

Diversity and Inclusiveness Policy

Level: Board
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Approved by: Board

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| POLICY | The Company is committed to ensuring that we have a diverse and inclusive workforce which fulfills our employees', customers' and shareholders' expectations while building a sustainable future for our business. |
| PURPOSE | This Diversity and Inclusiveness Policy has been established to maximise the Company's ability to meet the business challenges of diversity and inclusiveness in our workforce, while building a sustainable future for our business. |
| SCOPE | The Board, the Committees and all the employees in the Company. |

1.0 DEFINITIONS

1.1 **Board** means the Board of Directors of the Company.

Company refers to Downer EDI Limited (ACN 003 872 848), its subsidiary companies, operating divisions and business units.

Director means any person who is appointed to the Board and includes alternate directors.

2.0 INTRODUCTION

2.1 Background

This Diversity and Inclusiveness Policy is designed to:

- a) provide a framework for the Company that will reinforce our commitment to supporting a workforce which is as diverse as the community within which it operates; and
- b) ensure continuing compliance with our legal and regulatory requirements including gender reporting and the flexible work provisions under the Fair Work Act (2009),

The Company views diversity as a competitive advantage as well as a commercial imperative and we are committed to ongoing efforts to increase our diversity footprint.

2.2 Application

This Diversity and Inclusiveness Policy applies to all of the Company's Directors and employees, and to all contractors engaged by the Company, and forms a crucial part of the

duties and responsibilities of each individual Director, employee and contractor.

Each Director, employee and contractor of the Company must understand his or her obligations under, and must comply with, this Diversity and Inclusiveness Policy.

The Diversity and Inclusiveness Policy is accessible to all directors and employees of the Company via the Downer Group D&I Intranet page. This ensures that all obligations and responsibilities under the provision of the policy are clearly understood and adhered to.

3.0 DIVERSITY AND INCLUSIVENESS

3.1 What is diversity and inclusiveness?

Diversity means recognising and embracing the contribution of people with differences in background, experience and perspectives.

At the Company, diversity and inclusiveness means recognising and embracing individual differences in our workforce, including gender, age ethnic and cultural background, physical ability and flexible work requirements.

Diversity and inclusiveness are important to our recruitment process and to the development of our talent. However, diversity and inclusiveness are also important in many other areas of our day to day business and helps the Company to ensure a culture which respects differences and is intolerant to behaviours which are non-inclusive.

3.2 The Company's approach to diversity and inclusiveness

The Company aims to achieve a culture in which diversity and inclusiveness is valued.

As a company, we have certain strategic priorities which arise from the current and emerging needs of our workforce and business. This means that from time to time, the Company will focus on individual areas within the diversity spectrum.

Given our current demographics and business needs, the Company's current diversity focus will be in the following three areas:

- a) gender;
- b) age; and
- c) cultural diversity, with a focus on indigenous and Maori cultures.

3.3 The Company aims to:

- a) provide a framework for the development of a diversity programme in consultation with the Company's workforce, which will set out key deliverables, KPIs and measurable outcomes;
- b) achieve a diverse and skilled workforce that reflects the diversity of the community we serve and leads to continuous improvement in service delivery;
- c) create a workplace culture characterised by inclusive practices and behaviours for the benefit of all our people and customers;
- d) promote a workplace environment that values and utilises the contributions of

employees with diverse backgrounds, experiences and perspectives through improved awareness of the benefits of workforce diversity and flexible work practices;

- e) improve employment and career development opportunities for people who are under represented in our workforce through specific programs and initiatives; and
- f) improve profitability through our ability to attract diverse talent to the Company and to develop our workforce in a way that reflects diversity as a strength and competitive advantage.

3.4 Diversity and inclusiveness work programme

The Company will develop an annual D&I strategic work plan which will comprise a series of regular activities undertaken as part of our normal business together with a set of improvement projects designed to progress the Company's diversity and inclusiveness culture.

4.0 MEASURING DIVERSITY

- 4.1 The Board (through the Nomination and Corporate Governance Committee) will review the Company's Diversity and Inclusiveness Policy, strategy and work programme and establish measurable objectives for achieving our diversity and inclusiveness objectives.

The Board will review annually both the diversity objectives and its progress in achieving these objectives.

5.0 DISCLOSURE AND REPORTING

- 5.1 Where possible, the Company will report details of progress of the diversity and inclusiveness work programme to ensure shareholders are fully informed about the Company's approach to and achievement of its diversity and inclusiveness objectives.