

Appendix 4G

Key to Disclosures Corporate Governance Council Principles and Recommendations

Name of entity

Slater and Gordon Limited

ABN/ARBN

ABN 93 097 297 400

Financial year ended

30 June 2015

Our corporate governance statement² for the above period above can be found at:³

☐ these pages of our annual report: _____

☒ this URL on our website: www.slatergordon.com.au/firm/governance

The Corporate Governance Statement is accurate and up to date as at 30 June 2015 and has been approved by the board.

The annexure includes a key to where our corporate governance disclosures can be located.

Date here: 21 August 2015

Sign here:



Director/company secretary

Print name: WAYNE BROWN

¹ Under Listing Rule 4.7.3, an entity must lodge with ASX a completed Appendix 4G at the same time as it lodges its annual report with ASX.

Listing Rule 4.10.3 requires an entity that is included in the official list as an ASX Listing to include in its annual report either a corporate governance statement that meets the requirements of that rule or the URL of the page on its website where such a statement is located. The corporate governance statement must disclose the extent to which the entity has followed the recommendations set by the ASX Corporate Governance Council during the reporting period. If the entity has not followed a recommendation for any part of the reporting period, its corporate governance statement must separately identify that recommendation and the period during which it was not followed and state its reasons for not following the recommendation and what (if any) alternative governance practices it adopted in lieu of the recommendation during that period.

Under Listing Rule 4.7.4, if an entity chooses to include its corporate governance statement on its website rather than in its annual report, it must lodge a copy of the corporate governance statement with ASX at the same time as it lodges its annual report with ASX. The corporate governance statement must be current as at the effective date specified in that statement for the purposes of rule 4.10.3.

² "Corporate governance statement" is defined in Listing Rule 19.12 to mean the statement referred to in Listing Rule 4.10.3 which discloses the extent to which an entity has followed the recommendations set by the ASX Corporate Governance Council during a particular reporting period.

³ Mark whichever option is correct and then complete the page number(s) of the annual report, or the URL of the web page, where the entity's corporate governance statement can be found.

ANNEXURE – KEY TO CORPORATE GOVERNANCE DISCLOSURES

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have <u>NOT</u> followed the recommendation in full for the whole of the period above. We have disclosed ...
PRINCIPLE 1 – LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT			
1.1	A listed entity should disclose: (a) the respective roles and responsibilities of its board and management; and (b) those matters expressly reserved to the board and those delegated to management.	... the fact that we follow this recommendation: ☒ in our Corporate Governance Statement <u>OR</u> ☐ at this location: <i>Insert location here</i> ... and information about the respective roles and responsibilities of our board and management (including those matters expressly reserved to the board and those delegated to management): ☒ in our Corporate Governance Statement ☐ at this location: <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement <u>OR</u> ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.2	A listed entity should: (a) undertake appropriate checks before appointing a person, or putting forward to security holders a candidate for election, as a director; and (b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.	... the fact that we follow this recommendation: ☒ in our Corporate Governance Statement <u>OR</u> ☒ at this location: 1.2(a): in our Corporate Governance Statement. 1.2(b): All material relevant to a decision on whether or not to elect or re-elect a director is found in Slater and Gordon's AGM Notice of Meeting.	☐ an explanation why that is so in our Corporate Governance Statement <u>OR</u> ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	... the fact that we follow this recommendation: ☒ in our Corporate Governance Statement <u>OR</u> ☐ at this location: <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement <u>OR</u> ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have <u>NOT</u> followed the recommendation in full for the whole of the period above. We have disclosed ...
1.4	The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.	... the fact that we follow this recommendation: ☒ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.5	A listed entity should: (a) have a diversity policy which includes requirements for the board or a relevant committee of the board to set measurable objectives for achieving gender diversity and to assess annually both the objectives and the entity's progress in achieving them; (b) disclose that policy or a summary of it; and (c) disclose as at the end of each reporting period the measurable objectives for achieving gender diversity set by the board or a relevant committee of the board in accordance with the entity's diversity policy and its progress towards achieving them and either: (1) the respective proportions of men and women on the board, in senior executive positions and across the whole organisation (including how the entity has defined "senior executive" for these purposes); or (2) if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act.	... the fact that we have a diversity policy that complies with paragraph (a): ☒ in our Corporate Governance Statement OR ☒ at this location: Slater and Gordon discloses that it has a diversity policy in its Corporate Governance Statement. The diversity policy is located at https://www.slatergordon.com.au/firm/governance ... and a copy of our diversity policy or a summary of it: ☒ at this location: https://www.slatergordon.com.au/firm/governance ... the measurable objectives for achieving gender diversity set by the board or a relevant committee of the board in accordance with our diversity policy and our progress towards achieving them: ☒ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i> ... and the information referred to in paragraphs (c)(1) or (2): ☐ in our Corporate Governance Statement OR ☒ at this location: https://media.slatergordon.com.au/workplace-gender-equality-act-report.pdf	☐ an explanation why that is so in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have <u>NOT</u> followed the recommendation in full for the whole of the period above. We have disclosed ...
1.6	A listed entity should: (a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and (b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.	... the evaluation process referred to in paragraph (a): ☒ in our Corporate Governance Statement <u>OR</u> ☐ at this location: _____ <i>Insert location here</i> ... and the information referred to in paragraph (b): ☒ in our Corporate Governance Statement <u>OR</u> ☐ at this location: _____ <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement <u>OR</u> ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.7	A listed entity should: (a) have and disclose a process for periodically evaluating the performance of its senior executives; and (b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.	... the evaluation process referred to in paragraph (a): ☒ in our Corporate Governance Statement <u>OR</u> ☐ at this location: _____ <i>Insert location here</i> ... and the information referred to in paragraph (b): ☒ in our Corporate Governance Statement <u>OR</u> ☐ at this location: _____ <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement <u>OR</u> ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation	We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have <u>NOT</u> followed the recommendation in full for the whole of the period above. We have disclosed ...
PRINCIPLE 2 - STRUCTURE THE BOARD TO ADD VALUE		
2.1 The board of a listed entity should: (a) have a nomination committee which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; OR (b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.	[If the entity complies with paragraph (a):] ... the fact that we have a nomination committee that complies with paragraphs (1) and (2): ☒ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i> ... and a copy of the charter of the committee: ☒ at this location: https://www.slatergordon.com.au/firm/governance ... and the information referred to in paragraphs (4) and (5): ☒ in our Corporate Governance Statement OR ☒ at this location: 2.1(a)(4): Corporate Governance Statement 2.1(a)(5): 'Director's Report' section of the Slater and Gordon 2015 Annual Report. [If the entity complies with paragraph (b):] ... the fact that we do not have a nomination committee and the processes we employ to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively: ☐ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have <u>NOT</u> followed the recommendation in full for the whole of the period above. We have disclosed ...
2.2	A listed entity should have and disclose a board skills matrix setting out the mix of skills and diversity that the board currently has or is looking to achieve in its membership.	... our board skills matrix: ☒ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable
2.3	A listed entity should disclose: (a) the names of the directors considered by the board to be independent directors; (b) if a director has an interest, position, association or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position, association or relationship in question and an explanation of why the board is of that opinion; and (c) the length of service of each director.	... the names of the directors considered by the board to be independent directors: ☒ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i> ... where applicable, the information referred to in paragraph (b): ☒ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i> ... the length of service of each director: ☒ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement
2.4	A majority of the board of a listed entity should be independent directors.	... the fact that we follow this recommendation: ☒ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have <u>NOT</u> followed the recommendation in full for the whole of the period above. We have disclosed ...
2.5	The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	... the fact that we follow this recommendation: ☒ in our Corporate Governance Statement OR ☐ at this location: <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable
2.6	A listed entity should have a program for inducting new directors and provide appropriate professional development opportunities for directors to develop and maintain the skills and knowledge needed to perform their role as directors effectively.	... the fact that we follow this recommendation: ☒ in our Corporate Governance Statement OR ☐ at this location: <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable
PRINCIPLE 3 – ACT ETHICALLY AND RESPONSIBLY			
3.1	A listed entity should: (a) have a code of conduct for its directors, senior executives and employees; and (b) disclose that code or a summary of it.	... our code of conduct or a summary of it: ☐ in our Corporate Governance Statement OR ☒ at this location: https://www.slatergordon.com.au/firm/governance	☐ an explanation why that is so in our Corporate Governance Statement
PRINCIPLE 4 – SAFEGUARD INTEGRITY IN CORPORATE REPORTING			
4.1	The board of a listed entity should: (a) have an audit committee which: (1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and (2) is chaired by an independent director, who is not the chair of the board, and disclose: (3) the charter of the committee; (4) the relevant qualifications and experience of the members of the committee; and (5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those	[If the entity complies with paragraph (a):] ... the fact that we have an audit committee that complies with paragraphs (1) and (2): ☒ in our Corporate Governance Statement OR ☐ at this location: <i>Insert location here</i> ... and a copy of the charter of the committee: ☒ at this location: https://www.slatergordon.com.au/firm/governance ... and the information referred to in paragraphs (4) and (5): ☒ in our Corporate Governance Statement OR	☐ an explanation why that is so in our Corporate Governance Statement

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have <u>NOT</u> followed the recommendation in full for the whole of the period above. We have disclosed ...
	meetings; OR (b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.	☒ at this location: 4..1(a)(4): Corporate Governance Statement 4.1(a)(5): 'Director's Report' section of the Slater and Gordon 2015 Annual Report. [If the entity complies with paragraph (b):] ... the fact that we do not have an audit committee and the processes we employ that independently verify and safeguard the integrity of our corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner: ☐ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i>	
4.2	The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.	... the fact that we follow this recommendation: ☒ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement
4.3	A listed entity that has an AGM should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.	... the fact that we follow this recommendation: ☒ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement OR ☐ we are an externally managed entity that does not hold an annual general meeting and this recommendation is therefore not applicable

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have <u>NOT</u> followed the recommendation in full for the whole of the period above. We have disclosed ...
PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE			
5.1	A listed entity should: (a) have a written policy for complying with its continuous disclosure obligations under the Listing Rules; and (b) disclose that policy or a summary of it.	... our continuous disclosure compliance policy or a summary of it: ☐ in our Corporate Governance Statement OR ☒ at this location: https://www.slatergordon.com.au/firm/governance	☐ an explanation why that is so in our Corporate Governance Statement
PRINCIPLE 6 – RESPECT THE RIGHTS OF SECURITY HOLDERS			
6.1	A listed entity should provide information about itself and its governance to investors via its website.	... information about us and our governance on our website: ☒ at this location: https://www.slatergordon.com.au/firm/governance	☐ an explanation why that is so in our Corporate Governance Statement
6.2	A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.	... the fact that we follow this recommendation: ☒ in our Corporate Governance Statement OR ☐ at this location: <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement
6.3	A listed entity should disclose the policies and processes it has in place to facilitate and encourage participation at meetings of security holders.	... our policies and processes for facilitating and encouraging participation at meetings of security holders: ☒ in our Corporate Governance Statement OR ☐ at this location: <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement OR ☐ we are an externally managed entity that does not hold periodic meetings of security holders and this recommendation is therefore not applicable
6.4	A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	... the fact that we follow this recommendation: ☒ in our Corporate Governance Statement OR ☐ at this location: <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement
PRINCIPLE 7 – RECOGNISE AND MANAGE RISK			
7.1	The board of a listed entity should: (a) have a committee or committees to oversee risk,	[If the entity complies with paragraph (a):] ... the fact that we have a committee or committees to	☐ an explanation why that is so in our Corporate

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have <u>NOT</u> followed the recommendation in full for the whole of the period above. We have disclosed ...
	each of which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; OR (b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.	oversee risk that comply with paragraphs (1) and (2): ☒ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i> ... and a copy of the charter of the committee: ☒ at this location: https://www.slatergordon.com.au/firm/governance ... and the information referred to in paragraphs (4) and (5): ☒ in our Corporate Governance Statement OR ☒ at this location: 7..1(a)(4): Corporate Governance Statement 7.1(a)(5): 'Director's Report' section of the Slater and Gordon 2015 Annual Report. [If the entity complies with paragraph (b):] ... the fact that we do not have a risk committee or committees that satisfy (a) and the processes we employ for overseeing our risk management framework: ☐ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i>	Governance Statement
7.2	The board or a committee of the board should: (a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound; and (b) disclose, in relation to each reporting period, whether such a review has taken place.	... the fact that we follow this recommendation: ☒ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement
7.3	A listed entity should disclose: (a) if it has an internal audit function, how the	[If the entity complies with paragraph (a):] ... how our internal audit function is structured and what role it performs:	☐ an explanation why that is so in our Corporate Governance Statement

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have <u>NOT</u> followed the recommendation in full for the whole of the period above. We have disclosed ...
	function is structured and what role it performs; OR (b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its risk management and internal control processes.	☒ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i> [If the entity complies with paragraph (b):] ... the fact that we do not have an internal audit function and the processes we employ for evaluating and continually improving the effectiveness of our risk management and internal control processes: ☐ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i>	
7.4	A listed entity should disclose whether it has any material exposure to economic, environmental and social sustainability risks and, if it does, how it manages or intends to manage those risks.	... whether we have any material exposure to economic, environmental and social sustainability risks and, if we do, how we manage or intend to manage those risks: ☒ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement
PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY			
8.1	The board of a listed entity should: (a) have a remuneration committee which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met	[If the entity complies with paragraph (a):] ... the fact that we have a remuneration committee that complies with paragraphs (1) and (2): ☒ in our Corporate Governance Statement OR ☐ at this location: _____ <i>Insert location here</i> ... and a copy of the charter of the committee: ☒ at this location: https://www.slatergordon.com.au/firm/governance	☐ an explanation why that is so in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have <u>NOT</u> followed the recommendation in full for the whole of the period above. We have disclosed ...
	throughout the period and the individual attendances of the members at those meetings; <u>OR</u> (b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.	... and the information referred to in paragraphs (4) and (5): ☒ in our Corporate Governance Statement <u>OR</u> ☒ at this location: 8..1(a)(4): Corporate Governance Statement 8.1(a)(5): 'Director's Report' section of the Slater and Gordon 2015 Annual Report. [If the entity complies with paragraph (b):] ... the fact that we do not have a remuneration committee and the processes we employ for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive: ☐ in our Corporate Governance Statement <u>OR</u> ☐ at this location: _____ <i>Insert location here</i>	
8.2	A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.	... separately our remuneration policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives: ☐ in our Corporate Governance Statement <u>OR</u> ☒ at this location: 'Remuneration Report' section of the Slater and Gordon 2015 Annual Report.	☐ an explanation why that is so in our Corporate Governance Statement <u>OR</u> ☐ we are an externally managed entity and this recommendation is therefore not applicable
8.3	A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	... our policy on this issue or a summary of it: ☐ in our Corporate Governance Statement <u>OR</u> ☒ at this location: https://media.slatergordon.com.au/share-trading-policy-2014.pdf	☐ an explanation why that is so in our Corporate Governance Statement <u>OR</u> ☐ we do not have an equity-based remuneration scheme and this recommendation is therefore not applicable <u>OR</u> ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed ...	We have <u>NOT</u> followed the recommendation in full for the whole of the period above. We have disclosed ...
<u>ADDITIONAL DISCLOSURES APPLICABLE TO EXTERNALLY MANAGED LISTED ENTITIES</u>			
-	<i>Alternative to Recommendation 1.1 for externally managed listed entities:</i> The responsible entity of an externally managed listed entity should disclose: (a) the arrangements between the responsible entity and the listed entity for managing the affairs of the listed entity; (b) the role and responsibility of the board of the responsible entity for overseeing those arrangements.	... the information referred to in paragraphs (a) and (b): ☐ in our Corporate Governance Statement <u>OR</u> ☐ at this location: _____ <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement
-	<i>Alternative to Recommendations 8.1, 8.2 and 8.3 for externally managed listed entities:</i> An externally managed listed entity should clearly disclose the terms governing the remuneration of the manager.	... the terms governing our remuneration as manager of the entity: ☐ in our Corporate Governance Statement <u>OR</u> ☐ at this location: _____ <i>Insert location here</i>	☐ an explanation why that is so in our Corporate Governance Statement

2015

Corporate Governance Statement

Corporate Governance Statement

Introduction

The Board of Directors of Slater Gordon Limited ('the Company' or 'Slater and Gordon') recognises that a genuine commitment to sound principles of corporate governance is fundamental to the sustainability of the Company and its performance.

This statement sets out key features of the Slater and Gordon corporate governance regime for the financial year ending on 30 June 2015 ('Reporting Period'). The Company has adopted the third edition of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (CGPR). The Company considers that its corporate governance systems were consistent with the CGPR throughout the Reporting Period, which is reflected in this statement.

Further details on the Company's corporate governance policies are available at www.slatergordon.com.au/the-firm/governance. These documents are periodically reviewed and enhanced to take account of changes in the law and governance practices.

This statement addresses the Company's policies regarding the following matters:

1. Board responsibility.
2. Board composition.
3. Director independence.
4. Board tenure.
5. Chair of the Board.
6. Role of the Company Secretary.
7. Board Committees.
8. Appointment, removal and rotation of Directors.
9. Review of Board, Board Committees and individual Directors' performance.
10. Review of performance and remuneration for key management personnel.
11. Succession planning.
12. Matters reserved to the Board and matters delegated to management.
13. Independent advice.
14. Conflicts of interest.
15. External auditor.

16. Internal audit.
17. Risk management.
18. Share trading policy.
19. Continuous disclosure, market communications and investor relations.
20. Ethical standards and decision making.
21. Diversity and inclusion.
22. Board education and continuing professional development.

1. Board Responsibility

The Board has the following responsibilities:

- Reviewing and approving the strategy for the Company and the entities it controls (Group) and holding management to account to deliver the strategy and reviewing performance against agreed corporate key performance indicators;
- selection, monitoring, evaluation and remuneration settings of the Group Managing Director and other key management personnel;
- selecting future Directors and assessing the Board and individual Director performance;
- monitoring the Slater and Group financial and business performance, as well as its corporate and financial reporting;
- approving and monitoring the progress of major capital expenditure, capital management, and acquisitions;
- overseeing risk management policies, practice and performance;
- implementing high level policy framework and ratifying specific policies within that framework;
- overseeing compliance and governance policies and practices and ensuring the Group's business is conducted legally, ethically and responsibly; and
- reporting to shareholders.

The responsibilities of the Board are set out in further detail in the Corporate Governance Policy.

2. Board Composition

The Company's Constitution specifies a minimum of three Directors (and must include at least one Legal Practitioner Director). The Board has supplemented this requirement in the Corporate Governance Policy, which specifies that the Board shall comprise of at least five Directors. As at 30 June 2015, the Board consists of six Directors: four independent Non-Executive Directors and two Executive Directors who are also legal practitioners. The Board has an independent Chair and a majority of independent Directors.

The Nomination and Remuneration Committee of the Board ensures that the Board consists of an appropriate number of Directors and that the Directors have an appropriate mix of skills and experience to meet the Board's responsibilities and objectives. The Board has adopted a skills matrix to assist with determining the required mix of skills and experience, identifying any gaps in the collective skills of the Board and to inform Director professional development, recruitment and succession planning. The Committee reviews the Board's composition and succession planning against the skills matrix annually and otherwise as Board vacancies arise.

Recruitment and succession planning is targeted to achieve a balance of the required skills and experience on the Board and to recruit Directors from diverse backgrounds.

All Directors served as Directors for the entire Reporting Period.

The existing Board members have been drawn from executive and non-executive roles in a range of industries, including government, health, industrial relations, financial services, legal, retail, education, mergers and acquisitions, advertising and property. The current Directors have also been selected to achieve a balance of collective complementary skill-sets based on the core competencies identified in the skills matrix, which is on the following page.

Board Skills Matrix

Governance Skills

Board experience – listed companies

Board experience – non-listed (outside Group)

Executive experience reporting to Boards

Business/Industry Skills

Business management experience

Business management qualification

Strategy, business analysis and turnaround

M&A experience

M&A due diligence

Law firm experience

Legal qualifications

Finance experience – executive

Supervision of financial performance – Board

Finance qualification

Risk management/internal audit experience

Capital markets experience

Other professional services business experience

Professional marketing experience

Overseas experience

Information technology experience

Online/digital experience

People management strategy experience

Project management/change management

A profile of each of the Directors and a table reporting Directors' attendance at Board meetings is provided in the Directors' Report.

The Board has adopted a target that 50% of the Non-Executive Directors are women. As at 30 June 2015 30% of Directors and 50% of Non-Executive Directors are women.

The Board's policy and process in relation to Board composition and diversity are set out in more detail in the Corporate Governance Policy.

3. Director Independence

Directors are considered to be independent if they are not a member of management and are free from any business or other relationship that could materially interfere with, or reasonably be seen to materially interfere with, the independent exercise of their judgment. The Board will regularly assess the independence of any Director by considering these matters.

The Board considers the independence of relationships on a case by case basis and any payment to a Director or corporate entity associated with a Director for services outside their engagement as a Director or key management personnel requires approval by the Audit, Compliance and Risk Management Committee.

The Board will also assess the interests of Directors at each Board meeting. Directors are required to disclose the full extent and nature of their interests as well as any potential or actual conflicts of interest as and when they change and to comply with the constraints on their participation and voting in relation to matters in which they may have an interest in accordance with the Corporations Law and the Corporate Governance Policy.

Directors are considered independent if they:

1. Have not been employed in an executive capacity by the Group for at least three years;
2. have not been a partner, substantial shareholder, Director or senior employee of a professional adviser or consultant to the Company or any of its related entities within the last three years;
3. do not have material relationships as a supplier or customer of the Group (nor had any for the last three years);
4. are not a substantial shareholder of the Company or an associate or officer of a substantial shareholder of the Company;
5. have no material contract or relationship with the Group other than as a Director;

6. do not have close family ties with any person who falls within any of the categories described above; and
7. have not served on the Board for such a period that his or her independence may be compromised.

It is the Board's view that its Non-Executive Directors Ian Court, Erica Lane, John Skippen and Rhonda O'Donnell are independent and the Board currently consists of a majority of independent Directors. The Board notes that Rhonda O'Donnell is engaged as a Strategy Consultant to DB Results. DB Results has been engaged by the Company to review its IT infrastructure and facilitate change management, however, the Board is satisfied that Rhonda O'Donnell has no material interest in DB Results or the Company's engagement of DB Results which could compromise her independence.

The Board has also adopted a number of additional measures to ensure that independent judgment is achieved and maintained in its decision-making processes, including:

- The Chair is an independent Director;
- the Chair of each Board Committee is an independent Director;
- the Audit, Compliance and Risk Management Committee and the Nomination and Remuneration Committee are composed of independent Directors only;
- Directors are entitled to seek independent professional advice at the Company's expense with prior notification to the Chair; and
- Directors having a conflict of interest must absent themselves from discussion on a matter unless the Board decides otherwise.

The policies and procedures relating to Board independence are set out in the Corporate Governance Policy.

Corporate Governance Statement continued

4. Board Tenure

Directors have served the following terms on the Board of Slater and Gordon Ltd:

Director	Independent	Date of Appointment	Term
Andrew Grech	No	June 2001	14 years
Ken Fowlie	No	July 2003	12 years
Ian Court	Yes	March 2007	8 years
Erica Lane	Yes	December 2008	6 years
John Skippen	Yes	May 2010	5 years
Rhonda O'Donnell	Yes	March 2013	2 years

The Remuneration Committee is currently comprised of: Erica Lane (Chair), Andrew Grech, Ian Court and Rhonda O'Donnell. The Nomination Committee is comprised of: John Skippen (Chair), Andrew Grech and Rhonda O'Donnell.

Copies of the new Committee Charters are available at www.slatergordon.com.au/the-firm/governance

5. Chair of the Board

Mr John Skippen is the Chair and is an independent Director. The Chair is selected by the Board from the Non-Executive Directors.

6. Role of the Company Secretary

The Company Secretary is accountable to the Chair for the effective functioning of the Board.

- Director induction and continuing professional education;
- Board composition reviews and succession planning for directors and Senior Executives;
- recruitment, development, retention and remuneration policies;
- equity incentive schemes and other forms of employee incentives;
- superannuation arrangements; and
- diversity policy settings and monitoring performance against diversity targets.

During the Reporting Period, the Nomination and Remuneration Committee was comprised of four independent, Non-Executive Directors: Erica Lane (Chair), Ian Court, Rhonda O'Donnell and John Skippen. Executive Director and Head of Australia, Ken Fowlie and the General Manager, Human Resources for each of Australia and the United Kingdom routinely attend meetings of the Committee to report directly. No executive is involved in decisions on their own remuneration. A profile of the members of the Nomination and Remuneration Committee and a table reporting attendance at Committee meetings is provided in the Directors' Report.

In August 2015, the Board established a separate Nomination Committee and a Remuneration Committee each comprised of a majority of independent, Non-Executive Directors and chaired by an independent, Non-Executive Director.

(ii) Audit, Compliance and Risk Management Committee

The Audit, Compliance and Risk Management Committee assists the Board in overseeing the integrity of the Company's corporate reporting, risk management framework and internal controls.

The Audit, Compliance and Risk Management Committee reviews and makes recommendations to the Board in relation to the following functions:

- Legal compliance;
- related party transactions;
- implementation of legal practice management systems;
- financial and corporate reporting;
- internal control structure and internal audit;
- external audit;
- trust account audit;
- financial and operational risk management; and
- treasury management.

In discharging its role, the Audit, Compliance and Risk Management Committee is empowered to investigate any matter brought to its attention with full access to all books, records, facilities and personnel of the Company and the authority to engage independent counsel and other advisers as it determines necessary to carry out its duties.

7. Board Committees

During the Reporting Period, the Board used the following Committees to support it in matters which require more intensive review. Each Committee has a written Charter, approved by the Board, defining its duties, reporting procedures and authority. Committees report back to the Board at each Board meeting. Copies of the Committee Charters are available at www.slatergordon.com.au/the-firm/governance.

(i) Nomination and Remuneration Committee

During the Reporting Period, the Nomination and Remuneration Committee reviewed and made recommendations to the Board in relation to the following functions for the Group:

- Performance review and remuneration policies;
- Director and Senior Executive remuneration;
- performance reviews of the Board, Directors and Senior Executives;
- recruitment of Directors and Senior Executives;

During the Reporting Period, the Audit, Compliance and Risk Management Committee was comprised of four independent, Non-Executive Directors: Ian Court (Chair), Erica Lane, John Skippen and Rhonda O'Donnell. The Executive Directors, Chief Financial Officer and Company Secretary and external Auditor also routinely attend the Audit, Compliance and Risk Management Committee. A profile of the members of the Audit, Compliance and Risk Management Committee, setting out their qualification and experience, and a table reporting attendance at Audit, Compliance and Risk Management Committee meetings is provided in the Directors' Report.

8. Appointment, Removal and Rotation of Directors

The Company's policy is that one third of the Board, excluding the Group Managing Director, must retire from office and stand for re-election at each Annual General Meeting. Further, the Company's Constitution specifies that each Director, excluding the Group Managing Director, must stand for re-election at least once every three years. Directors may be appointed by the Board during the year. Directors appointed by the Board during any year are required to submit themselves for re-election at the next AGM.

The Company undertakes appropriate checks, including checks as to the person's character, experience, education, criminal record and bankruptcy history, before a person is appointed to the Board or put forward to Shareholders as a candidate for election. Shareholders are provided with all material information in the Company's possession which is relevant to the decision on whether to elect or re-elect a Director in the Notice of Meeting for the AGM at which a Director is put forward for election or re-election.

The Company provides formal letters to new Directors and senior executives setting out the terms of their appointment.

Further information regarding the processes and policies for the removal, appointment and re-appointment of Directors are set out in the Corporate Governance Policy.

9. Review of Board, Board Committees And Individual Directors' Performance

The Company encourages excellence from all its employees and the Directors recognise that the performance of all of its people, including its Directors, is enhanced by a structured performance review process.

The Board reviews the performance of the Board and the Board Committees every 12 months. The objective of the evaluation is to contribute to the ongoing development of the Board, the Committees, individual Directors and the overall corporate governance framework.

Performance evaluation is conducted using a combination of internally and externally facilitated reviews as deemed appropriate by the Chair to meet the Company's commitment to high standards of corporate governance. An internal review of the Board, its committees and individual Directors took place during the Reporting Period in accordance with the process set out above.

10. Review of Performance and Remuneration for Key Management Personnel

Key management personnel participate in the annual performance review process which applies to all Slater and Gordon employees. This process involves the establishment of annual performance targets and review of achievement of prior year targets. The process also involves assessment of remuneration. The Nomination and Remuneration Committee reviews the performance evaluation process and remuneration of the key management personnel of the Group and reports to the Board.

The performance of the Group Managing Director is reviewed annually by the Board. The Group Managing Director is assessed on achievement of the Group strategic plan applicable to the year in review. The remuneration of the Group Managing Director is reviewed annually and is tied to the Company achieving its stated financial goals and other goals.

During the Reporting Period, an annual performance review of key management personnel and the Group Managing Director was conducted in accordance with the performance review process described above.

Executive remuneration is made up of a balance between fixed and performance based pay. The Board applies the following principles in reviewing key management personnel remuneration:

- Fixed remuneration is based on what is considered by the Board to be reasonable and fair compensation taking into account the core performance requirements of the role and business and market conditions.
- Performance based remuneration is linked to clear performance targets that are a balance of individual and company performance targets linked to achievement of the strategic plan.
- Equity based remuneration under the Equity Incentive Plan approved by shareholders at the 2014 Annual General Meeting. Performance rights offered to key management personnel in FY15 were dependent on performance against FY15 performance targets based on the Company achieving its stated financial goals.

- Directors and employees are not generally permitted to enter into hedging arrangements in relation to equity granted under equity incentive schemes. The Board does retain discretion to allow this to occur in limited circumstances to protect the financial position of an employee who has a full recourse loan owing to the company for the issue price of shares under the Employee Ownership Plan. These loans are all due and payable by 2018.
- Executives are not provided with any contractual termination payments other than reasonable notice periods for termination, recognising seniority and length of tenure.

Non-Executive Director Remuneration is based on fixed director fees and superannuation contributions. Non-Executive Directors are paid additional fees for chairing committees and for any membership of a second committee. Non-Executive Directors do not receive any equity based remuneration, nor any other performance based remuneration or retirement benefits other than superannuation.

Further details about the policies and procedures for the remuneration of Directors and other key management personnel are set out in the Remuneration Report and the Corporate Governance Policy.

II. Succession Planning

The Board plans succession of the Board, the Group Managing Director and other key management personnel in conjunction with the Nomination and Remuneration Committee. Succession planning for key management personnel was reviewed during the Reporting Period.

12. Matters Reserved to the Board and Matters Delegated to Management

Ultimate responsibility for the management and control of the Company is vested in the Directors, who may then delegate their powers to management.

Broadly, the Board reserves to itself the following decisions:

- appointment, performance management, remuneration and succession planning of Group Managing Director and other key management personnel;
- appointment and remuneration of Non-Executive Directors and Board composition and Board succession planning;
- approval of strategy and budget for the Group;
- approval of material capital expenditure and acquisitions;
- approval of the publication of reports and statements to shareholders;
- issuing securities; and
- approval of corporate policies, management systems and material settings within policy frameworks.

The Legal Practitioner Directors retain responsibility under the Australian legal professional regulatory framework for maintaining appropriate management systems for a legal practice.

Beyond the matters identified above, the Board delegates to the Group Managing Director all authority to achieve the corporate objectives as set out in the Strategic Plan. The Group Managing Director then delegates the achievement of specific corporate objectives and strategies to members of the senior executive management team. In exercising this delegated authority, the Group Managing Director and other senior executives are bound, like all employees of the Company, by the Code of Conduct which demands professionalism and integrity in conduct and decision-making. The functions and authority delegated by the Board to the Group Managing Director are set out in the Corporate Governance Policy.

13. Independent Advice

Directors have the right to seek independent professional advice in connection with their duties and responsibilities, at the Company's expense. Directors also have access to any employees, Company advisers, records and information they may require to carry out their duties.

14. Conflicts of Interest

Directors, key management personnel and senior executives are required to disclose to the Board any matters in which they may have a personal interest or a potential conflict of interest with the Company.

All Directors have entered into written undertakings to supply the Company with all information necessary for the Company to disclose details of Directors' interests in the Company's securities in accordance with the Listing Rules of the ASX. Directors are required to review their interests at each Board meeting.

Further details about the policies and procedures attached to conflicts of interest are set out in the Corporate Governance Policy.

15. External Auditor

The Company's Auditor is appointed by the Board, based upon a recommendation from the Audit, Compliance and Risk Management Committee. This Committee monitors and reviews the activities of the Company's Auditor, including scope and quality of the audit and independence. The Company's Auditor, Pitcher Partners (PP) has committed to assist the Audit, Compliance and Risk Management Committee to review the quality of its work and its independence. To this end:

- PP provides a half-yearly declaration of independence for review by the Audit, Compliance and Risk Management Committee.
- The PP independence letter outlines the services to be performed. This enables the Audit, Compliance and Risk Management Committee to provide written approval for any non-audit services to the Board.
- The Audit, Compliance and Risk Management Committee regularly reports to the Board on these matters.

In accordance with the Corporations Law the audit signing partner will rotate after no more than five years.

The external Auditor attends and will be available at the AGM to answer questions, relevant to the conduct of the audit and preparation of the Audit Report and received in writing by the Company five days prior to the meeting.

As announced on 29 September 2015, the Company has commenced a tender process for the appointment of Group external auditors. A further update will be provided to the market in due course.

16. Internal Audit

The Company has an internal audit function whereby management recommend, for the approval of the Audit, Compliance and Risk Management Committee, an annual internal audit program in relation to compliance with internal practice standards and the effectiveness of internal financial controls.

Consultants, Protiviti were engaged during the Reporting Period to assist management to conduct internal reviews of key internal financial controls, information technology controls and the Corporate Governance structure and policy framework. The Company also conducted a review of the Group internal audit function and risk management function during the Reporting Period.

During the Reporting Period, a routine internal audit of compliance with internal practice standards was coordinated by the Professional Standards & Risk team and conducted by senior lawyers in each of the practice areas in Australia. This involved an audit of a material file sample across the business and reporting to the relevant division heads and the Australian Executive. Practice improvement plans will be developed and implemented by the management team based on these audit results.

17. Risk Management

The Company has established a process for the identification and management of material business risks. During the Reporting Period, under the Risk Management Policy responsibility is allocated to the Board, the Audit, Compliance and Risk Management Committee, the Group Managing Director and the broader management team to monitor the key business risks and implement agreed risk management controls and strategies. The Risk Management Policy is available at www.slatergordon.com.au/the-firm/governance.

The Risk Management Framework was reviewed by the Audit, Compliance and Risk Management Committee during the Reporting Period. Following this review, the Company appointed a Group Risk and Internal Audit Manager to take carriage of the Group risk management and internal audit functions. The Group Risk and Internal Audit Manager has a direct reporting line to the Chair of the Audit, Compliance and Risk Management Committee.

The reporting and review under the current Risk Management framework is follows:

- The Board requires the Group Risk and Internal Audit Manager to report annually to the Board on the implementation of risk management controls and strategies and the existing risk management framework. This reporting was completed by the Head of Professional Standards and Risk during the Reporting Period;
- the Audit, Compliance and Risk Management Committee reviews the Company's risk profile quarterly, checks that management is effectively implementing the agreed controls and strategies and recommends any changes or issues warranting further action to the Board. The Audit, Compliance and Risk Management Committee also reviews the risk management framework as a whole on an annual basis and recommends to the Board any required changes; and

- the Board considers the material business risks faced by the Company and the Risk Management Framework annually as part of the review of the Strategic Plan.

By the processes outlined above, the Board satisfies itself that management has developed and implemented a sound system of risk management and internal control and that risk the management framework continues to be sound.

The Board also received, before it approved the Company's financial statements for the full-year financial periods, a written assurance from the Group Managing Director and Chief Financial Officer that, in their opinion, the financial records of the Company have been properly maintained, that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the Company and that the opinion was formed on the basis of a sound system of risk management and internal control which is operating effectively in all material respects.

In relation to the financial statements for the financial year ended 30 June 2015, the Board received an assurance declaration from the Group Managing Director and the Chief Financial Officer that, in their opinion, the financial records of the Company have been properly maintained, that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the company and that the opinion was formed on the basis of a sound system of risk management and internal control which is operating effectively.

There are a number of economic, social and environmental sustainability risks that individually or together, could have an adverse effect on the achievement of the Company's objectives. Risk management plans are developed for each Division and at a Group level to manage risks in light of their potential severity.

During FY16, the Group will undertake a materiality assessment process which specifically understands and assesses material sustainability risks. Within this context, we make the following disclosure of material economic, social and environmental sustainability risks which the Company has under active management:

- **Competition and market share:** The Company operates in a competitive and innovative environment. Changes in the competitor landscape, including disruptive innovation could drive changes to market share. Strategic planning, investment in R&D, KPIs to promote leadership of innovation, M&A strategy and acquisition integration planning are activities we undertake to protect and grow our market share.
- **Regulatory change:** Legislative reform could have an adverse material impact on the Group, particularly in relation to personal injury litigation services. Effective government relations, management KPIs, modelling the potential impact and diversification into new services and markets are initiatives we use to monitor, manage and protect against potential regulatory changes.
- **Financial Management:** Financial and cost management, particularly labour costs, is critical to managing and improving gross margin in a legal business. The Company has established a mature remuneration and reward strategy, manages its labour mix and incorporates labour budgeting in the strategic planning process. The Company also has budgeting and forecasting systems in place to ensure sound financial management and regularly reviews overhead expenditure.
- **Client service and professional standards compliance:** Delivery of consistent and quality legal services is the cornerstone of our business and our reputation is based upon this. High professional standards and compliance with legal services regulatory regimes is central to our risk management strategy. The Company establishes its professional standards in its values and National Practice Standards in Australia and the United Kingdom (NPS), which are implemented through training

and workflow management. NPS tracking and audits, centralised claims and complaints handling and practice improvement plans ensure professional standards are monitored and maintained.

- **People and Culture:** People are the most critical asset of any professional services business. Initiatives to ensure employees are engaged and productive include Values, policies, diversity and flexibility, learning and development, the Group's remuneration strategy (Rewarding You Fairly), effective work, health and safety policies, M&A integration strategy, and regular engagement monitoring.

18. Share Trading Policy

In addition to restrictions prescribed in the Corporations Law, the Company has a share trading policy which:

- Prohibits Directors from trading at any time in the Company's securities without first notifying the Chair and Company Secretary; and
- prohibits Directors and other designated persons within the Group from trading in the Company's securities within closed and prohibited periods and only permits trade within the following windows:
 - Within each six week period commencing 24 hours after the Company has released its half year and full year results.
 - Within the period commencing 24 hours after the Company lodges its annual report with the ASX through to one month after the Company's AGM.

Directors and employees are not generally permitted to enter into hedging arrangements in relation to equity granted under equity incentive schemes. The Board does retain discretion to allow this to occur in limited circumstances to protect the financial position of an employee who has a full recourse loan owing to the company for the issue price of shares under the Employee Ownership Plan. These loans are all due and payable by 2018.

The Share Trading Policy is available at www.slatergordon.com.au/the-firm/governance.

19. Continuous Disclosure, Market Communications and Investor Relations

The Company has established a written policy designed to ensure compliance with the ASX Listing Rule disclosure requirements and to ensure accountability at a Senior Executive level for that compliance.

The Company is committed to providing effective communication to its shareholders. The Company publishes presentations by the Group Managing Director to institutional investors and market analysts through the ASX Announcements Platform and on the Company website, contemporaneously with the scheduled presentation. These presentations to institutional investors and market analysts are routinely held immediately after the release of the Company's half and full year financial results and at various other opportunities throughout the year.

The Company's Disclosure and Market Communications Policy is available at www.slatergordon.com.au/the-firm/governance.

In addition to attending the AGM, shareholders may send enquiries to investor.relations@slatergordon.com.au which will be dealt with in accordance with the Company's Disclosure and Market Communications Policy. Shareholders can also receive communications from the Company electronically.

The Company permits shareholders to vote online (and by other methods) prior to an AGM if they are unable to attend, to facilitate and encourage shareholder participation at meetings. The Company gives shareholders the opportunity to receive communications from and send communications to the share registry electronically. Shareholders Annual General Meeting can contact the share registry online at www.investorcentre.com/contact.

20. Ethical Standards and Decision Making

All Directors, Senior Executives and employees are bound by the Company's Code of Conduct, which is available at www.slatergordon.com.au/the-firm/governance. This sets out the standards of ethical behaviour required. The Code of Conduct also contains the Company's Whistleblower Policy which actively encourages employees to bring any problems to the attention of designated persons if that person suspects or becomes aware of unethical, improper or unlawful conduct.

The Company also has in place policies covering equal employment opportunity, discrimination, harassment, confidentiality, privacy and employee health and safety.

21. Diversity and Inclusion

The Company adopted the Diversity Policy available at www.slatergordon.com.au/the-firm/governance, which includes requirements for the Board to set measurable objectives for achieving gender diversity and to assess annually the objectives and the Company's progress in achieving those objectives.

The Board has adopted the following measurable objectives for achieving gender diversity and reports against these targets for FY15 in the table below:

Category	Target	Performance 30 June 2015
% women Non-Executive Directors	50%	50%
% women Group Executive (including Executive Directors)	50%	44%
% women on Australian Executive	50%	50%
% of women on UK Executive	50%	37%
% women employees	Nil target set	72%

Further details of diversity objectives and initiatives are set out in the Diversity Policy available at www.slatergordon.com.au/the-firm/governance.

22. Board Education and Continuing Professional Development

The Board is committed to ensuring new Directors are adequately educated on the Company's operations. New Directors are provided with an induction program and briefing pack upon commencement which provides a comprehensive introduction to the Group's business, industry, regulatory context and governance structures.

The Company encourages Directors to undertake Continuing Professional Development (CPD) of 10 hours per year and makes available an annual financial contribution to external CPD activities.