

Board Technology Committee Charter

1. Role

1.1 About the Board Technology Committee

The Committee is a committee of the Bendigo and Adelaide Bank Board. Its role is to provide assistance to the Board in relation to the following:

- Oversight of technology and digital strategy and its implementation.
- Monitoring technology and digital business trends relevant to the Group.

1.2 Purpose of the Charter

This charter sets out the role, responsibilities, powers and terms of operation of the Committee.

1.3 Scope of responsibilities

The Committee's responsibilities apply in relation to Bendigo and Adelaide Bank Limited (**Bank**) and its subsidiaries (**Group**).

2. Responsibilities

The Committee has the responsibilities set out below. A reference to a matter being material is a reference to the matter being material from quantitative or qualitative perspective, having regard to the Group's strategy. This is a lower threshold than a material business activity under APRA outsourcing requirements.

2.1. Technology, digital and data strategy

Review and approve (a) the Group key technology strategies and their alignment with the Group's overall strategy; and (b) Group key digital and data strategies.

2.2. Emerging trends and regulatory developments

Receive regular update on emerging technology, digital and data trends that may affect the Group. This includes from the perspective of both risk and opportunity.

Receive updates on any regulatory developments in relation to technology and digital business that may affect the Group.

Note: Material risks are to be referred to the Board Risk Committee.

2.3. Material investments

Review and recommend to the Board material technology and digital investments.

Monitor and review post-implementation reviews of all material technology and digital projects and assess whether value has been delivered.

2.4. Program delivery / implementation

Receive regular reports over the lifecycle of the delivery of material technology programs (internal and external). This includes programs that are material from a quantitative and qualitative perspective.

- The deliverables, budget and scheduling and progress against each.
- Any material issues arising, including those that have the potential to impact on achievement of deliverables, budget or timing, or value to the Group.

2.5. Sourcing

Oversight of selection of and changes to suppliers for material technology services.

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Receive regular reports on the relationship with material suppliers and performance of material suppliers, including against service levels, and value to the Group.

2.6. Technology operations

Oversight of the delivery of technology operations for the Group, including for quality, stability and reliability. This includes lifecycle planning.

Note: Material risks are to be referred to the Board Risk Committee.

2.7. Governance / operating model

Oversight of the technology operating model for the Group. This includes the allocation of responsibilities, linkages and accountabilities across the business with the technology operating model.

2.8. Technology performance

Receipt of technology dashboard performance indicators agreed by the Committee.

3. Board Risk Committee references

Reviewing and overseeing any technology risk related matters referred from the Board Risk Committee and reporting back on the reference.

4. Board references

Reviewing and overseeing any technology risk related matters referred from the Board and reporting back on the reference.

5. Policies

The Committee has delegated authority from the Board to approve amendments to policies within its scope of responsibility, as set out in the Group Policies Approval Delegations.

6. Meeting Planner and reports

Each year approve a meeting planner setting out the standing items of business and reports to be considered during the year.

7. Procedural Rules

The Bendigo and Adelaide Bank Board Committees - Procedural Rules apply to this Committee.

This charter was adopted by the Board of Bendigo and Adelaide Bank Limited on 31 July 2018.