



Oncology Research International Limited
ACN 067 964 621

Selection and Appointment of Directors

October 2013

1. POLICY

- 1.1. This Policy aims to ensure that the Board of Oncology Research International Limited consists of members with an appropriate mix of skills and experience to enable the Board to be an effective decision making body.
- 1.2. The Board will periodically review the composition of the Board to ensure that it continues to have the mix of members and expertise necessary for the successful conduct of the Company's business and which will facilitate the Company in achieving growth and delivering value to shareholders.
- 1.3. Factors considered by the Board when considering potential candidates for appointment to the Board include the following:
 - 1.3.1. the mix of skills, experience and expertise required on the Board;
 - 1.3.2. the time commitment required by a Director to effectively discharge his or her duties to the Company;
 - 1.3.3. the existing directorships and other commitments of each potential candidate and their potential effect on:
 - 1.3.3.1. the time the relevant potential candidate may have to discharge his or her duties to the Company; and
 - 1.3.3.2. the potential candidate's ability to exercise an independent judgment if appointed to the Board.

2. PROCEDURES FOR THE SELECTION AND APPOINTMENT OF DIRECTORS

- 2.1. When filling a vacancy or expanding the Board, the procedures applied by the Board will include identifying suitable candidates utilising the criteria developed in this Selection and Appointment Policy as determined by the Board from time to time.
- 2.2. The Board or its delegate will approach potential candidates to gauge their interest in joining the Board. The responsibilities and obligations such an appointment entails will be discussed. Terms and conditions of the appointment, including the level of remuneration, will be discussed with the potential candidates.
- 2.3. If a selected candidate accepts an offer of a position on the Board, the Board will appoint the new Director(s) during the year, and that person(s) will then stand for election by shareholders at the next Annual General Meeting.
- 2.4. When appointed to the Board, all new Directors will receive an induction to familiarise them with matters relating to the Company's business, its strategy and current issues.