



## **Energy Technologies Limited**

### **Corporate Governance Outline**

The Board and Management of Energy Technologies believe that for the Company to operate successfully and to achieve the aims and aspirations of shareholders, employees and other stakeholders, it is necessary for the Company to strive for the highest standards of business conduct and to provide clear guidance to all employees in this regard.

To achieve this, the Board has adopted a comprehensive set of corporate governance policies and charters that meet the requirements of the listing requirements of the Australian Securities Exchange (ASX) and the requirements of the Corporations Act 2001.

The Board seeks to continually improve the Company's performance by regular review of all Energy Technologies corporate governance policies and to ensure that understanding of these policies by employees is reinforced by appropriate and timely communication processes.

#### **Board of Directors**

The directors of Energy Technologies Limited are accountable to the shareholders for the strategic direction, management and performance of the Company. The Board strives to ensure that the practices adopted are of the highest standard according to the laws of Australia.

The Board carries out its responsibilities within the framework of the Board Charter and in accordance with the Directors' Code of Conduct.

#### **Board governance of the Company**

The Board has established committees, each having a specific area of responsibility, to assist with the effective discharge of its duties. Membership of these committees together with a record of attendees at committee and Board meetings is reported in the Annual Report.

The Board delegates management of the Company's resources to the executive management team under the leadership of the Managing Director to deliver the results of strategies and goals approved by the Board.

The Board has approved a formal Statement of Position Authority which sets out the division of responsibilities between the Managing Director and the Chairman.

## **Standing rules of Committees**

These rules apply to, and are deemed incorporated into, the Charter of each Committee, except insofar as they may conflict with any of its terms. Each Committee has the role of improving the efficiency of the Board through accepting the delegation of tasks and performing them in a forum where they can receive greater attention to detail than would be practical solely at Board level.

- Any meeting may be held by means of conference call or any other means of communication that may, under the Act or the Constitution, be used for Board meetings.
- The quorum for any meeting is two members.
- Any Director may attend (but not vote at) a meeting of a Committee of which that Director is not a member.
- Any Committee may delegate any specific task to one of its members or to a sub-committee.
- Any Committee reports to the Board following each Committee meeting with a copy of the minutes or by way of written report.

## **Corporate Governance Documents**

The company's corporate governance documents are:

1. The Board Charter;
2. The Audit Committee Charter;
3. The Remuneration Committee Charter;
4. The Nomination Committee Charter;
5. Meeting Procedure;
6. Remuneration Policy;
7. Risk Management Policy;
8. Continuous Disclosure Policy;
9. Communication with Shareholders Policy;
10. Securities Trading Policy;
11. Employees Code of Conduct