

INFORMATION TECHNOLOGY STRATEGY COMMITTEE CHARTER

1. Purpose and Authority

The purpose of the Information Technology Strategy Committee is to:

- (a) make recommendations to the Board about existing or proposed strategic technology and transformation initiatives;
- (b) provide oversight of the Company's end-to-end technology and strategic transformation;
- (c) provide oversight of the investment in the Company's transformation initiatives to underpin the safe and effective establishment and delivery of the Company's new and foundational platforms; and
- (d) receive regular reporting on the Company's technology transformation and experience, including reviews and monitoring of the nature and extent of capital and operational expenditure associated with the Company's strategic technology and transformation initiatives.

The Committee's purpose and authority does not extend to matters relating to cybersecurity issues and risk management, which are within the authority, responsibility, and operation of the Company's Board Audit, Risk & Compliance Committee.

Notwithstanding this, the Committee can monitor and have oversight of cybersecurity functions, infrastructure, and support systems, as part the matters covered by this Charter.

This Charter sets out the authority, responsibilities, membership and operation of the Committee.

In this Charter:

- **Board** means the Board of Directors of the Company;
- **Charter** means the Information Technology Strategy Committee Charter;
- **Committee** means the Information Technology Strategy Committee; and
- **Company** means humm Group Limited ACN 122 574 583 (ASX: HUM).

2. Authority

- (a) The Committee discharges its responsibilities in accordance with the authority delegated to it by the Board as well as any powers conferred by statute, regulation or regulatory authority requirements.
- (b) The responsibilities delegated to the Committee are contained in the Board Charter, this Charter and any other resolution of the Board as made from time to time.
- (c) The Committee may make decisions by circulating resolution.

3. Committee Responsibilities

The Committee is responsible for making recommendations to the Board regarding:

- (a) The Company's overall technology transformation program, including proposals for significant technology investments.

- (b) The capital and operational expenditure of the Company's technology transformation initiatives.
- (c) Emerging technologies and trends, and their potential impact on or application with the Company.
- (d) The customer experience delivered by the Company's technology transformation.
- (e) Management reports regarding the Company's medium to long term technology and transformation strategy, and associated implementation and delivery of transformation initiatives.
- (f) Any other matter the Board asks it to look at and consider.

3.1. Other

The Committee will:

- (a) Review the Committee's Charter every two years, or more often as it thinks appropriate. Any changes to the Charter must be approved by the Board.
- (b) Review the Committee's performance every year and report the outcomes of the review to the Board.

4. Membership

4.1. Composition and Size

The Committee will consist of at least two independent directors, as appointed by the Board.

Members of the Committee will be appointed by resolution of the Board.

The membership of the Committee will be reviewed annually by the Board, or at any other time at the discretion of the Board.

The Chair of the Company's Board can sit on the Committee but cannot be Chair.

4.2. Chair

The Chair of the Committee is appointed by the Board and must be an independent non-executive director who is not the Chair of the Board.

If the Committee Chair is absent for a part or all of a meeting, the Committee may elect a Chair for that meeting.

4.3. Technical Expertise

The Committee must be structured so that the members between them have the technical, financial and accounting expertise, and sufficient understanding of the financial services industry, to be able to discharge the Committee's responsibilities.

4.4. Skills Development

If the Committee Chair approves, a Committee member may attend seminars or training related to the functions and responsibilities of the Committee at the Company's expense.

4.5. Commitment of Committee Members

Committee members must devote the necessary time and attention for the Committee to carry out its responsibilities.

5. Secretary

The Company Secretary is the Committee Secretary.

6. Committee Meetings and Processes

6.1. Meetings

Meetings and proceedings of the Committee are governed by the provisions in the Company's constitution regulating meetings and proceedings of the Board and committees of the Board in so far as they are applicable and not inconsistent with this Charter.

Committee members may attend meetings in person or by electronic means.

6.2. Frequency and Calling of Meetings

The Committee will meet at least two times a year, or more frequently as required to perform its functions.

6.3. Quorum

Two independent directors constitute a quorum for Committee meetings.

6.4. Attendance by Directors, Management and Advisors

The CEO and Group Executive - Digital & Transformation are expected to attend each scheduled meeting of the Committee. Other attendees may be invited on an as-needed basis (for example, members of the Company's Executive Committee or Technology Leadership Team).

The Committee Chair may also request other senior managers and external advisors to attend meetings of the Committee.

A standing invitation to Committee meetings is extended to all Board members who are not Committee members.

6.5. Notice, Agenda and Documents

The Committee Chair determines the meeting agenda after appropriate consultation.

The Secretary will distribute the notice of meeting, the agenda of items to be discussed and any related documents to all Committee members and other attendees before each proposed meeting of the Committee. These documents will also be made available to other Board members.

6.6. Conflicts of Interest

- (a) The Board has established the Code of Conduct, Securities Trading Policy and disclosure practises for handling matters that may give rise to a conflict between the interests of a director and those of the Company.
- (b) Any Committee member, with a real or perceived conflict of interest, may not vote on the matter being considered unless the other members agree that the interest should not disqualify the member with the conflict from voting.

6.7. Voting

- (a) A resolution of the Committee must be passed by a majority of the votes cast by the Committee members entitled to vote on the resolution.
- (b) Each Committee member present in person or by alternate is entitled to vote and has one vote.

- (c) If on any resolution an equal number of votes is cast for and against the resolution, the Committee Chair will have a casting vote.

6.8. Reporting to the Board and Minutes

- (a) The Company Secretary will prepare minutes of the meetings for approval at the next Committee meeting. The Committee Chair will sign the minutes.
- (b) The minutes will record all decisions made by the Committee.
- (c) The minutes will be included in the papers for the next Committee meeting and will include action items to be carried across to the next meeting as Matters Arising.
- (d) The Committee will report to the Board at the next Board meeting through a verbal report from the Chair and, if available, the circulation of minutes, on those of its activities and decisions that should be brought to the attention of the Board.
- (e) The Chair will report to the Chair of any other Board committee, at the earliest possible time, any matters that in the opinion of the Committee should be brought to the attention of that other Board committee.
- (f) The Committee may refer any relevant matters to another Board committee for consideration and determination by that committee.

7. Remuneration

Committee members are entitled to receive remuneration as determined from time to time by the Board.

8. Review and Publication of Charter

The Board will review this Charter at least every two years, or more often if required, to ensure it remains up to date and relevant to the Company's needs. The Charter may be amended by resolution of the Board.

The Charter will be available on the Company's website and its key features included in the annual report.

This policy was approved by the Board on 17 March 2025 and was effective from that date.

9. Document Change History

Who owns this Charter?	Version	Approved by	Date
Company Secretary	01	Board	17 March 2025