



# CORPORATE GOVERNANCE STATEMENT 2020

DEDICATED TO AGED  
CARE WITH DIGNITY  
FOR OVER 25 YEARS

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OUR PEOPLE OUR CARE

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# CORPORATE GOVERNANCE STATEMENT

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**REGIS HEALTHCARE LIMITED (REGIS) HAS ADOPTED THE 3RD EDITION OF THE ASX CORPORATE GOVERNANCE PRINCIPLES AND RECOMMENDATIONS RELEASED IN MARCH 2014 (THE ASX PRINCIPLES AND RECOMMENDATIONS).**

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As required by the ASX Listing Rules, this Statement discloses the extent to which Regis has followed the ASX Principles and Recommendations. Except where otherwise explained, Regis has followed the ASX Principles and Recommendations during the reporting period. This Statement should be read in conjunction with the information on our website ([www.regis.com.au](http://www.regis.com.au)) including the 2020 Annual Report.

This Statement is current as at 26 August 2020 and has been approved by the Regis Healthcare Limited Board.

The Board has established a framework designed to promote the responsible management and conduct of Regis, including the adoption of relevant internal controls, risk management processes, corporate governance policies and practices it believes are appropriate for Regis' business.

The key policies and practices adopted by Regis are summarised below:

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## BOARD AND MANAGEMENT

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### ROLES AND RESPONSIBILITIES

The Board monitors the operational and financial position and performance of Regis and oversees its business strategy including the approval of strategic objectives, plans and budgets.

The Board is committed to maximising performance to deliver quality care and services to our residents and clients, generating appropriate levels of shareholder value and financial return, and sustaining the growth and success of Regis. In conducting Regis' operations with these objectives in mind, the Board seeks to ensure Regis is properly managed to meet our quality of care objectives for our residents and clients, protect and enhance shareholder interests and that Regis, its Directors, Officers and personnel operate in an appropriate environment of corporate governance.

The Board has adopted a formal Board Charter detailing the Board's role, authority, responsibilities, membership and operations. The Board Charter is available on our website <https://www.regis.com.au/corporate-governance/>.

The Charter sets out matters specifically reserved to the Board and the powers delegated to Board Committees.

The Board delegates the responsibility for the day-to-day management of Regis to the Managing Director/CEO, but retains responsibility for the overall strategy, governance and performance of Regis.

The delegation to the Managing Director/CEO is governed by a formal Statement of Delegated Authority approved by the Board and a formal delegation to the Managing Director/CEO.

The Statement of Delegated Authority:

- (a) summarises the matters reserved for determination by the Board and those matters delegated to the Managing Director/CEO; and
- (b) sets out the process for sub-delegation by the Managing Director/CEO and the Regis Executive Team.

Under the Statement of Delegated Authority, the Board may impose limits on the conduct of the Managing Director/CEO and other managers in exercising their authority and may change authorities delegated to the Managing Director/CEO at any time.

Under the delegation framework, the Managing Director/CEO can delegate his or her authority to the senior executives for specific activities and transactions where appropriate.

This delegation framework is designed to ensure:

- Decisions are made by the right people within Regis;
- There is clarity for holders of delegated authority;
- Business decisions are made in a timely fashion;
- People are not making decisions beyond their power;
- There is accountability for decision-making.

## BOARD APPOINTMENT AND COMPOSITION

The nomination function is part of the Board's responsibilities. The Board is responsible for selecting and appointing Directors. Before the Board appoints a new Director or puts forward a candidate for election to the Board, it ensures appropriate background checks are undertaken where necessary.

An election of Directors occurs at each Annual General Meeting of the Company and shareholders are provided with all material information in our possession that is relevant to their decision on whether or not to elect or re-elect a Director. This information is provided through several channels, including the Notice of Meeting for the Annual General Meeting, the Director résumé, the information contained in the Annual Report and presentations to the Annual General Meeting by candidates before the election taking place.

Upon appointment, each Director receives a letter of appointment which sets out the formal terms of their appointment, including a deed of indemnity, insurance and access.

Following the appointment, as part of their induction, Directors meet with the Managing Director/CEO and other Company executives to be briefed on the Company's vision, values, strategy, financials, and governance frameworks. Induction to the Company also includes site visits to our aged care facilities and retirement villages. Directors are also able to attend ongoing professional development and training programs to develop and maintain their skills and knowledge.

## BOARD SKILLS AND EXPERIENCE

The Board's objective is to have an appropriate mix of experience and expertise on the Board and Committees for the Board to effectively discharge its corporate governance and oversight responsibilities.

The Board considers that collectively the Directors have the range of skills, knowledge and experience necessary to direct the Company.

During the 2020 financial year, the Board updated the Board Skills Matrix. In doing so, the Board identified it has the skills and experience outlined in Table 1 below.

Each Director was asked to rate their level of competence in each skill/experience area. Table 1 illustrates the number of Directors who have 'strong' or 'intermediate' skills/experience in each category.

The full biographies of all Directors are included in the Directors' Report in the Annual Report and available on Regis' website.



TABLE 1

	NUMBER OF DIRECTORS - STRONG SKILLS	NUMBER OF DIRECTORS - INTERMEDIATE SKILLS
<b>SKILL/EXPERIENCE</b>		
<b>LEADERSHIP AND CULTURE</b> - Sustained success at CEO or senior executive leadership level. Experience in developing the right corporate culture to build trust and confidence throughout all levels of the company.	6	1
<b>HUMAN RESOURCES</b> - Experience in managing people. Familiarity in labour relations, employment legislation, recruitment, compensation, performance reviews and conflict management.	6	1
<b>EXPERIENCE ON OTHER BOARDS</b> - Current or former experience on other Boards, both ASX listed and non-ASX.	6	1
<b>AGED/HEALTHCARE</b> - Experience in the industry, including an understanding of market drivers, risk and trends including policies, competitors, end-users, regulatory policy and framework.	5	2
<b>CLINICAL GOVERNANCE</b> - Experience in clinical governance, including a broad understanding of clinical systems, policies and frameworks to ensure safe and effective clinical and personal care.	4	1
<b>PUBLIC/GOVERNMENT RELATIONS</b> - Experience in liaising with government and regulators and dealing with relevant policy.	5	2
<b>STAKEHOLDER MANAGEMENT</b> - Experience in engaging with the community and stakeholders.	7	
<b>RISK AND COMPLIANCE MANAGEMENT</b> - The setting of risk appetite to build and adapt to the company's risk culture. Implementing compliance systems, processes and frameworks and assessing their effectiveness.	6	1
<b>STRATEGY</b> - Reviewing and developing company strategy and overseeing implementation, identification and critical assessment of strategic growth opportunities and threats to the company.	6	1
<b>MERGERS AND ACQUISITIONS AND CAPITAL MARKETS</b> - Knowledge and experience in all aspects of the negotiation, structuring, risk management and assessment of mergers and acquisitions with knowledge of capital markets.	3	3
<b>INFORMATION TECHNOLOGY</b> - Experience using digital platforms to improve service offering and performance.	1	6
<b>LISTED COMPANY GOVERNANCE</b> - Experience with an ASX listed organisation subject to rigorous governance standards.	4	2
<b>PROJECT MANAGEMENT</b> - Experience working in an industry with projects involving large-scale capital outlays and long-term investment horizons.	5	2
<b>REMUNERATION</b> - Experience with remuneration frameworks, incentive arrangements and performance assessments. An understanding of the relevant legislative and contractual framework.	3	3
<b>ACCOUNTING AND FINANCE</b> - Experience as a senior executive or equivalent experience in financial accounting and reporting, corporate finance and internal financial controls.	6	1
<b>BUILDING/FACILITIES</b> - Knowledge of legal, planning and market requirements to undertake facility refurbishments, structural changes and maintenance within Aged Care Homes and Retirement Villages.	3	3
<b>PROPERTY DEVELOPMENT</b> - Expertise in development feasibility and assessment strategies for optimising value and mitigating risk for development opportunities.	3	3
<b>SUSTAINABILITY/CORPORATE SOCIAL RESPONSIBILITY</b> - Experience related to sustainability and corporate social responsibility, including climate change and community concerns.	4	3
<b>BUSINESS DEVELOPMENT</b> - Experience in substantially growing existing businesses in existing markets and new markets.	5	2
<b>HEALTH AND SAFETY</b> - Experience related to workplace Health and Safety.	5	2
<b>MARKETING &amp; COMMUNICATIONS</b> - Experience in marketing and communications strategies for consumer markets.	2	5

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## PERFORMANCE REVIEWS

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The Board is committed to formally evaluating its performance, the performance of its Committees and individual Directors, as well as the governance processes supporting the Board. The Board undertook a formal review of Board, Committee and Director performance in FY20.

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## INDEPENDENCE OF THE BOARD

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The Board has formally adopted guidelines concerning the criteria for independence of Directors.

Under these guidelines, a Director will not be considered 'independent' if he/she:

- is, or has been, employed in an executive capacity by the Group and there has not been a period of at least three years between ceasing such employment and serving on the Board;
- receives performance-based remuneration (including options or performance rights) from, or participates in an employee incentive scheme of, the Company;
- is, or has been within the last three years, in a material business relationship (e.g. as a supplier, professional adviser, consultant or customer) with the Group, or is an officer of, or otherwise associated with, someone with such a relationship;
- is, represents, or is or has been within the last three years an officer or employee of, or professional adviser to, a substantial shareholder;
- has close personal ties with any person who falls within any of the categories described above; or
- has been a Director of the Company for such a period that their independence from management and substantial shareholders may have been compromised.

Notwithstanding the above, the Board may determine that a Director is independent if the Board is of the view that the interest, position or relationship in question is not material and will not interfere with the Director's capacity to bring an independent judgement to bear on issues before the Board and to act in the best interests of the Company as a whole rather than in the interests of an individual shareholder or other party.

The Board considers the materiality of the Directors' interests, position, association or relationship to determine 'independence' on a case by case basis, having regard for both quantitative and qualitative principles.

Without limiting the Board's discretion in this regard, the Board has adopted the following guidelines:

- The Board will determine the appropriate base to apply (e.g. revenue, equity or expenses), in the context of each situation;
- In general, the Board will consider a holding of 5% or more of the Company's shares to be material;
- In general, the Board will consider an affiliation with a business which accounts for less than 5% of the relevant base to be immaterial to determine independence. However, where this threshold is exceeded, the materiality of the particular circumstance concerning the independence of the particular Director should be reviewed by the Board.

The Board reviews the independence of each Director based on interests disclosed to the Board.

The composition of the Board meets the ASX Corporate Governance recommendation that the majority of Directors should be independent. The Board considers that Non-Executive Directors Sylvia Falzon, Graham Hodges, Christine Bennett and Matthew Quinn were independent and free from any business or any other relationship that could materially interfere with the independent exercise of their judgment and were able to fulfil the role of an independent Director for the purposes of the ASX Recommendations.

Details regarding each of the Directors in office during the year, including their expertise, qualifications and length of service, are set out in the 2020 Annual Report.

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## COMPANY SECRETARY

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The Company Secretary is appointed by the Board and is accountable to the Board through the Chairman on all matters regarding the proper functioning of the Board. This includes assisting the Board and its Committees with meetings and Directors' duties, advising the Board on corporate governance matters and acting as the interface between the Board and the Managing Director/CEO.

The roles of the Company Secretary are set out in the Board Charter.

Details regarding the Company Secretary, including his expertise and qualifications, are set out in the 2020 Annual Report.

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## SENIOR EXECUTIVES

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Senior Executives of Regis are appointed by the Managing Director/CEO.

Each Senior Executive is subject to target performance levels set at the beginning of the year and assessed annually. These performance targets are formulated annually by the Managing Director/CEO and reviewed and approved by the Board following a review and recommendation by the People and Remuneration Committee.

The performance of Senior Executives is evaluated annually against these performance targets. Performance evaluation of Senior Executives was undertaken during the reporting period in accordance with this process.

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## REMUNERATION

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Information regarding the remuneration framework for Regis' Directors and Senior Executives and the Company's policies and practices in relation to performance based remuneration is set out in the Remuneration Report in the 2020 Directors' Report.

The Company's executive remuneration framework aims to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive remuneration with the achievement of strategic objectives, the provision of quality care and services to residents and clients and the creation of value for shareholders.

Performance is assessed over a 12 month period to provide greater focus on short and long term measures directly linked to our strategic plan.

To maintain Director independence, the remuneration of Non-executive Directors is not linked to Company performance and is comprised solely of Directors' fees (including superannuation).

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## BOARD COMMITTEES

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The Board recognises the importance of an appropriate committee structure to enable efficient and effective operations of the Board.

At the date of this statement, the Board has three committees. These are the:

- Audit, Risk and Compliance Committee;
- People and Remuneration Committee;
- Clinical Governance and Care Committee.

Each Committee has adopted a formal Board approved Charter detailing its role, authority, responsibilities, membership and operations. The Committee Charters are reviewed annually and are available on our website at <https://www.regis.com.au/corporate-governance/>.

In November 2018 the Board resolved that the Remuneration and Nomination functions of the Committee be separated with the Nomination function undertaken by the full Board. At that time, the Remuneration and Nomination Committee was renamed the People and Remuneration Committee. As such, Regis does not have a Nomination Committee, and the full Board is responsible for board succession planning, the nomination of the Non-Executive Directors and remuneration of Non-Executive Directors for election and ensuring the board has the appropriate balance of skills, knowledge, experience, independence and diversity to discharge its duties and responsibilities effectively.

All Directors have a standing invitation to attend Committee meetings. Other non-committee members, including members of management, may attend meetings of the Committee by invitation of the Committee Chairman.

The Chairman of each Committee reports to the Board meeting following each Committee meeting on matters relevant to the Committee's role and responsibilities and the minutes of each meeting are made available to the full Board unless a Director is otherwise excluded due to a potential conflict.

Directors, including the Managing Director/CEO, who are not Committee members, have a standing invitation to attend Committee meetings unless that Director is excluded due to a potential conflict.

Details of the number of Board and Committee meetings held from the beginning of the 2020 Financial Year and attendance by Directors are as follows:

	DIRECTORS' MEETINGS		AUDIT, RISK AND COMPLIANCE COMMITTEE		PEOPLE AND REMUNERATION COMMITTEE		CLINICAL GOVERNANCE AND CARE COMMITTEE	
	HELD <sup>1</sup>	ATTENDED <sup>3</sup>	HELD <sup>2</sup>	ATTENDED <sup>3</sup>	HELD <sup>2</sup>	ATTENDED <sup>3</sup>	HELD <sup>2</sup>	ATTENDED <sup>3</sup>
R Johnston	1	1	-	-	-	-	-	-
L Mellors	9	9	-	-	-	-	3	3
C Bennett	10	10	-	-	-	-	3	3
B Dorman	10	10	4	4	-	-	3	3
S Falzon	10	10	4	4	4	4	-	-
G Hodges	10	10	4	4	4	4	-	-
M Quinn	10	10	-	-	4	4	3	3
I Roberts	10	10	-	-	4	4	-	-

1. Reflects the number of meetings held during the time the Director was a Director.

2. Reflects the number of meetings held during the time the Director was a Committee member.

3. Reflects the number of meetings attended by the Director.

## PEOPLE AND REMUNERATION COMMITTEE

The People and Remuneration Committee is responsible for matters relating to succession planning and remuneration of the Managing Director/CEO and Senior Executives reporting to the Managing Director/CEO.

The Committee's Charter outlines the Committee must only consist of Non-Executive Directors, a majority of independent Directors, a minimum of three Directors, and an independent Director as Chairman. The members of the Committee during the 2020 financial year have been:

- Matthew Quinn (Chairman);
- Sylvia Falzon;
- Graham Hodges;
- Ian Roberts.

## CLINICAL GOVERNANCE AND CARE COMMITTEE

The Clinical Governance and Care Committee is responsible for matters relating to resident and client care, and assurance regarding clinical governance within the Company.

The Committee's Charter outlines the Committee will support the objective of Regis' Clinical Governance Policy Statement by adopting a robust and consistent approach towards ensuring appropriate systems are in place to deliver safe and effective clinical and personal care to Regis' residents and clients.

Members of the Committee during the 2020 financial year were:

- Christine Bennett (Chairman);
- Matthew Quinn;
- Bryan Dorman.

## AUDIT, RISK AND COMPLIANCE COMMITTEE

Members of the Audit, Risk and Compliance Committee during the 2020 Financial year were:

- Sylvia Falzon (Chairman);
- Graham Hodges;
- Bryan Dorman.

Further details of this Committee are provided on the following page.





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# CORPORATE REPORTING AND RISK MANAGEMENT

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## CHIEF EXECUTIVE OFFICER DECLARATION

Prior to the approval of the 2020 full-year financial results by the Board, the Managing Director/CEO and Chief Financial Officer provided a declaration to the Board that, in their opinions, the financial records have been properly maintained with financial statements complying to the appropriate accounting standards to provide a true and fair view of the financial position and performance of the Company. Their opinions were formed based on a sound system of risk management and internal control operating effectively.

## EXTERNAL AUDITOR

The Company's external auditor is Ernst & Young. Ernst & Young is supplied with papers and minutes from each Audit, Risk and Compliance Committee meeting and attends all committee meetings. Ernst & Young representatives are also available to all Audit, Risk and Compliance Committee members.

A representative from Ernst & Young attends the Annual General Meeting each year to answer questions from Shareholders about the audit of the Regis accounts. Ernst & Young's Independence Declaration is contained in the Directors' Report in the 2020 Annual Report.

## INTERNAL AUDIT

The Company did not have an internal audit function during the reporting period and utilised a series of reviews by its internal Compliance team and targeted reviews from external consultants to evaluate and improve the effectiveness of its risk management and internal control processes.

Reporting of these reviews is provided to the Audit, Risk and Compliance Committee.



## RISK MANAGEMENT

As noted, the Board has established an Audit, Risk and Compliance Committee to assist the Board in carrying out their accounting, auditing and financial reporting responsibilities.

The Committee's Charter provides that the Committee must comprise of only Non-Executive Directors, a majority of independent Directors, a minimum of three Directors and an independent Chairman who is not Chairman of the Board. The Audit, Risk and Compliance Committee comprises of:

- Sylvia Falzon (Chairman);
- Bryan Dorman;
- Graham Hodges.

Details regarding each Committee member's qualifications and experience are set out in the 2020 Annual Report.

All Directors have a standing invitation to attend Committee meetings. Other non-Committee members, including members of management and the external auditor, may attend meetings of the Committee by invitation of the Committee Chairman.

A copy of the Committee's Charter is available on Regis' website at <https://www.regis.com.au/corporate-governance/>.

The Regis Healthcare Risk Management Procedure is approved by the Board and the risk management framework was reviewed during the 2020 reporting period.

The Risk Management Procedure provides for a full review of enterprise risks by the Executive team annually with reporting to the Audit, Risk and Compliance Committee concerning risk treatment.

These risks are managed under the Risk Management Procedure and Risk Management Policy approved by the Board under which:

- Executive risk owners are responsible for documenting existing controls, proposed mitigating actions and residual risk ratings in accordance with the risk management procedure;
- Risk treatments of high and significant risks and details of new or previously unrecognised risks identified by management are reviewed by the Audit, Risk and Compliance Committee.



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# RESPONSIBLE AND ETHICAL BEHAVIOUR

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## CORE VALUES

Regis' core values are set out in the 'Regis Way' which outlines the values and expectations of Regis employees, Senior Executives and Directors. The Regis Values we are committed to abiding by are:

- Optimism – we are enthusiastic about what we do;
- Passion – we make a positive difference every day;
- Integrity – we act in a professional and ethical manner at all times;
- Respect – we listen, we are polite and treat every person with courtesy.

## CODE OF CONDUCT

The Board is committed to a high level of integrity and ethical standards in all business practices.

Accordingly, the Board has adopted a formal Code of Conduct to reflect the Company's values of integrity, honesty, and respect. The Code outlines how Regis expects its representatives to behave and conduct business in the workplace and includes legal compliance and guidelines on appropriate ethical standards. All employees of Regis (including temporary employees, contractors, Senior Executives) and Directors must comply with the Code of Conduct.

A copy of the Code is available on Regis' website at <https://www.regis.com.au/corporate-governance/>.

## ANTI-BRIBERY AND CORRUPTION POLICY

During the year, the Board endorsed the adoption of an Anti-bribery and Corruption Policy. This policy makes the Company's zero-tolerance position clear and provides a clear basis for addressing any issues as they arise.

A copy of the Policy is available on Regis' website at <https://www.regis.com.au/corporate-governance/>.

## WHISTLE-BLOWER REPORTING

Employees are encouraged to report unlawful or unethical conduct under the Company's Whistleblower Protection Policy to the Company Secretary or the Company's independent reporting hotline.

A copy of the Policy is available on Regis' website at <https://www.regis.com.au/corporate-governance/>.

Management reports to the Board monthly (or more frequently if necessary) with all whistle-blower reports.

## CONSUMER REPORTING

As part of our commitment to residents and clients, Regis has an independent reporting line for residents, clients and their families to report any concerns about the care and services provided.

## CONTINUOUS DISCLOSURE POLICY

The Company places a high priority on communication with shareholders and is aware of the obligations under the Corporations Act and the ASX Listing Rules, to keep the market fully informed of any information concerning the Company that is not generally available and that a reasonable person would expect to have a material effect on the price or value of the Company's securities. The Company has adopted a Continuous Disclosure Policy with established procedures to ensure Directors and senior management are aware of and fulfil their obligations with the timely disclosure of material price-sensitive information.

A copy of the Policy is available on Regis' website at <https://www.regis.com.au/corporate-governance/>.

## DEALING IN SECURITIES

The Company has adopted a Policy for Dealing in Securities which sets out the type of conduct expected in dealing in securities prohibited under the Corporations Act and establishes a best practice procedure for the trading of securities that protects the Company and Directors and employees against the misuse of unpublished information that could materially affect the value of securities.

The Policy applies to all Directors, Officers and Senior Executives of the Company, related corporate bodies, other designated employees specified by the Board and connected persons of Directors, Officers, Senior Executives and designated employees.

A copy of the Policy is available on Regis' website at <https://www.regis.com.au/corporate-governance/>.

# RESPONSIBLE AND ETHICAL BEHAVIOUR (CONT.)

## DIVERSITY

The Board has formally approved a Diversity Policy to address the representation of women in management positions and on the Board and to actively facilitate a more diverse and representative management and leadership structure. In June 2019, the Board formally approved the following objectives under the Diversity Policy for the 2020 financial year:

1. To maintain the current representation of women at Board level;
2. To increase the representation of women at all levels of management within the company;
3. Gender equity in remuneration for all like roles;
4. Support of employees experiencing domestic and family violence.

A summary of the Company's progress towards achieving the measurable objectives set out under the Diversity Policy and details of the measurable objectives set under the Diversity Policy for the next financial year are contained in the 2020 Annual Report.

A copy of the Diversity Policy is available on Regis' website at <https://www.regis.com.au/corporate-governance/>.

The following table sets out the proportions of men and women on the Board, in Senior Executive positions and across the whole group as at the end of the reporting period.

	FEMALE	MALE
<b>BOARD</b>	42.8%	57.2%
<b>SENIOR EXECUTIVES*</b>	40%	60%
<b>ALL EMPLOYEES</b>	81%	19%

\*Executive Leadership Team excluding MD/CEO

## SUSTAINABILITY

Sustainability is the integration of environmental, social and governance (ESG) factors into the Company's decision making to create short and long term shareholder value.

The Company's risk management processes have considered economic, environmental and social sustainability risk in the areas of:

- Quality/Clinical Compliance;
- Workplace Health and Safety;
- Staff Recruitment and Retention;
- Corporate Governance.

Identified risks are managed under the Risk Management Procedure and Risk Management Policy approved by the Board under which:

- Executive risk owners are responsible for documenting existing controls, proposed mitigating actions and residual risk ratings in accordance with the risk management procedure;
- Risk treatments of high and significant risks and details of new or previously unrecognised risks identified by management are reviewed regularly by the Audit, Risk and Compliance Committee.

During the process of updating Risk Treatment Plans, Executive risk owners must consider new and emerging risks not currently on the register.

Regis Sustainability initiatives are included in the 2020 Annual Report and available on Regis' website.



## COMMUNICATION WITH SHAREHOLDERS

The Company commits to ensuring shareholders are kept informed of all major developments affecting the state of affairs of the Company, including information necessary to assess the performance of the Directors.

In addition to the Company's continuous disclosure obligations, the Company recognises current and potential investors may wish to obtain information about the Company from time to time. To this end, the Company has an Investor Relations program managed by our Chief Financial Officer. Under this program, the Company communicates information regularly to shareholders and other stakeholders through a range of forums and publications, including:

- The Annual Report distributed to shareholders;
- The Half Yearly Report available on the company's website;
- The Annual General Meeting;
- Letters to shareholders when considered to be appropriate and informative;
- Announcements to the ASX;
- Investor information through the Company's website at [www.regis.com.au](http://www.regis.com.au).

All ASX announcements made to the market, including annual and half-year financial results, are posted on the Company's website as soon as practicable following the release by the ASX. The full text of all notices of meetings and explanatory material, the Company's Annual Report and copies of all investor presentations made to analysts and media briefings are also posted on the Company's website following release to the ASX. The website also contains a facility for the shareholders to direct queries to the Company.

The program facilitates two-way communication with investors, with shareholders able to contact the Chief Financial Officer or ask questions through the Company's website. Shareholders are also able to communicate with Directors and Senior Executives at the Annual General Meeting which is held at a time and format to maximise the opportunity for shareholders to attend and participate in meetings. This year the company will hold a 'virtual' AGM. While this will not allow a face-to-face meeting with shareholders, it is expected to enable better access for a greater number of shareholders who in normal times may find it difficult to physically attend and participate in the meeting.

The shareholders of the Company are responsible for voting on the election of Directors at the Annual General Meeting under the Constitution. All Directors (other than the Managing Director/CEO) are subject to re-election by rotation, no later than every three years. The Annual General Meeting also provides shareholders with the opportunity to express their views on matters concerning the Company and to vote on other items of business for resolution by shareholders.

The Company's auditors, make available a partner of the firm, to be in attendance at the Annual General Meeting and to be available to answer shareholder questions about the audit.

Shareholders are given the option to, and are encouraged to, receive communications from, and send communications to, the Company and its security registry electronically.





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