







- (f) an assignment of the responsibilities for the management of each risk.

Risk management encompasses all areas of the Company's activities. Once a business risk is identified, the risk management processes and systems implemented by the Company are aimed at providing the necessary framework to enable the business risk to be managed.

The overall results of this assessment are presented to the Board, in oral and written form, at every Board meeting following an Audit & Risk Management Committee meeting by the Chair of the Audit & Risk Management Committee, and updated as needed.

The Board reviews the Company's risk management at every Board meeting, and where required, makes improvements to its risk management and internal compliance and control systems.

## 2.3 Background Checks

The Company engages in background checks in regards to all prospective and current directors and employees. The purpose of this is to protect the security and health of all employees (prospective and current), safeguard the reputation, assets and resources of the company and ensure that individuals in responsible positions are worthy of the trust they are given.

Before appointing a director or senior executive, the Company will undertake a background check which includes checks as to the person's character, experience, education, criminal record and bankruptcy history.

All offers of employment are made conditional on the acceptable outcomes of a background check, except to the extent prohibited by applicable law. The background check will include a Criminal History Check or Criminal Watchlist Check and a Right to Work Check for all applicants. A basic credit check will also be conducted for leadership positions at the C-level and all positions with centralised and primary responsibility for significant Company financial resources. The Company will consider an applicant's job duties, among other factors, in determining what constitutes an acceptable outcome of the background check. Checks will be completed regardless of whether or not a competitive recruitment process is used. Except as prohibited by applicable law, NuiX may request any current employee to submit to a background check if such employee has not already undergone a background check during their application process.

All background check information will be kept confidential and will be used solely for employment purposes. The Company complies with all applicable laws regarding background checks.

The Chief Operating Officer is responsible for administering these checks and delegates authority to Human Resources to:

- (a) interpret and enforce these checks and conduct them;
- (b) authorise, initiate, conduct and oversee background checks;
- (c) make decisions regarding what type of background check is appropriate; and
- (d) provide written notifications of the outcome of background checks.

Any questions regarding these checks should be directed to [HR@nuix.com](mailto:HR@nuix.com).

## 2.4 Additional risk management policies and practices

In addition to the specific risk management process described in this Policy, the Company has the following procedures and practices which are designed to manage specific business risks:

- (a) an insurance program which is reviewed by the Audit & Risk Management Committee and by the Board;
- (b) regular budgeting and financial reporting;
- (c) the Company's business plan;
- (d) corporate strategy guidelines and procedures to review and approve the Company's strategic plans;
- (e) legally binding commitments and expenditure exceeding certain levels must be submitted to the Board for approval;
- (f) procedures/controls to manage financial exposures and operational risks;
- (g) procedures/controls/policies and management standards to ensure that the Company complies with its obligations and responsibilities in relation to environmental issues, occupational health and safety matters, and the communities in which it operates;
- (h) including considering disclosures regarding environmental or social risks made by the Company's peers;
- (i) procedures to periodically consider the Company's exposure to any climate change risk, with reference to the Financial Stability Board's Task Force on Climate-related Financial Disclosures;
- (j) oversight of the Company's financial affairs by the Audit & Risk Management Committee;
- (k) regular performance reporting enabling the identification of performance against targets and evaluation of trends; and
- (l) an Audit & Risk Management Committee, [Health, Safety & Environment Committee] and Remuneration & Nomination Committee which assist the Board in implementing this Risk Management Policy by focusing the Company and management on risk oversight and internal controls. These Committees also report to the Board on the status of the Company's material business risks through integrated risk management programs, covering areas such as environment, occupational health & safety, financial reporting and internal controls; and ongoing training and development programs.

Additionally, all other significant areas of the Company's operations are subject to regular reporting to the Board, including development, finance, legal, safety, environment, government and investor relations.

## 3. OTHER MATTERS

### 3.1 Amendment of Policy

This Policy can only be amended with the approval of the Board.

### **3.2 Adoption of Policy and Board review**

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

The Board and the Audit and Risk Management Committee must review and reassess this Policy at least once each calendar year. Any amendments to this Policy must be approved by the Board. The Company Secretary will communicate any amendments to employees as appropriate.

Either the Board or the Audit and Risk Management Committee must review and reassess this Policy at least once each reporting period to enable the Board or the Audit and Risk Management Committee (as applicable) to satisfy itself that this Risk Management Policy and the Charter of the Audit and Risk Management Committee continues to be sound and that the Company is operating with due regard to the risk appetite set by the Board. Any amendments to this Policy must be approved by the Board. The Company Secretary will communicate any amendments to employees as appropriate.