

# Risk Management Policy

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## 1 Applicability

A reference to **Birimian** in this policy is a reference to:

- (a) Birimian Limited ABN 11 113 931 105 (**Company**) and each of its subsidiaries (together the **Group**); and
- (b) any joint ventures under a Group company's operational control.

This policy applies to all directors, officers, employees, consultants and contractors of Birimian (**Personnel**).

All Personnel are responsible for the effective application of the policy.

A copy of this policy is made available on the Company's [website](#). Risk management training or awareness sessions will be held from time to time, as required.

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## 2 Purpose and objectives

Recognising and managing risk is a crucial part of the role of the directors of the Company (the **Board**) and Birimian management. Birimian recognises that a failure by it to recognise or manage risk can adversely impact not only Birimian and its shareholders, but also other stakeholders.

Birimian's risk tolerance is defined by the Board, and is consistent with Birimian's strategy.

This aim of this policy is to integrate risk management into Birimian's strategy and operations.

This policy sets out Birimian's approach to risk management, including its approach to identifying and managing risk, the responsibilities of the Board, management and others within Birimian in relation to risk management, and the resources and processes dedicated to risk management. Managing risk is the responsibility of everyone in Birimian.

In this policy:

**management** refers to the senior management team as distinct from the Board, comprising Birimian's senior executives, being those who have the opportunity to materially influence the integrity, strategy and operation of Birimian and its financial performance.

**risk** means effect of uncertainty on objectives<sup>1</sup>;

**risk management** means co-ordinated activities to direct and control Birimian with regard to risk<sup>2</sup>;

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<sup>1</sup> As defined in Australian/New Zealand Standard AS/NZS ISO 31000:2009 *Risk management – Principles and guidelines*

<sup>2</sup> As defined in Australian/New Zealand Standard AS/NZS ISO 31000:2009 *Risk management – Principles and guidelines*

**risk management framework** is the set of components that provide the foundations and organisational arrangements for designing, implementing, monitoring, reviewing and continually improving risk management throughout Birimian.<sup>1</sup>

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### **3 Risk management framework**

The following framework references the Australian/New Zealand Standard AS/NZS ISO 31000:2009 Risk management – Principles and guidelines and involves:

#### **3.1 Risk identification**

The risks faced by Birimian will be identified and documented in a risk register. Risk identification will be undertaken as part of Birimian's strategic planning and budgeting process.

Birimian's activities give rise to a range of risks which are considered under the categories included in the Birimian risk register.

#### **3.2 Risk analysis**

Once the list of risks is agreed on by management and the Board, the risks will be analysed by determining consequences of the risks eventuating and their likelihood. Existing risk controls and their effectiveness (as perceived by management) should be taken into account when considering how likely the risk event is to occur and the impact/consequences it will have on the business.

Risk prioritisation will be undertaken at the same time as risk identification and will be considered in light of a risk matrix.

#### **3.3 Risk evaluation**

Prioritised risk should be compared with the risk appetite established by the Board. The output of this process will be a prioritised list of risks for further action.

#### **3.4 Risk treatment**

Where the level of risk is accepted, the risks will be monitored. Where the level of risk is above the desired level, management will develop and execute an action plan to address the risk by either: transferring the risk; reducing the risk or accepting the risk or a combination of these approaches. When selecting the manner in which a risk will be treated, Birimian will consider the values and perceptions of stakeholders.

#### **3.5 Monitoring and review**

The risk register will be reviewed and, if required, updated on at least an annual basis, or more often if required.

The risk management framework will be monitored and reviewed through the risk activities outlined in the Appendix to this policy. However, the Board may request independent verification in relation to all or some of the risk management framework or individual controls, via internal or external means.

#### **3.6 Documentation**

The risk management framework and processes will be documented.

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<sup>1</sup> As defined in Australian/New Zealand Standard AS/NZS ISO 31000:2009 *Risk management – Principles and guidelines*

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## **4 Roles and responsibilities**

### **4.1 Managing Director or Chief Executive Officer**

The Managing Director or Chief Executive Officer of the Company (**CEO**) is responsible for designing and implementing Birimian's risk management framework, and ensuring that Birimian operates within the risk appetite set by the Board.

The CEO is required to:

- (a) report to the Board on all matters associated with risk management, as required;
- (b) report to the Board as to the effectiveness of Birimian's management of its material business risks, at least annually;
- (c) review and update the Birimian risk register and present the register to the Board on at least an annual basis;
- (d) provide to the Board (together with the Chief Financial Officer or equivalent) with a Declaration before it approves the annual and half-year financial statements;
- (e) prepare the disclosure in relation to Recommendations 7.1 and 7.4 of the Principles and Recommendations for inclusion in the Company's corporate governance statement prepared in accordance with ASX Listing Rule 4.10.3; and
- (f) review this policy and make recommendations to the Board about any proposed changes.

In fulfilling the duties of risk management, the CEO may have unrestricted access to Birimian employees, contractors and records and may obtain independent expert advice on any matter they believe appropriate, with the prior approval of the Chairman.

### **4.2 Board**

The Board is ultimately responsible for deciding the nature and extent of the risks it is prepared to take to meet its objectives.

The Board is responsible for:

- (a) setting Birimian's risk appetite and providing input into Birimian's risk profile;
- (b) overseeing the risk management framework designed and implemented by management, noting updates to the Birimian risk register and questioning management, if required;
- (c) noting the Declaration before it approves the Company's annual and half-year financial statements;
- (d) approving changes to this policy; and
- (e) reviewing the Birimian risk management framework at least annually to satisfy itself that it continues to be sound and that Birimian is operating within the risk appetite set by the Board.

### **4.3 Management**

Senior executives are responsible for assisting the CEO design and implement Birimian's risk management framework, and ensuring that Birimian operates within the risk appetite set by the Board.

Management will seek assistance from managers and other employees as required.

### **4.4 Other Personnel**

All personnel across Birimian are responsible for observing Birimian's policies, procedures, delegations and minimising risks to Birimian at all times.

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**5 Review**

The Board will review this Risk Management Policy at least annually, and update it as required.

Date adopted	19/06/2017
Last amendment	
Last review	