

# Board Skills Matrix

## BOARD SKILLS, EXPERIENCE AND ATTRIBUTES

Good corporate governance requires that a listed entity such as Macmahon should have:

- a board comprised of an appropriate number of independent, non-executive directors who can challenge management and hold them to account; and
- a publicly disclosed board skills matrix that sets out the mix of skills and diversity that the board currently has, or is looking to achieve in its membership.

To meet these requirements the Board of Macmahon has determined that all directors should be sufficiently familiar with the Group's core business that they can contribute to the development of strategy and assess the performance of management. In addition, as a group, the Board must have skills and experience in the following areas, or satisfy the following criteria:

### **Corporate governance expertise**

Commitment to the highest standards of governance and an ability to assess the effectiveness of senior management.

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### **Strategy skills**

Skills in developing and implementing successful business strategy, including appropriately overseeing management on the delivery of agreed strategic planning objectives.

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### **Executive leadership experience**

Successful career with experience at a very senior executive level.

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### **Financial acumen**

Senior executive or equivalent experience in financial accounting and reporting, corporate finance and internal financial controls, including an ability to probe the adequacies of financial and risk controls.

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### **Relevant industry experience**

Senior executive experience in the mining or mining services sector, including in-depth knowledge of the Group's strategy, markets, competitors, operational issues, technology and regulatory concerns.

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### **Health, safety and environmental management skills**

Experience related to workplace health and safety, environmental and social responsibility, and community.

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### **Remuneration management skills**

Relevant experience in relation to remuneration setting including incentive programs and pensions/superannuation and the legislation and contractual framework governing remuneration.