

Discovery Africa Limited Diversity Policy

Last Updated: 4 February 2014

1 Introduction

Discovery Africa Limited (**the Company**) recognises the benefits arising from employee, senior management and Board diversity, including a broader pool of high quality employees, improving employee retention, accessing different perspectives and ideas and benefiting from all available talent.

2 Purpose

The purpose of the Diversity Policy (**the Policy**) is to outline the Company's commitment to fostering a corporate culture that embraces diversity and, in particular, focuses on the composition of its Board and senior management team. The Policy also provides a process for the Board to determine measurable objectives which the Company will implement and report against to achieve its diversity goals.

3 Scope

The Policy applies to the Board and all Company employees.

4 Policy

4.1 **Diversity commitment**

The Company is committed to:

- Complying with the diversity recommendations published by ASX's Corporate Governance
 Committee by establishing measurable objectives for achieving gender diversity;
- Promoting diversity among employees and senior management throughout the Company;
 and
- Keeping shareholders informed of the Company's progress towards implementing and achieving its diversity objectives.

The Board will:

- Aim to ensure that appropriate procedures and measures are introduced and responsibilities delegated to the Remuneration and Nomination Committee to ensure that the Company's diversity commitments are implemented appropriately;
- Seek to ensure that the diversity profile is a factor that is taken into account in the selection and appointment of qualified employees, senior management and Board candidates;

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- Seek to identify and consider programs and initiatives that:
 - Assist in the development of a diverse pool of skilled and experienced Board candidates;
 - Enhance employee retention and promotion of existing employees;
 - Assist with minimising career disruption when employees take time out of the workplace to meet other obligations and attempt to re-enter the workforce; and
 - Facilitate or permit employees to access such programs or initiatives where reasonable, possible and in line with the needs and objectives identified by the diversity profile.

While the key focus of the Policy and the ASX Corporate Governance Council's recommendations is on promoting the role of women within organisations, the Company recognises that other forms of diversity are also important and will seek to promote and facilitate a range of diversity initiatives throughout the Company beyond gender diversity.

4.2 Measurable objectives

Setting measurable objectives

The Board, in consultation with the Remuneration and Nomination Committee, will set measurable objectives for achieving diversity in accordance with this policy and the diversity targets set by the Board from time to time and will review the effectiveness and relevance of these measurable objectives on an annual basis.

The Company offers a flexible and family friendly working environment and is therefore able to attract talented and experienced females into the organisation in senior positions.

4.3 Strategies

Strategies to help achieve the Company's diversity objectives include:

- Facilitating a corporate culture that embraces diversity and recognises employees at all levels have responsibilities outside of the workplace;
- Ensuring that meaningful and varied development opportunities are available to all employees to enhance the retention of new employees and promotion of existing employees;
- Recruiting from a diverse pool of candidates for all positions including Board and senior management appointments; and
- Reviewing succession plans to ensure an appropriate focus on diversity.

4.4 Annual disclosure to shareholders

The Board will include in the Annual Report each year:

- Measurable objectives, if any, set by the board;
- Progress against achieving the objectives; and

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 The proportion of women employees in the whole organisation, at senior management level and at Board level.

5 Publication

A copy of the Policy will be made available on the Company's website and to the ASX to the extent necessary.

6 Review of this Policy

The Policy will be reviewed annually by the Remuneration and Nomination Committee to ensure that it remains relevant and appropriate to the Company.

External reviews of the Policy may be undertaken at the request of the Board from time to time.

7 Further Information

If you have any questions or need further information on how to comply with this policy, please contact the Company Secretary.