



Nuchev Limited

ACN 163 225 090

Board Skills Matrix 2024

The Board of Nuchev Limited (ASX:NUC) (**Nuchev**) aims to have an appropriate mix of skills, knowledge, experience and capabilities in its composition in order to effectively discharge its responsibilities of good Corporate Governance and oversight for the Company and its security holders.

The Board is committed to having a diverse mix of experience and expertise in its composition. We believe this principle enables good Corporate Governance and adds value for the Company's Security Holders.

This Board Skill Matrix outlines the mix of capabilities amongst the Directors currently comprising the Board:

		BOARD OF DIRECTORS			
Summary of Skill and Experience	Description of Skill and Experience	B Dingle (Chair)	J Martin	C Silbery	L Smith
Leadership					
Leadership	Experience in decision making and ability to take necessary actions in the best interests of the organisation. Ability to represent the organisation in line with the Company's Code of Conduct.	5	4	4	4
Ethics and Integrity	Understand role as a director and continue to self-educate on legal and best practise Corporate Governance and Risk Management responsibility. Understanding of and adherence to requirements relating to declaring conflicts of interest.	5	5	3	5
Contribution and Communication	Experience and ability in analysing matters, forming a view, and in constructively contributing to Board level discussions. Experience and ability in communicating effectively with Senior Management and fellow Directors.	5	4	4	5



Corporate Governance					
ASX Listed Experience	Previous experience working as a Director of an ASX listed company and demonstrated deep understanding of the ASX Listing Rules and the ASX Corporate Governance Counsel's Corporate Governance Principles & Recommendations.	4	3	2	5
Corporate Governance	Understanding of and experience in applying and monitoring the best practice Corporate Governance frameworks in Australia.	5	4	2	5
Statutory Reporting Requirements	Experience in understanding, applying and monitoring the statutory reporting frameworks in Australia.	4	4	2	5
Continuous Disclosure	Experience in understanding, applying and monitoring the continuous disclosure obligations as required by the ASX.	5	4	3	5
Regulatory Knowledge	Experience working with or interacting with the regulators relevant to this organisation, such as ASX, ASIC, the ATO and Service Victoria.	3	3	3	3
Legal and Compliance					
Legal	Experience in understanding, applying and monitoring the legal frameworks in Australia. Knowledge of and experience in interpreting and applying legislation relevant to the industry sector. Understanding of the legal risks and exposures in a business setting. Understanding of an individual director's legal duties and responsibilities.	4	5	3	3
Compliance Obligations	Understanding of regulatory standards and compliance requirements in human services, including Occupational Health & Safety (OHS) laws in Victoria.	4	5	3	2



Strategy					
Strategic Development and Planning	Ability to identify strategic opportunities and threats with demonstrated success in developing and implementing strategic priorities and achievement of business objectives.	5	5	4	4
Mergers & Acquisitions	Experience in sourcing, negotiating and managing acquisition and divestment activities.	4	4	4	5
Commercial Contracts	Experience in negotiating and managing commercial contracts.	5	5	4	4
Business Development	Demonstrated success in development or expansion of business having regard to the organisation's objectives, operating environment and Risk Appetite.	5	4	4	3
Industry Specific Nutritional and VMS Products					
Board Level	Previous Board experience in the industry sectors of Nutritionals and Vitamins, Minerals and Supplements (VMS), naturopathy and bioregulatory therapies and a demonstrated deep understanding of these industries and day to day operations.	4 VMS learning required	4	5	2
Senior Management Level	Senior Management experience in the industry sectors of Nutritionals, VMS, naturopathy and bioregulatory therapies and a demonstrated by a deep understanding of these industries and day to day operations.	4 VMS learning required	4	5	2
Regulators and Compliance	Experience working with or interacting with the regulators relevant to the Nutritionals, VMS, naturopathy and bioregulatory therapies industry sectors.	4 VMS learning required	3	4	1
Product Delivery, Operations and Administration	Knowledge of and experience in the business operations of a Nutritionals, VMS, naturopathy and bioregulatory therapies product provider, including all aspects of the	4 VMS learning required	4	5	2



	operations.				
Finance					
Financial / Accounting	Ability to read, comprehend and analyse corporate accounts, financial materials and financial reporting requirements	4	4	4	5
Financial Markets and Investment	Connected networks with capital market operators and demonstrated track record in raising capital.	4	3	3	4
Marketing					
Marketing	Knowledge of and experience in marketing of industry specific services both through various marketing channels and directly to consumers.	4	3	4	3
Channel Supply Chain / Value Chain	Experience in channel supply chain and value chain, considering sustainable and ethical chains, including technology, climate change and human rights.	4	4	4	2
Market Development	Understanding the current drivers of market development and innovation in the industry. Experience in delivering new service offerings in response to market demand, to achieve market leadership or to take advantage of opportunities for innovation including through technology.	4	3	4	2
Risk Management					
Risk Management Framework	Experience in implementing, managing and overseeing Risk Management and compliance frameworks including legal and regulatory compliance.	4	4	3	5



Environment, Social & Governance (ESG)	Understanding of ESG and knowledge to consider the organisation's operations and policies in terms of their ethical impact and sustainability practises.	3	3	3	3
Health & Safety	Knowledge of and experience in developing and monitoring systems to ensure healthy and safe workplace working conditions.	4	4	3	2
Information Management	Experience in implementing, managing or overseeing information and communication technology, including personal information privacy, data management and security risk management (including cyber security).	2	3	3	2
Crisis Management	Experience and ability in constructively managing crisis whilst providing leadership for implementing solutions. Experience and ability in communicating such incidences with stakeholders.	3	4	3	3
People and Culture					
People and Culture	Experience in Senior Management role or Board position overseeing and monitoring organisation culture and change management.	5	5	4	3
Performance Monitoring	Experience in developing incentive programs and Key Performance Indicators (KPIs) and monitoring of Senior Management performance against such KPIs.	5	5	4	4
Remuneration	Experience in developing incentive programs and contractual frameworks governing remuneration of Senior Management. Experience in determining director remuneration.	4	4	4	3



Policy					
Policy Framework	<p>Experience in identify key issues for the organisation and ability to develop appropriate policy parameters within which the organisation should operate.</p> <p>Understanding and knowledge of the Company's suite of Corporate Documents.</p>	4	4	2	4
Policy Oversight	<p>Ability to maintain oversight of the Company's suite of Corporate Documents, including continuing self-education of the legal, regulatory and compliance frameworks in Australia on which the suite of Corporate Documents is based.</p>	3	4	2	4
Investor Relations					
Shareholder Communications	<p>Experience in shareholder engagement, communication and management.</p> <p>Understanding of effective communication within statutory reporting documents.</p>	4	4	3	3
Stakeholder and Investor Communication	<p>Knowledge of and experience in managing appropriate content for dissemination, including continuous disclosure, statutory reporting, general releases, social media, websites and other distribution channels.</p> <p>Building effective media campaigns, conducting press conferences and briefings and nurturing long-term relationships with key media influencers.</p>	4	3	4	3



Rating Scale:		
Rating	Proficiency	Description
1	Novice	Limited or no experience in the skill area.
2	Developing	Some understanding or experience, but room for improvement.
3	Proficient	Solid understanding and ability to apply the skill effectively.
4	Advanced	Extensive experience and ability to provide strategic guidance in the skill area.
5	Expert	Exceptional experience and recognised as a leader in the skill area.