

# 2023 Board Nomination Committee Report

## 1. Background to BNC Process for 2023

At the AGM in 2023, three Directors will retire from the Board and will not stand for re-election. Therefore, AWI shareholders will elect three new Directors to the AWI Board with effect from the AGM in November 2023.

Under the Charter of the Board Nomination Committee (“BNC”), it is responsible for:

- identifying necessary and desirable director competencies;
- considering candidates standing for election or re-election at any general meeting of the Company; and
- making non-binding recommendations to shareholders in relation to the election or re-election of such candidates.

## 2. Board Nomination Committee Composition

The BNC for 2023 comprised five members, three of whom were independent of the AWI Board, and two who were current, unconflicted Non-Executive Directors.

The BNC comprised:

- 1) Julie Cox, Independent Chair, appointed by the BNC following an executive search
- 2) David Webster, current AWI Board Member not seeking re-election
- 3) James Morgan, current AWI Board Member not seeking re-election
- 4) Michael Field, Independent member nominated by the Woolgrower Industry Consultation Panel
- 5) Michael Thomas, Independent member from an international executive search firm (Heidrick & Struggles)

## 3. Pathways for Election to the AWI Board

There are three avenues for persons to be put forward as candidates standing for election or re-election:

- **Retiring and rotating incumbent directors.**

In each director election cycle, one-third of the board (rounded up) must retire and, subject to having served the maximum term as a director, are eligible to stand as candidates again.

In 2023, three incumbent Directors will retire, being David Webster, James Morgan and Noel Henderson. None of these Directors will stand for re-election. David Webster and James Morgan have each reached their maximum terms, while Noel Henderson has chosen to not stand for re-election.

- **Persons who received a written nomination from more than 99 eligible shareholders.**

In 2023, there were four persons who will stand for election after having successfully completed this process. They are Neil Jackson, George Millington, Ed Storey and Steve McGuire.

- **Persons put forward directly by the BNC on the basis of skills to supplement existing skills on the board.**

The BNC undertook an executive search, including advertising, for specific skills (digitization, supply chain, governance and international exposure) and identified Emma Weston as the preferred candidate based on that search.

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## 4. Candidate Assessment and Selection Process

In assessing the candidates, the BNC considered the required skills set out in the AWI Board Skills Matrix, being:

- The Wool Industry
- Leadership & Culture
- Corporate Governance
- Finance & Risk
- Stakeholder Relationships
- Evaluation & Investment in R&D
- Marketing and Product Promotion
- Public Policy & Administration
- International Trade & Market Development
- Technology Transfer & Communication

The BNC analysed the skills gaps which would follow with the retirement of three directors and the potential contribution of the candidates to the combined skills set and experience of the Board. The BNC members were also cognisant of balancing the loss of intellectual capital with “fresh eyes” and new ideas; diversity of the Board and succession planning for the Board into the future.

In this context, the BNC considered each of the five persons outlined above by assessing their curricula vitae, interviewing them and reviewing the outcome of background checks. Candidates had standard police and bankruptcy background checks performed and no concerns were identified.

## 5. Recommendations

At the conclusion of the BNC’s selection and assessment process, three candidates are considered to be the most suitable for election to the Board, having regard to:

- the combination of Directors that will, in the BNC’s view, best ensure that the Board collectively has an appropriate balance of skills and experience in the areas determined by the Committee in accordance with the Board Charter and the skills identified in the Company’s Board skills matrix;
- Board diversity; and
- the Board’s succession plan and renewal needs.

The BNC is pleased to **recommend** the following three candidates for consideration by AWI shareholders:

### **Emma Weston (Skills based Director Candidate)**

Emma is the CEO and Co-Founder of AgriDigital, Australia's leading digital grain supply chain and inventory management platform. She continues to farm with her family in Warren, New South Wales, and is motivated personally and through her professional career to ensure that global rural communities are sustainable, that agriculture is a valued career choice, and to build connection between consumers and their food and fibre. Further details of Emma’s experience are set out in the Notice of Annual General Meeting.

**BNC Comment:** The BNC believes that Emma will add significant skills, experience and insight into the utilization of new technologies across agribusiness supply chains, a key area of need identified for the Board. Emma is recognised as an innovative and proactive leader in digital technologies and for her demonstrated ability to develop and successfully commercialise new products and solutions in emerging areas for agribusiness. She has sound business acumen, a keen sense of operational excellence and a commitment to governance and stakeholder communication. This unique set of skills will enable her to bring a new perspective to the Board and add significant value.

**Emma Weston is RECOMMENDED**

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## George Millington

George is the owner and managing director of Collinsville Stud Merinos, where he led the acquisition and integration of the Merino studs of Collinsville and East Bungaree, supplying 2,200 rams a year. He is also a director and majority shareholder of APD Parcel Delivery, a logistics company that George acquired in 2012. Earlier, George built and expanded Monjava Coffee, a wholesale coffee importation and roasting business which was later sold to San Remo Pasta. As a wool grower, George is passionate about the industry and understands many of its challenges, committed to contributing to the elevation of the market value of wool and ensuring a sustainable industry for future generations. Further details of George's experience are set out in the Notice of Annual General Meeting.

**BNC Comment:** The BNC believes that George's wide commercial experience, strategic mindset and energy will add significant value to the Board and its members. He has a deep understanding of the wool industry, the imperative for industry to capture the opportunities for wool in a changing marketplace and a strong focus on R&D and the adoption of technology to improve financial returns to growers. He has a proven track record building strong relationship with stakeholders and is highly collaborative, taking time to listen and learn before acting.

**George Millington is RECOMMENDED**

## Neil Jackson

Neil is a third-generation farmer with a deep passion for the wool industry. Alongside his wife and son, he currently runs the operations of his family mixed grain and wool farm in Western Australia, with 22-25,000 sheep producing up to 600 bales annually and 4-5,000 tonnes of grain. Neil previously served as the President of Stud Merino Breeders' Association of Western Australia where he managed the 2006 World Merino Conference in WA with 500 delegates, including international participants. Neil is excited by the opportunity to positively contribute to the wool industry and represent its members. Further details of Neil's experience are set out in the Notice of Annual General Meeting.

**BNC Comment:** The BNC believes that Neil will be a positive contributor to the Board, demonstrating a depth of knowledge of the wool industry, its opportunities and challenges, with a clear communication style. He is financially astute and has demonstrated sound business acumen in the management and ongoing investment in expanding his farming operations. He brings a considered and progressive approach, together with a collaborative leadership mindset that focuses on gaining alignment on strategy whilst creating an environment that enables those around him to succeed.

**Neil Jackson is RECOMMENDED**

Whilst the other candidates interviewed by the BNC had diverse skills and experience relevant to the wool industry, they were regarded as being less suitable for the role as Director than the recommended candidates.

The BNC is satisfied the recommended candidates are suitable for appointment to the Board based on their expertise and experience. The BNC is confident that each of them if elected, will bring to the Board of AWI a high-level of complementary and relevant skills, commercial pragmatism and insight into the needs and opportunities for the Australian wool industry. The BNC believes that the three recommended candidates would best ensure that the Board collectively has an appropriate balance of skills and experience in the areas determined by the Committee in accordance with the BNC Charter.



**Julie Cox**  
**Chair**  
**AWI Board Nomination Committee**  
**27<sup>th</sup> September 2023**