

Diversity Policy

October, 2020

Booktopia Group Limited ACN 612 421 388

Diversity Policy

Booktopia Group Limited ACN 612 421 388 and its subsidiaries (the Company)

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, age, disability, ethnicity, marital or family status, religious or cultural background, sexual orientation and gender identity.

1.2 Diversity 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 grow strong.

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 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;
- (b) having an overall transparent process for the review and appointment of senior management positions and Board members;
- (c) recruiting from a diverse pool of qualified candidates, where appropriate engaging a professional search / recruitment firm, advertising vacancies widely, making efforts to identify prospective employees who have diversity attributes and ensuring diversity of members on the selection / interview panel when selecting and appointing new employees (including senior management) and new Board members;
- (d) embedding the importance of diversity within the Company's culture by encouraging and fostering a commitment to diversity by leaders at all levels whilst recognising that diversity is the responsibility of all employees;
- (e) recognising that employees may have family responsibilities;
- (f) reinforcing with our people that in order to have a properly functioning and diverse workplace, discrimination, harassment, vilification and victimisation will not be tolerated within the Company; and

- (g) continuing to review and develop policies and procedures to ensure diversity within the organisation, including with the adoption of key performance indicators for senior executives to measure the achievement of diversity objectives under the Company's diversity policy.

2.2 Key Initiatives and Programs

The Company also aims to introduce and / or maintain the following programs and initiatives to assist with improving diversity 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; and
- (d) networking opportunities.

2.3 Measurable Objectives

The Board (or a sub-committee of the Board) will set and implement measurable objectives for achieving gender diversity in the composition of the Board, senior executives and workforce generally.

Management will develop, for approval by the Board or its relevant sub-committee, as appropriate the measurable objectives.

At least annually, management will monitor, review and report to the Board (including via the Remuneration & Nomination Committee) on the achievement of these matters, gender diversity and the Company's progress under this policy more broadly.

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.

2.4 Communication

In order to promote transparency and accountability and to further the objectives of this policy the Company will post a copy of this policy on its website.

2.5 Gender Representation Review

On an annual basis, the Board will review the respective proportions 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 either:

- the respective proportions 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).

2.6 Responsibilities

The Board is ultimately accountable for this Policy.

The Managing Director/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
- (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 October 30, 2020 and takes effect from that date and replaces any previous policy in this regard.

The Board will review this Policy periodically. The Company Secretary will communicate any amendments to employees as appropriate.

3.3 Amendments to this Policy

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