



**GOLDFIELDS MONEY LIMITED**  
ACN 087 651 849

**POLICY FOR THE SELECTION AND APPOINTMENT OF  
NEW DIRECTORS**

as adopted by the Board of Directors on 18 March 2016

---

**Purpose**

1. The purpose of this Policy is to generally outline the procedure of, and factors to be considered by, the board of directors (the **Board**) of Goldfields Money Limited (the **Company**) when making decisions regarding the appointment of a new director to the Board.

**Selection process**

2. The Board may:
  - (a) review its needs with a view to ensuring that there is a range of skills represented, including an understanding of the industry and market in which the Company operates, accounting, finance and legal matters;
  - (b) develop suitable criteria for Board candidates to address any needs identified;
  - (c) engage independent professional advisors to assist in identifying individuals to fit within the criteria developed to satisfy the needs of the Board; and
  - (d) develop a short-list of Board candidates, taking into account the attributes of the Board candidates and each candidate's ability to fit within the existing Board.

**Additional factors to be considered**

3. Additional factors to be considered by the Board when considering the appointment of a new director to the Board include:
  - (a) the time commitments considered necessary for the effective performance of the role of director so as to satisfy the director's responsibilities to the Company;
  - (b) the existing time constraints and commitments of Board candidates;
  - (c) the nature of a Board candidate's existing positions, directorships and other relationships and any potential impact on the Board candidate's ability to exercise independent judgment; and
  - (d) the ability of the Board candidate to work constructively with the existing directors and enhance the effectiveness of the Board.
  - (e) A person who was a member of an audit firm or a director of an audit company, and who served in a professional capacity in the audit of the Company in relation to the

Banking Act 1959 (Cth) (the **Banking Act**), the Australian Prudential Regulation Authority (**APRA**) Prudential Standards or the APRA Reporting Standards, cannot be appointed to the role of director or senior manager of the Company until at least two years have passed since they served in that professional capacity.

- (f) A person who was an employee of an audit company, other than a director of that company, and who acted as the lead auditor or review auditor in the audit of the Company in relation to the Banking Act, the APRA Prudential Standards or the APRA Reporting Standards, cannot be appointed to the role of director or senior manager of the Company until at least two years have passed since they acted as the lead auditor or review auditor.