



The Cloud
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DIVERSITY POLICY

RHIPE LIMITED
(ACN 112 425 436)

March 2015

1 OVERVIEW

The Board of Directors of Rhip Limited (**Company**) and its related companies (**Group**) are responsible for the overall management of the Group, including guidance as to strategic direction, ensuring best practice corporate governance and oversight of management. The Company recognises that people are its most important asset and is committed to the maintenance and promotion of workplace diversity.

The Company recognises and appreciates the value inherent in a diverse workforce. Diversity drives the Group's ability to attract, retain and develop the best talent, create an engaged workforce, deliver the highest quality services to its customers and continue to grow the business. However, other selection criteria, in particular business acumen, appropriate skills and industry experience, are also fundamentally important to the Group.

2 SCOPE

The Company's vision for diversity incorporates a number of different factors. The Company is committed to promoting a workplace that recognises and embraces the skills, characteristics and experiences that people bring to the Company through among other things, their age, gender, disability, ethnicity, cultural background, religion and sexual orientation.

At a Board and senior management level, gender has been identified as a key area of focus for the Company. Accordingly, the primary focus of this policy is achieving, over a reasonable transition period, adequate representation of women in senior management positions and on the Board and to ensuring that the Company continually reviews its processes to ensure it eliminates any overt or covert factors contributing to discriminatory outcomes in candidate selection and internal promotions.

The strategies outlined below aim to achieve the objectives of this policy by:

- setting measurable objectives relating to diversity (including gender) at all senior management and leadership levels;
- broadening the field of potential candidates for senior management and board appointments; and
- embedding the extent to which the Board has achieved the objective of this policy in the evaluation criteria for the annual Board performance review.

3 PROMOTING DIVERSITY

To facilitate greater diversity in management and leadership roles, the Company will:

- introduce and supplement the measures outlined in this policy; and
- continue to improve upon the policies which address impediments to diversity in the workplace (including parental leave, job sharing, working from home, part-time work and flexible working arrangements that assist employees to fulfil their domestic responsibilities), and review these policies so they are available to and utilised by people of different genders, ethnicities and cultural backgrounds, disabilities, ages and educational experiences at senior management levels; and

- monitor the effectiveness of, and continue to expand on, existing initiatives designed to identify, support and develop talented employees from a diverse range of backgrounds; and
- ensure that discrimination, harassment, vilification or victimisation on any grounds is not tolerated and put in place appropriate measure to redress any such conduct.

4 MEASURABLE OBJECTIVES

Each year the Board will set measurable objectives of achieving positive diversity outcomes, including a balanced representation of women in the Group's business.

Performance against these objectives will be reviewed annually by the Remuneration and Nomination committee, as part of its annual review of the effectiveness of this policy. This policy also applies to identifying and selecting new Directors.

The Board will include in the Company's Annual Report each year:

- a summary of the Company's progress towards achieving the measurable objectives set under this policy for the year to which the Annual Report relates; and
- details of the measurable objectives set under this policy for the subsequent financial year.

5 GENDER REPRESENTATION REVIEW

On an annual basis, the Remuneration and Nomination Committee will review the proportion of women who are employed at all levels of the Group. The Remuneration and Nomination committee will report to the Board outlining its findings.

The Company will disclose in its Annual Report the proportion of women employees in senior executive positions, on the Board and in the Company as a whole.

6 RECRUITMENT, SELECTION AND SUCCESSION PLANNING

6.1 Recruitment, Selection and Promotion

The Company will ensure that the recruitment, selection and promotion processes at all the levels in the Company, including at the Board level, are designed to support a workplace which values diversity and avoids unfair discrimination.

The Company will ensure that:

- recruitment and selection is based on merit;
- the company complies at all times with equal opportunity and anti-discrimination requirements;
- the Company encourages management involved in recruitment to consider workplace diversity when making selection decisions; and

- the Company aims to make its recruitment process accessible to all candidates by advertising positions broadly and by using professional recruitment agencies where required.

6.2 Succession planning

The Remuneration and Nomination Committee advises the Board on the development and succession planning process for the CEO and the CEO's direct reports. In discharging this responsibility, the Remuneration and Nomination Committee will have regard to diversity criteria.

6.3 Board appointment process

The Remuneration and Nomination Committee undertakes work on behalf of the Board to identify qualified individuals for appointment to the Board. In identifying candidates, the Remuneration and Nomination committee will have regard to the selection criteria set out in the Board appointment process, which 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.

7 DISCLOSURE OF POLICY

A summary of this policy and the Company's achievement of the Policy's objectives will be disclosed in the Annual Report.

8 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:
 - (i) the effectiveness of this policy, its objective and the strategies outlined above, which aim to achieve the objective;
 - (ii) the division of responsibilities and accountability for developing and implementing diversity initiatives across the organisation; and

provide a 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; and

- this policy will be reviewed regularly and updated as required.