

# BINGO INDUSTRIES LIMITED

## SKILLS MATRIX



### 1. INTRODUCTION

This Skills Matrix illustrates the mix of skills and diversity the Directors of Bingo Industries Limited ("**Bingo**") has or is seeking to achieve. The Skills Matrix identifies essential and desirable expertise, knowledge, experience for governing Bingo's strategic direction, its operations and the impacts the business has on the communities in which Bingo operates. The board of Bingo ("**Board**") has identified this Skills Matrix as a useful tool to assist with its effectiveness and professional development for Directors and for the Board's succession planning. The Skills Matrix also responds to the diversity needs and goals and tries to maximise different perspectives and views.

### 2. PURPOSE

2.1 Bingo (ASX Code: BIN) is an ASX listed company.

2.2 Bingo is committed to ensuring its corporate governance framework of rules, relationships, systems and processes and its reporting responds to the ASX Corporate Governance Principles and Recommendations ('**Corporate Governance Principles**').

2.3 This Skills Matrix sets out the desirable and essential capabilities which, in the opinion of the Directors of Bingo, contribute to effective functioning of the Board of Bingo. The Board has completed and disclosed the mix of skills that the Board currently has and is looking to achieve.

2.4 The Nominations and Remuneration Committee will regularly assess the independence of each non-executive director, skills set and diversity to ensure that the composition of skills on the Board remains aligned with Bingo's business strategy and contributes to investor confidence.

2.5 The Board will take account of this Skills Matrix and gaps or weaknesses in this Skills Matrix when applied to the existing Directors, when filling any vacancies of the Board.

2.6 This Skills Matrix comprises three parts:

- Part A details the essential and desirable experience and industry based skills which should be held collectively by the Board. Each skill area is accompanied by a description. Director skill sets will be noted in the table in Part A.
- Part B is a description of the desired personal attributes that the Directors are expected to demonstrate in varying degrees.
- Part C contains the assessment for the diversity and personal attributes.

**PART A: EXPERIENCE AND SKILLS**

CAN IT BE COMPLETED WITH EITHER:

- S = EXPERT (SPECIALIST DISCIPLINE SKILLS)
- C = EXPERIENCED (IS COMPETENT IN)

<b>Director</b>	<b>Description</b>	<b>E (Essential)</b>	<b>D. Tartak</b>	<b>D. Girgis</b>	<b>M. Coleman</b>	<b>M. Atkinson</b>	<b>R. England</b>	<b>B. Buffier</b>
<b>Appointment Date</b>		<b>D (Desirable)</b>	3 Mar 2017	3 Mar 2017	22 Mar 2017	22 Mar 2017	22 Mar 2017	2 Jul 2018
<b>Skills and Experience</b>								
Previous Board experience	Listed company Director experience and/or completed formal training in directorship/governance.	D	C	C	S	C	S	S
Customer Industries/Sectors	An understanding of the industry in which Bingo operates and the key drivers to ensure healthy business growth.	E	C	S	C	S	C	S
Financial Management	Commercial/business experience in areas including operations, marketing, branding and business systems, practices and improvements and ability to: <ul style="list-style-type: none"> <li>- analyse key financial statements;</li> <li>- critically assess financial viability and performance;</li> <li>- contribute to strategic financial planning;</li> <li>- oversee budgets and the efficient use of resources; and</li> <li>- oversee funding arrangements and accountability.</li> </ul>	E	C	S	S	C	S	C

Environment, Social Impacts	Identification of key risks to the organisation in a wide range of areas including environmental, health & safety, risk and compliance management systems.	E	C	C	S	S	C	S
Government/Regulatory/and Corporate Governance	Knowledge of legal, governmental and regulatory frameworks and operations and how the organisation must comply with these prerequisites.	D	C	C	S	C	C	S
Stakeholder Engagement	Reputation with the key stakeholders including with relevant industry, investor and community groups and business customers, and the ability to effectively engage/network and communicate with those stakeholders.	D	C	C	S	C	C	S
Marketing and Information Technology	Knowledge of the strategic use of information management, digital technology and information technology within the organisation the impacts of technology on business, cyber security and privacy.	D	C	C	C	C	C	C
Innovations	Understanding of the current drivers of innovation in the information technology market. Experience in delivering new product/service offerings in response to market demand, to achieve market leadership or to take advantage of opportunities for innovation.	D	C	C	C	C	C	C
Organisational Development	Organisational management for successful business growth.	D	C	S	C	C	C	C

**PART B: PERSONAL ATTRIBUTES**

<b>Attributes</b>	<b>Description</b>
<b>Strategic thinking</b>	The ability to critically analyse complex and detailed information, readily distil key issues, and recommend innovative approaches and solutions to problems and opportunities.
<b>Integrity (ethics)</b>	A commitment to: <ul style="list-style-type: none"> <li>• understanding and fulfilling the duties and responsibilities of a director, and maintain knowledge in this regard through professional development;</li> <li>• putting the Company's interests before any personal interests;</li> <li>• acting in a transparent manner and declaring any activities or conduct that might be a potential conflict; and</li> <li>• maintaining Board confidentiality at all times.</li> </ul>
<b>Effective listener and communicator</b>	The ability to: <ul style="list-style-type: none"> <li>• listen to, and constructively and appropriately debate, other people's viewpoints;</li> <li>• develop and deliver cogent arguments; and</li> <li>• communicate effectively with a broad range of stakeholders.</li> </ul>
<b>Emotional intelligence</b>	The ability to recognise and manage emotions, and the emotions of other people, both individually and in groups.
<b>Constructive questioner</b>	The preparedness to ask questions and challenge management and peer directors in a constructive and appropriate way about key issues.
<b>Contributor and collaborator</b>	The ability to work as part of a team, and demonstrate the passion and time to make a genuine and active contribution to the Board.
<b>Commitment</b>	A visible commitment to the purpose for which the Company has been established and operates, and its on-going success.
<b>Influencer and negotiator</b>	The ability to negotiate outcomes and influence others to agree with those outcomes, including an ability to gain stakeholder support for the Board's decisions.
<b>Leader</b>	The ability to: <ul style="list-style-type: none"> <li>• Lead organisation culture;</li> <li>• Make and take responsibility for decisions and actions;</li> <li>• Inspire confidence in the organisation's activities and direction; and</li> <li>• Articulate the vision and performance of the organization. ???)</li> </ul>

**PART C: DIVERSITY & NON-SKILLS BASED CRITERIA**

<b>Skill Area</b>	<b>Description</b>	<b>Assessment of Bingo Board</b>
<b>Gender Distribution</b>	Relatively equal gender representation should be sought for the Board to reflect gender diversity in the local community and given that gender diversity has been positively correlated with performance.	The Board currently consists of: <ul style="list-style-type: none"> <li>• 5 males</li> <li>• 1 female</li> </ul>
<b>Geographic and Cultural Distribution</b>	Bingo is designed to have a strong link to their local community and respond effectively to local needs. Therefore, the Board should have strong local, national and global representation as appropriate. Where possible, cultural diversity on the Board should be reflective of the cultural diversity in both the local and global community.	The Board currently consists of: <ul style="list-style-type: none"> <li>• 57% of Australian decent</li> <li>• 14% of British decent</li> <li>• 29% of Middle Eastern decent</li> </ul>
<b>Age Distribution</b>	Age diversity should be sought among directors to bring different generational perspectives to the Board's deliberations.	The Board currently consists of members within the following age brackets: <ul style="list-style-type: none"> <li>• 33% - Between 25 and 34 years old</li> <li>• 17% - Between 45 and 54 years old</li> <li>• 50% - Between 65 and 74 years old</li> </ul>