

Centrepoint Alliance Limited

(ABN 72 052 507 507) (the “Company”)

BOARD SKILLS MATRIX

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1.0 OVERVIEW

The Board of Centrepoint Alliance Limited (**CAF** or the **Company**) has developed a Board Skills Matrix to act as a guide to the skills and experience it has or is looking to achieve in its Board membership.

2.0 PURPOSE

The Board skills matrix (**matrix**) provides valuable insight into:

- aligning a Board's skill set to company strategy and industry;
- whether there are any skills deficit on the Board; and
- whether there will be a gap in the future as circumstances or strategy change.

The matrix is designed to identify core business skills and knowledge (i.e. skills directly relevant to performing the Board's key functions), corporate experience, industry skills and knowledge (relevant to the industry or sector in which the CAF operates) and general qualities that are considered desirable to be an effective director.

3.0 UTILISING THE MATRIX

The Board need to determine the level of importance of each of the core business skills, industry skills and corporate experience, and whether it is considered essential, desirable or they are able to rely on external advice and outsource.

In addition, the Board should also be assessing diversity aspects such as gender, age, or different perspectives in accordance with the Company's diversity policy and measurable objectives.

The Board is assessed against each of the criteria on the matrix on an annual basis and when any new Director has been appointed. Any gaps identified in the collective skills of the board should be addressed as part of a listed entity's professional development initiatives for directors (including director induction/training) and in its board succession planning. If a position for a new board member arises, the search should focus on finding a board member fill the gaps and complement the current skills on the board.

As required a review of the matrix will be conducted to ensure it is aligned with strategy and the business objectives.

4.0 CORE BUSINESS SKILLS AND KNOWLEDGE

Skill area	Description	Skill importance (desirable, essential, able to outsource)	Board Assessment				
			Alan Fisher	Martin Pretty	Georg Chmiel	Alexander Beard	Simon Swanson
Strategy	Ability to identify strategic opportunities and threats with demonstrated success in developing and implementing a successful strategic plan and achievement of business objectives.	E	Y	Y	Y	Y	Y
Financial Literacy/Acumen	Ability to read and comprehend corporate accounts, financial materials, financial reporting requirements and an appropriate understanding of corporate finance.	E	Y	Y	Y	Y	Y
Risk management and compliance	Experience in implementing, managing or overseeing risk management and compliance frameworks including legal and regulatory compliance.	E	Y	Y	Y	Y	Y
Legal Knowledge	Appropriate understanding of legal concepts and frameworks applicable to both the role of director and to the industries in which the entity operates	D	Y	Y	Y	Y	Y
Qualifications	Formal qualifications in any of the following fields: <ul style="list-style-type: none"> Accounting and/or finance Economics, law, commerce and/or business Financial services Marketing 	D	Y	Y	Y	Y	Y
		D					
		D					
		O/S					
Managing People/Achieving Change	Experience at a senior level for people management and successful implementation of change	D	Y	Y	Y	Y	Y

5.0 CORPORATE EXPERIENCE

Skill area	Description	Skill importance (desirable, essential, able to outsource)	Board Assessment				
			Alan Fisher	Martin Pretty	Georg Chmiel	Alexander Beard	Simon Swanson
Advertising / Social Media	Experience at a senior level with responsibilities for either advertising or social media activities	O/S	N	N	Y	N	Y
Board experience (Listed)	Experience as a director of a listed company with an understanding of ASX Listing Rules, compliance, reporting and shareholder meeting requirements	D	Y	Y	Y	Y	Y
Board experience (non-listed)	Experience as a director of a non-listed company or organisation at a Board level	E	Y	Y	Y	Y	Y
Business Development	Demonstrated success in development or expansion of business having regard to the organisation's stated corporate objectives, operating environment and risk appetite	D	Y	Y	Y	Y	Y
Customer Service	Experience at a senior level with responsibilities for customer service related activities	O/S	N	N	Y	N	Y
Director qualification/training	Completion of a formal qualification/training in governance or a directorship (e.g. AICD, GIA, or equivalent)	D	Y	Y	Y	Y	Y
Corporate leadership / Executive management	Experience in CEO and/or other senior corporate leadership roles including responsibilities for people management and successful implementation of change	D	Y	Y	Y	Y	Y
Governance	Experience in sophisticated governance/assurance structures and/or prior experience on a Board or governing body	E	Y	N	Y	Y	Y
Health and Safety	Experience in implementing health, safety and wellbeing strategies, proactive identification and prevention of health and safety risks	D	N	N	N	Y	Y
Information management	Experience in implementing, managing or overseeing information and communication	O/S	Y	Y	Y	Y	Y

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Skill area	Description	Skill importance (desirable, essential, able to outsource)	Board Assessment					
			Alan Fisher	Martin Pretty	Georg Chmiel	Alexander Beard	Simon Swanson	
	technology, including personal information privacy and security risk management.							
Marketing	Senior executive experience in marketing and a detailed understanding of the Company's corporate purpose to create long-term shareholder value through the discovery, acquisition, development and marketing	O/S	N	N	Y	N	Y	
Mergers & acquisitions experience	Experience at a senior level in merger/acquisitions activities (including successful post-merger implementation)	D	Y	N	Y	Y	Y	
Professional membership	Membership of a professional body (e.g. a current member or ICAA, CPA, AICD, GIA, etc)	D	Y	Y	Y	Y	Y	
Project Management	Experience in managing or overseeing major projects of an organisation	D	Y	Y	Y	Y	Y	
Regulatory Policy	Experience working or interacting with regulators relevant to the industry that Centrepoint operates (i.e. ASX, ASIC, FOS, AUSTRAC)	D	Y	N	Y	Y	Y	
Remuneration	Board Remuneration Committee membership or management experience in relation to remuneration, including incentive programs and superannuation and the legislation and contractual framework governing remuneration.	D	Y	Y	Y	Y	Y	
Social Responsibility	Experience in relation to social responsibility and community	D	Y	N	Y	Y	Y	

6.0 INDUSTRY SKILLS AND KNOWLEDGE

Skill area	Description	Skill importance (desirable, essential, able to outsource)	Board Assessment				
			Alan Fisher	Martin Pretty	Georg Chmiel	Alexander Beard	Simon Swanson
Depth of experience with the Company	A deeper understanding of the Company's business and day-to-day operations	D	Y	Y	N	Y	N
Expertise in the following areas of the Company's businesses:	Specific industry skills and knowledge in relation to the industry in which the Company operates						
• Credit Services including ACL	Experience in provision or management of credit activities, lending and mortgage broking under an Australian Credit Licence	D	N	N	Y	Y	Y
• Financial Markets and Services, including AFSL	Experience in provision or management of financial advice, products and services (e.g. insurance, derivatives, stocks, bonds, margin lending, securities), including operating under an Australian Financial Services Licence	D	Y	Y	N	Y	Y
• Investment Services	Experience in provision or management of investment services including (wealth, platform technology, managed investment schemes, funds management, superannuation)	D	Y	Y	N	Y	Y

7.0 PERSONAL ATTRIBUTES

Attribute	Description
Integrity	An ethical commitment to: <ul style="list-style-type: none"> fulfilling the duties and responsibilities of a director, including professional development to maintain knowledge the Company's interests (before any personal interests) transparency and declaration of interests (including potential conflicts) confidentiality
Negotiation and influence	Ability to negotiate effectively and influence others to achieve a desired outcome, including the ability to gain stakeholder support
Innovation and Critical thinking	Ability to critically analyse detailed complex information, understand key issues, and problem solve in an innovative manner
Leadership	Leadership skills to: <ul style="list-style-type: none"> represent the Company and the Board in a professional manner create an appropriate culture on the Board and within the Company responsibility make decisions and take action
Chair	Ability to chair Board and committee meetings; develop a healthy relationship with the CEO; manage Board performance and succession planning; and communicate on behalf of the Company.

8.0 DIVERSITY

Diversity category	Description	Board Assessment
Gender diversity	In accordance with CAF's diversity policy, gender diversity on the Board should be considered in line with measurable objectives set by the Board	Board is composed of five male directors, and a female company secretary. In the event a vacancy arises, the Board Charter requires that diversity be considered as part of the criteria in assessing candidates.
Cultural diversity	In accordance with CAF's diversity policy, cultural diversity on the Board should be considered in line with the Company's geographic presence.	Board composition is in line with the Company's geographic presence.
Age diversity	Age diversity on the Board should be considered to provide a range of perspectives and opinions from different generations	Range of age groups on current Board