

MS-FO-32: Background and Experience - STL Director Candidates

Background

Good corporate governance is a key priority for STL. STL is committed to:

- a Board that is diverse and structured to be effective
- ensuring the Board adds value
- having the skills, commitment and knowledge of STL and the industry in which it operates and
- to creating and maintaining a culture of acting lawfully, ethically and responsibly.

Any nominees who are successfully elected will be required as a term of their appointment to:

- use their best endeavours to comply with the law including their duties as directors under the:
 - Corporations Act;
 - NSX Listing Rules;
 - STL's Constitution; and
 - and any board charters and policies (e.g., Code of Conduct, Conflict of Interest etc) that apply from time to time (as varied, amended or replaced); and
- provide a written confidentiality undertakings in favour of STL.

Further information about STL's corporate governance priorities is available at

<https://sugarterminals.com.au/about-us/>;

STL may conduct its own due diligence (including searches of public registers) to confirm the eligibility of STL Director Candidates under the Corporations Act and STL's Constitution.

Information included in this form may be included in the Notice of Meeting sent to STL's Shareholders to enable informed decision by STL's members. By completing and returning this form, candidates are taken to consent to STL disclosing the information provided in this form in the Notice of Meeting sent to STL's shareholders.

IMPORTANT NOTES FOR APPLICANTS:

- *To be completed and provided with all Nominations for M & G Class Directors*
- *Please annex additional pages if required*
- *Handwritten (legible) or typed is accepted*
- *Further copies can be downloaded at www.sugarterminals.com.au*



Name (insert): _____

1. In addition to completing the questions below, please supply a brief summary of relevant experience and expertise which will be included on the ballot papers (maximum of 50 words)

2. What experience do you have as Non-executive Director of a listed public company?

3. What other experience do you have as a Non-executive Director of a public or private company, government authority, community enterprise, or other entity?

4. What do you understand to be the responsibilities of a Non-executive Director of a listed public company?



Name (insert): _____

- 5. Have you successfully undertaken the AICD course for Directors (including completing the formal assessments) or if No, would you be prepared to successfully undertake this within 12 months of commencing on the STL Board ?

- 6. What do you understand about conflicts of interest and the way they are managed in accordance with contemporary governance standards?

- 7. Do you have any personal, professional, business or other interests which may give rise to a conflict with your obligation to act in the best interests of STL? If so, please provide details.



Name (insert): _____

8. What particular skills and experience would you bring, or do you bring to the STL Board?

9. What specific contributions have you made, or would you anticipate making, to the deliberations of the STL Board and the achievement of STL's strategic objectives?

10. What is the single most important achievement you would like to deliver as Non-executive Director of STL?