

In the circumstances where the board believes there is a need to appoint a director, whether due to the retirement of a director, to complement the existing board, and/or changed circumstances of the company or its environment (including appointing additional directors), the board will:

- determine the skills and experience appropriate for the appointee, having regard to those of the existing directors and any other likely changes to the board;
- agree the recruitment process and identify the selection criteria;
- set a timetable for completion and nominate who is accountable to manage the process; and
- if required, engage a search firm to identify potential candidates based on the identified criteria.

Candidates for appointment as directors are considered by the board and assessed on the following basis:

- background and experience (including as a director);
- competencies, qualifications, and professional skills;
- contribution to the overall balance of the composition of the board;
- independence (assessment to be made in accordance with the company's 'Criteria for Assessing Independence');
- other directorships (for assessment of any conflicts of interest);
- time availability;
- depth of understanding of the role of, and legal obligations of, a director; and
- agreement on appropriate period of service.

On appointment of successful candidates, a letter is provided by the chairman to the new director setting out the terms of appointment.

Appointed directors will stand for election, in accordance with the constitution of Breville Group Limited, at the next general meeting of shareholders.