Diversity policy

Knosys Limited ACN 604 777 862 (**Knosys**)

Diversity policy

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Agreed terms

1. Defined terms & interpretation

1.1 Defined terms

In this document:

ASIC means the Australian Securities and Investments Commission.

ASX means ASX Limited or, depending on the context, the financial market it operates.

ASX Corporate Governance Council means the Corporate Governance Council convened by the ASX.

ASX Corporate Governance Principles and Recommendations means the Corporate Governance Principles and Recommendations published by the ASX Corporate Governance Council, as amended or replaced from time to time.

Corporations Act means the *Corporations Act 2001* (Cth).

Knosys means Knosys Limited ACN 604 777 862 and its controlled entities.

1.2 Interpretation

Where relevant, words used in this policy have the same meaning as in the Corporations Act.

2. Introduction

(a) The ordinary shares of Knosys are listed for quotation on the ASX under the code KNO.

(b) As a listed entity, Knosys is committed to compliance with the ASX Corporate Governance Principles and Recommendations where it is practical and appropriate, in the context of the nature, scope and circumstances of the business of Knosys, for it to do so. Relevantly, Recommendation 3.2 provides that companies should establish a policy concerning diversity.

(c) This Diversity Policy is designed to support Knosys' commitment to diversity and to compliance generally with the ASX Corporate Governance Principles and Recommendations.

3. Benefits of diversity

Workplace diversity refers to the variety of differences between people in an organisation. Diversity encompasses, among a range of matters, differences in gender, race, ethnicity, age, disability and cultural background. Knosys believes that embracing and leveraging diversity in its workforce contributes to the achievement of its corporate objectives and enhances its reputation. It enables Knosys and its controlled entities (**Group**) to:

(a) recruit the right people from a diverse pool of talented candidates;

(b) retain and develop an appropriate skills base within the Group;

(c) make more informed and innovative decisions, drawing on the wide range of ideas, experiences, approaches and perspectives that employees from diverse backgrounds, and with differing skill sets, bring to their roles in Knosys; and

(d) better represent the diversity of all stakeholders.

4. Commitment to diversity

Knosys is committed to achieving the goals of:

(a) providing access to equal opportunities at work based on primarily merit;

(b) attracting and retaining a management team with a diverse mix of skills, experience and expertise; and

(c) fostering a corporate culture that embraces and values diversity and uses that diversity to deliver business outcomes.

Knosys is an equal opportunity employer and welcomes people from a diverse range of backgrounds.

5. Board selection process

(a) Knosys' Statement of Corporate Governance Practices provides that, subject to board size and practicality, the Board should ensure that it has available an appropriate mix of skills and experience to ensure the interest of shareholders generally are served.

(b) The Board has established a Nomination & Remuneration Committee, which is responsible for (among other things) ensuring that processes to assess the necessary and desirable competencies of Board members, including, experience, expertise, skills and performance of the Board and its committees, are implemented.

(c) The Nomination & Remuneration Committee's responsibilities are set out in the Nomination & Remuneration Committee Charter (which is able to be viewed on the Company's website, www.knosys.com.au).

(d) As part of that process, the Nomination & Remuneration Committee undertakes the following tasks, among others:

(i) annually evaluating the performance and effectiveness of the Board to facilitate the directors fulfilling their responsibilities in a manner that serves the interests of all shareholders;

(ii) before recommending an incumbent, replacement or additional director, reviewing their qualifications, including capability, availability to serve, conflicts of interest, and other relevant factors;

(iii) assisting in identifying, interviewing and recruiting candidates for the Board;

(iv) annually reviewing the composition of each committee and presenting recommendations for committee memberships to the Board as needed;

(v) overseeing Board succession, including succession planning to maintain an appropriate mix of skills, experience, expertise and diversity on the Board; and

(vi) determining and applying remuneration policies and practices designed to retain the appropriate persons, based on expertise, experience, merit and performance, and not gender, race ethnicity, age, physical ability or cultural factors, as senior executives and employees of Knosys.

6. Achieving and maintaining diversity

(a) The Board will review and assess, at least annually, its policies and procedures by reference to its diversity objectives (as set out in clauses 3 and 4).

(b) The Board proposes to disclose in Knosys' Annual Report for each relevant financial year its diversity objectives and the policies and procedures it has adopted in achieving those objectives.

(c) To assist the Board to fulfil its responsibilities, the senior management of Knosys in conjunction with the Nomination & Remuneration Committee, proposes to:

(i) undertake an annual review:

(A) to assess the success of Knosys in implementing its diversity policies in the prior year; and

(B) to determine if its diversity policies and procedures are and are likely to continue to be appropriate and to foster merit based assessment and a corporate culture that embraces and values diversity; and

(C) to ensure Knosys, and its policies and procedures, comply with all applicable legal requirements in respect of diversity and that such policies and procedures remain relevant and effective.

(ii) report to the Board on the findings of this review and its recommendations for any changes in Knosys' diversity objectives and the policies and procedures for achieving its diversity objectives (having regard to any gaps in such objectives and the policies and procedures identified in the course of the review).

(d) Achievement of the diversity objectives set by the Board is a factor which will be considered in assessing the performance of the Board, the Managing Director and other members of the senior executive team within Knosys.

7. Roles and Responsibilities

(a) Every employee within Knosys is responsible for supporting and maintaining Knosys' corporate culture, including its commitment to diversity in the workplace.

(b) In particular, managers have responsibility for the maintenance and promotion of an equal opportunity workplace.

8. Review of Policy

(a) This policy is not intended to be contractual in nature.

(b) The Board may change this policy by resolution.

This policy has been approved and adopted by the Board.

KNOSYS LIMITED
30 June 2026