



DIVERSITY POLICY

1. PURPOSE OF THIS POLICY

This Policy sets out Mermaid Marine Australia Limited's (MMA) policy in relation to promoting and maintaining Diversity within the MMA Group.

2. APPLICATION

This is a policy of the Board of Directors of MMA. This Policy applies to all employees, directors and officers of the MMA Group.

3. POLICY

Policy

3.1 MMA recognises the benefits to be gained from a workforce that brings together a range of skills, backgrounds and experiences. By maintaining a diverse workforce, MMA seeks to attract and retain the best talent to deliver the best results for MMA and its shareholders.

3.2 MMA recognises that Diversity within the MMA Group will contribute to achieving MMA's overall strategic objectives by:

- (a) Driving business results;
- (b) Encouraging greater innovation;
- (c) Enhancing MMA's reputation; and
- (d) Attracting, recruiting, engaging and retaining a diverse team of high quality people.

3.3 To promote and maintain Diversity within the MMA Group, MMA aims to focus on:

- (a) Identifying and removing any barriers to Diversity that may exist within the company to create an inclusive and supportive organisation, which enables employees to develop to their full potential;
- (b) Appreciating and respecting the unique diversity that each individual brings to the workplace;
- (c) Recruiting and managing on the basis of an individual's competence and performance;
- (d) Actively monitoring recruitment, promotions and turnover, particularly in relation to gender diversity;
- (e) Undertaking Diversity initiatives and measuring their effectiveness;
- (f) Building the executive pipeline within the company to assist talented individuals to develop the skills and experience needed to progress to senior roles;
- (g) Providing Diversity education, training, mentoring programs and other developmental awareness programs for men and women;
- (h) Raising awareness of the advantages of Diversity through training of senior executives, managers and employees;
- (i) Ensuring Board processes, reviews and appointments are transparent;



DIVERSITY POLICY

- (j) Creating a culture that empowers and rewards people to act in accordance with this Policy, including the Measurable Objectives set by the Board;
- (k) Recognising that employees at all levels of the Company may have domestic responsibilities and family commitments; and
- (l) Endeavouring to eliminate discrimination, harassment, bullying and other inappropriate behaviours from the workplace.

Measurable Objectives

- 3.4 The Board is responsible for establishing Measurable Objectives for achieving greater Diversity throughout the company and on the Board. In particular, MMA is committed to promoting gender diversity.
- 3.5 In order to encourage gender diversity within the organization, MMA sets out the following measurement criteria:
 - (a) the percentage of women employed by the MMA Group;
 - (b) the percentage of women employed at different levels across the MMA Group generally;
 - (c) the percentage of women employed in senior management positions; and
 - (d) the percentage of women on the Board.
- 3.6 Management is responsible for implementing initiatives to achieve the Measurable Objectives. The Managing Director of the Company has a discretion regarding the specific initiatives, which will be implemented by Management to achieve these Measurable Objectives.
- 3.7 Employees are required to behave in a way which complies with MMA's values, code of conduct and policies. MMA employees must be aware of MMA's commitment to Diversity and contribute to its success.

Monitoring and Reporting

- 3.8 Management will report to the Nomination and Remuneration Committee in relation to Diversity. This will include reporting on:
 - (a) Initiatives undertaken by Management in relation to Diversity and to achieve the Measurable Objectives; and
 - (b) Progress in achieving the Measurable Objectives, including information regarding the relative proportion of women and men in the workforce at all levels within the MMA Group.
- 3.9 Managers will be assessed on the promotion of Diversity as a consideration in managers' performance appraisals.
- 3.10 The Nomination and Remuneration Committee will:
 - (a) Report to the Board on the matters reported to it in accordance with section 3.8 of this Policy; and
 - (b) Make recommendations to the Board regarding the Measurable Objectives.

 MERMAID MARINE AUSTRALIA LTD	INTEGRATED BUSINESS MANAGEMENT SYSTEM	IBMS-## 1/07/2011 (Rev 0) Page 3 of 3
DIVERSITY POLICY		

- 3.11 The Board must, at least annually, assess:
- (a) The Measurable Objectives; and
 - (b) Progress in achieving the Measurable Objectives, including the relative proportion of women and men in the workforce at all levels within the MMA Group.
- 3.12 The Board will ensure that appropriate disclosures are made in the Annual Report regarding Diversity at MMA, including information regarding the proportion of women in the whole MMA Group, women in senior executive positions and women on the Board.

Resolving concerns under this Policy

- 3.13 MMA recognises that individuals may become concerned about non-compliance with the obligations set out in this Policy. MMA encourages people to raise any such concerns quickly and constructively to achieve prompt resolution. MMA will support individuals to quickly and respectfully resolve concerns or complaints that arise in the context of MMA Diversity commitments.
- 3.14 Where an individual is concerned that someone's behaviour is inconsistent to this Policy, it may be appropriate that they raise their concerns directly with that person. If the individual feels uncomfortable approaching the person directly, or if the issue cannot be resolved through direct discussion, the concerned individual should quickly speak about the issue with a relevant manager. If the individual does not feel comfortable talking about their concern with a manager, the concerned individual should quickly speak with Human Resources. MMA will act to resolve such issues quickly, respectfully and constructively.

4. REVIEW OF POLICY

The Nomination and Remuneration Committee, with assistance from Management, will conduct an annual review of this Policy (which will include a review of the effectiveness of the Policy), discuss any required changes with the Board and ensure that any revisions to this Policy are approved by the Board.

5. DEFINITIONS

In this Policy:

Diversity includes differences that relate to gender, age, ethnicity, disability, sexual orientation and cultural background.

Measurable Objectives are measurable objectives for achieving Diversity at all levels of the MMA Group (including on the Board), as set by the Board in accordance with this Policy.

MMA Group means Mermaid Marine Australia Limited and its wholly owned subsidiaries.