Risk Management Board Policy

Policy ID no 3/2011

Approved by the Board:

DATE 22 August 2023

Contents

1.   Policy Statement

The growth and success of IDP Education Limited (IDP) depends on our ability to understand and respond to the challenges of an uncertain and changing world. This uncertainty generates risk, with the potential to be a source of both opportunities and threats. By understanding and managing risk, we provide greater certainty and confidence for all our stakeholders.

2.   Objectives

This Policy is a statement of the overall approach to risk management for IDP. The overriding purpose of the risk management policy is to ensure that:

(a) appropriate systems are in place to identify material risks that may impact on IDP's business;

(b) the financial impact of risks is understood, and appropriate internal control systems are in place to limit the IDP's exposure to such risks;

(c) a risk appetite is defined and communicated for IDP's most material risks; and

(d) appropriate responsibility is delegated to control the identified risks effectively.

This Policy is supported by the Global Risk Management Framework and is to be read in conjunction with IDP's other policies including the Code of Business Conduct, the Fraud Prevention Policy, the Anti-Bribery and Corruption Policy and the Whistleblowing Policy.

3.   Scope

This Policy applies to all IDP's global business operations and employees. IDP assesses risk against all relevant areas of material business risk, including those arising in the following categories:

(a) strategic;

(b) financial;

(c) compliance & regulatory;

(d) people;

(e) business continuity & organisational resilience;

(f) reputation.

4.   Policy Details

Principles of risk management

The effective management of risk is vital to the continued growth and success of the IDP. For risk management to be effective, all operations must apply the following principles to the context of their particular business and its objectives:

(a) **Integrated** – Risk management is integrated into decision making activities at all levels of the organisation, including the Board, ARC, GLT, Regional, Country and Functional leadership teams. It includes the consideration of risk and opportunities, and IDP's risk appetite in decisions relating to strategy, business planning, business cases, project management and other opportunities.

(b) **Structured & Comprehensive** – IDP's risk policy and framework provides a consistent and comprehensive approach to the identification, assessment, and management of risks.

(c) **Customised** – The policy and framework must be tailored and fit for purpose to IDP's needs, taking into account it's culture, organisational objectives and the environment in which it operates.

(d) **Inclusive** – The approach to risk management must include engagement with relevant stakeholders to ensure their views and perceptions are considered.

(e) **Dynamic** – Risk management at IDP needs to be agile and adaptive to the changing needs and context of the organisation.

(f) **Best Available Information** – When assessing risks, IDP will use the best available information as well as consider limitations and uncertainties associated with the data available.

(g) **Human & Cultural Factors** – IDPs' approach to risk management must consider its organisational culture, and the internal and external factors that will influence risk management activities.

(h) **Continual Improvement** - Risk management at IDP should be an iterative and evolving process that seeks to learn and improve from gaps and opportunities that are identified through the application of the framework.

Risk Management Framework and Process

IDP has adopted a risk management framework and process which is consistent with the international standard *ISO 31000:2018 Risk management – Guidelines* and the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations 7 Recognise and manage Risk. IDP's risk management framework and process is set out in the Global Risk Management Framework. All risk management systems and methodologies must be consistent with this framework and process.

5. Roles and Responsibilities

Responsibility for owning and overseeing risks and their management across IDP include:

The Board is responsible for satisfying itself annually, or more frequently as required, that management has developed and implemented an effective risk management framework. Detailed work on this task is delegated to the Audit and Risk Committee and reviewed by the full Board. The Board also sets a risk appetite for the most material risks as reported in IDP's Global Risk Register.

The Audit and Risk Committee assists the Board in overseeing the IDP's Global 's Risk Register and is responsible for overseeing management's actions in the identification, management and reporting of material business risks.

The Chief Executive Officer and other senior management including the Global Leadership Team are responsible for periodically reviewing IDP's risk profile, fostering a risk-aware culture and reporting to the Audit and Risk Committee on the effectiveness of the risk management framework and of IDP's management of its material business risks.

As risk is part of the day-to-day operation of IDP, all staff have a role in the management of risk, in particular, those accountable for achieving strategic objectives, program objectives or the objectives of an individual business areas have responsibilities as set out below:

Role	Responsibilities
Managers	Accountable for the implementation of sound risk management processes within their areas of responsibility.
	Create an environment where staff recognise and accept their personal responsibilities to support risk management. Program Managers of significant programs are also required to report on key risks at GLT, ARC and the Board as agreed.
Employees and contractors	All Employees and contractors should be familiar with the risk management policy framework and its application within their areas of responsibility.

6. Monitoring, Evaluation and Review

The Audit and Risk Committee and Board will periodically review this Policy to ensure it remains relevant to the current needs of IDP and the Board. This Policy may be amended by resolution of the Board.

7. Definitions and Abbreviations

Term	Meaning
Risk	The effect of uncertainty on objectives which can be positive, negative or both and can address, create or result in opportunities and threats.
Risk Management Framework	The key people, process, tools and technology elements which provide the methods and organisational structures to execute and continuously improve the risk management process.
Risk Management process	An approach to: • identify risks • Assess the possible impact of the risk occurring on IDP • Treat risks • Monitor risks and risk treatment plans
Material Risk	Means the real possibility that the risk in question could materially impact IDP's ability to create or preserve value for security holders over the short, medium or long term.

8. Associated Documents

Global Risk Management Framework
Global Risk Register

9. References

ISO 31000:2019 Risk Management Guidelines
ASX Corporate Governance Principles and Recommendations (4th Edition)

Policy Owner: Chief Financial Officer

Action	Date	Responsibility
Endorsed	7 February 2012	Audit and Risk Management Committee
Approved	17 April 2012	Board
Endorsed	17 March 2014	Audit and Risk Management Committee
Approved	17 June 2014	Board
Endorsed	24 August 2016	Audit and Risk Committee
Approved	25 October 2016	Board
Endorsed	8 December 2020	Audit and Risk Committee
Approved	23 February 2021	Board
Endorsed	22 August 2023	Audit and Risk Committee
Approved	22 August 2023	Board