



Select Harvests Limited 2020 Board Skills Matrix

GENERAL	RESPONSIBILITIES	EXPERIENCE	IMPORTANCE	CURRENT BOARD ASSESSMENT
CORPORATE LEADERSHIP	Appointment and performance management of the CEO. Oversight of the corporate structure, composition of the leadership team and approving the appointment of senior executives. Setting the tone of the company culture.	Success in leading companies with similar or greater complexity. Practiced in the establishment and leadership of high performing executive teams and creating healthy corporate cultures.	High	High
CORPORATE STRATEGY	Setting the strategic objectives. Ensuring management have a robust process for assessing the environment the company operates in, its' opportunities and potential disruption, and developing strategies that create value for shareholders. Overseeing implementation of strategic objectives and company performance.	A strong executive legacy of developing and successfully executing strategies that have created value for shareholders. Collective experience should span both organic growth and acquisitions in a range of circumstances and familiarity with investment evaluation.	High	High
FINANCIAL CONTROL	Approving operating budgets and major capital expenditure. Chair and membership of the ARC, engagement of auditors and setting the audit scope, signing off on the integrity of financial accounts, oversight of financial policies and controls, review of monthly management accounts and identification of material variances to investor expectations and compliance with regulatory requirements and accounting standards.	Experience as an Auditor or CFO of companies with similar complexities. Non-executive experience as a member of listed company Audit Committees.	High	High
CORPORATE FINANCE	Ensuring a strong orientation towards creating value for shareholders and that the principles of value-based management pervade decision making. Also, ensuring shareholders rights and interests are protected in areas such as capital raisings, making timely and balanced disclosures of information that is likely to have a material impact on the share price. Ability to undertake financial assessments for strategic decisions.	Executive experience in investment banking and corporate advisory. Non-executive experience with listed companies with a strong TSR track record. Experienced in M&A and capital raisings. Familiarity with shareholder value analysis, the ASX listing rules, corporate governance principles and applicable laws and regulations. A proven track record in sound financial assessment for strategic decisions that have resulted in good outcomes.	High	High



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SPECIALIST			IMPORTANCE	CURRENT BOARD ASSESSMENT
OCCUPATIONAL HEALTH & SAFETY (OH&S)	Chairing and membership of the OHSEC (Occupational Health and Safety plus Environment Committee). Setting the organisation's safety culture and oversight of safety related policies and their effective implementation, ensuring adequate resources are allocated to provide a safe work environment, oversight of compliance with OH&S legislative and regulatory requirements.	Previous experience in managing people in a workplace with similar safety and occupational challenges. A practiced awareness of the attitudes, behaviours and practices that foster a safe work environment.	High	High
ENVIRONMENTAL, SOCIAL & GOVERNANCE (ESG)	Membership of the OHSEC. Setting the organisation's ESG expectations, oversight of environmental and social license related policies and their effective implementation, ensuring adequate resources are allocated to deliver an acceptable environmental impact and oversight of compliance with ESG legislative and regulatory requirements. An understanding of water management and its complexity in the market that SHV operates in, as well as stakeholder and market expectations.	Previous experience in managing companies with similar environmental and social license challenges. Practiced awareness of managing reputation risk including social media. Previous experience in managing or making strategic decisions about water management and the complexities of the water market and stakeholder/market expectations.	High	High
RISK MANAGEMENT	Membership of the ARC. Ensuring there is an appropriate risk management framework and setting the risk appetite. Oversight of the risk register, oversight of the insurance program, oversight of fraud policy and control, and setting the organisation's culture as it pertains to risk management.	Diverse experience in effectively managing risks that the company obviously and not so obviously faces. Practiced in striking an appropriate balance between risk aversion and risk tolerance to arrive at an appropriate risk appetite. Familiar with good process in identifying, quantifying and mitigating risk.	Medium	High

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SPECIALIST <i>(Cont'd)</i>			IMPORTANCE	CURRENT BOARD ASSESSMENT
PEOPLE & REMUNERATION	Approving the remuneration framework. Chair and membership of the Remuneration Committee, engagement of KMP remuneration consultants, CEO performance management, incentive plan design, CEO and Board succession planning, engagement of Executive Search consultants, preparation of Remuneration Reports, review of people related policies and oversight of compliance with all employment legislative and regulatory requirements.	Prior experience with employee performance management frameworks in companies of similar size and complexity. Practices in KMP remuneration benchmarking and across the pros and cons of the various options and complexities of STIPs and LTIPs.	Medium	High
MERGERS & ACQUISITIONS	Strategic growth decisions which involve a merger, joint venture or takeover. Understanding the process of due diligence, regulatory requirements, assessing risks and the acquisition negotiation process.	Prior experience in mergers and acquisitions, in a company of similar size and complexity. Understands the complexity and nuances of integrating new businesses, both from an operational and cultural viewpoint.	High	High

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INDUSTRY SPECIFIC		IMPORTANCE	CURRENT BOARD ASSESSMENT
HORTICULTURE	Independent oversight of management’s strategic and operational plans for its horticulture activities and whether they are robust, based on reasonable assumptions and provide an adequate return on shareholders’ capital. Ongoing high-level appraisal and an outside perspective on the company’s farming operations. Testing and challenging management as to whether opportunities aren’t being missed and risks unforeseen, particularly environmental and wildlife welfare, ensuring that the outcomes are consistent with stakeholder expectations. Applies a commercial lens in reviewing water management strategies and decisions.	Medium	Medium
INTERNATIONAL COMMODITY MARKETING	Independent oversight of management’s strategic and operational plans for trading commodities or finished product with customers, with articulated risk management plans and financial modelling forecasting which accounts for market volatility, foreign exchange exposure and hedging strategies to mitigate and manage financial risks.	Medium	Medium
FOOD MANUFACTURING & DISTRIBUTION	Independent oversight of management’s operational and strategic plans for its food processing, logistics and domestic and export marketing activities. Ongoing high-level appraisal and an outside perspective on the company’s food manufacturing and marketing to test whether opportunities aren’t being missed and risks unforeseen and that the outcomes are consistent with stakeholder expectations.	Medium	Low