any conscious or unconscious biases that might discriminate against certain candidates;

- (e) embedding the importance of diversity and inclusion within the Company's culture by encouraging and fostering a commitment to diversity and inclusion by leaders at all levels whilst recognising that diversity and inclusion is the responsibility of all employees;
- (f) recognising that employees may have family responsibilities;
- (g) reinforcing with our people that in order to have an inclusive workplace, discrimination, harassment, vilification and victimisation will not be tolerated within the Company; and
- (h) continuing to review and develop policies and procedures to ensure diversity and inclusion within the organisation, including with the adoption of key performance indicators for senior executives to measure the achievement of diversity and inclusion objectives under the Company's Diversity and Inclusion Policy.

2.2 Key Initiatives and Programs

The Company will also commit to designing, implementing and / or maintaining the following programs and initiatives to assist with improving diversity and inclusion within the organisation:

- (a) mentoring programs;
- (b) career opportunity and targeted professional development programs including those aimed at helping employees develop skills and experience in preparation for senior management and board positions;
- (c) work life balance policies including flexible work options, access to childcare facilities, return to work programs and the like;
- (d) opportunities for employees on extended parental leave to maintain their connection with the Company, for example, by offering them the option (without any obligation) to receive all-staff communications and to attend work functions and training programs; and
- (e) networking opportunities.

2.3 Measurable Objectives

The Company will set and implement measurable objectives to achieve gender diversity. Management will develop, for approval by the Board or its relevant sub-committee, as appropriate, the measurable objectives.

If the Company is in the S&P / ASX 300 Index at the commencement of a reporting period, the measurable objective for achieving gender diversity in the composition of the Board will be to have not less than 30% of its directors of each gender within a specified reporting period.

The Company may also consider setting key performance indicators (**KPIs**) for senior executives on gender participation within their areas of responsibility, with remuneration being linked (directly or indirectly as part of a "balanced scorecard") to achievement of those KPIs.

Management will monitor, review and report to the Board (including via the People, Performance and Culture Committee and the Nomination Committee) on the achievement of these matters, the effectiveness of the Company's gender diversity programs and initiatives, gender diversity and the Company's progress under this policy more broadly, including any appropriate benchmarking against other comparable businesses and the undertaking of gender pay equity audits.

2.4 Compliance Requirements

The Company is committed to promoting transparency and accountability and to furthering the objectives of this policy, as well as meeting its obligations with respect to "Diversity" under the ASX Corporate Governance Principles and Recommendations (4th Edition) (**ASX Recommendations**) and any other applicable regulatory requirements. This will include¹:

- (a) establishing and disclosing this policy;
- (b) establishing measurable objectives for achieving gender diversity in the composition of the Board, senior executives and workforce generally;
- (c) disclosing, in relation to each reporting period:
 - (i) its measurable objectives;
 - (ii) progress towards achieving those objectives; and
 - (iii) either:
 - A. the respective proportions of men and women on the Board, in senior executive positions and across the whole workforce, with 'senior executive' being a clearly defined term; or
 - B. if the entity is a "relevant employer" under the *Workplace Gender Equality Act 2012* (Cth), the entity's most recent "Gender Equality Indicators" as defined in and published under that Act.

2.5 Responsibilities

The Board is ultimately accountable for this policy.

The CEO and members of the leadership team are responsible for the implementation of this policy and monitoring compliance with it, with the Company Secretary being responsible for the administration of the policy (including in relation to reporting to the Board, or its relevant Board committee as appropriate).

3. Other matters

3.1 Overriding principles

Nothing in this policy will be taken, interpreted or construed so as to endorse:

- (a) the principal criteria for selection and promotion of people to work within the Company being other than their overall relative prospect of adding value to the Company and enhancing the probability of achievement of the Company's objectives;
- (b) any discriminatory behaviour by or within the Company contrary to the law, or any applicable codes of conduct or behaviour for the Company and its personnel; and

¹ The list of matters in this section satisfies Recommendation 1.5 of ASX Corporate Governance Principles and Recommendations (4th Edition).

- (c) any existing person within the Company being prejudiced by this policy in their career development or otherwise, merely because their diversity attributes at any time may be more, rather than less, common with others.

3.2 Adoption of Policy and Board review

This policy was adopted by the Board on the date on the front cover of this Policy, and takes effect from that date and replaces any previous policy in this regard.

The Board will review this policy periodically to check that it is operating effectively and whether any changes are required. The Company Secretary will communicate any amendments to employees as appropriate.

3.3 Amendments to this Policy

The Company may amend any part of this policy from time to time at its absolute discretion. This policy can only be amended with the approval of the Board.