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<b>Document name:</b>	<b>Virtus Health Group – Environmental, Social &amp; Governance (ESG) Policy</b>
<b>Originating Department:</b>	<b>Finance</b>
<b>Responsible Person:</b>	Chief Financial Officer
<b>Document number:</b>	<b>VH-FIN-ESG Policy-Mar26-v2.0</b>

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Terms capitalised in this document are defined in **Annexure 1**.

## 1. Purpose and Scope

This Policy formalises Virtus Health's commitment to integrating responsible Environmental, Social, and Governance (**ESG**) practices across all aspects of our business. It provides a framework for accountability and decision-making to ensure transparency, ethical governance, and sustainable value creation.

The Policy applies to all Virtus Health Board members, employees, contractors, doctors, and to the extent possible to third parties engaged by all Virtus Health Businesses. It requires that the principles and commitments outlined in this Policy are considered in all clinical, scientific, and corporate decisions. Adherence to this Policy ensures robust governance of ESG matters, including climate-related risks and opportunities, benefiting stakeholders and supporting the long-term sustainability of our business.

## 2. Policy

### 2.1. Organisational Commitment

Virtus Health is committed to sustainability, ethical governance, and socially responsible care. We strive to deliver clinical and diagnostic services that uphold the highest standards of quality while seeking to embed ESG principles into our operations. This commitment is rooted in our ethos: working together to create a patient experience built on trust, compassion, and evidence-based care.

To achieve our ESG objectives, Virtus Health focuses on the following strategic pillars, prioritised as part of our annual strategic planning cycle:

- **Environmental Responsibility**

Climate change, energy and emissions - Understanding and managing Virtus Health's energy use and emissions and how these contribute to climate change. This includes proactively managing our climate risks and opportunities, and meeting climate-related reporting requirements.

Resource use and waste management - Managing resources efficiently, to reduce waste, as and when allowed by the regulatory environment. This includes a focus on waste from medical consumables and actively moving towards a circular economy model.

- **Social Responsibility** - Virtus Health is a behaviours-over-beliefs organisation, recognising that our actions and decisions shape the experiences of others. Guided

by this principle, we are committed to ensuring that all Virtus Health facilities provide safe, respectful, and inclusive environments for every individual.

Diverse and inclusive patient access - Enhancing access to assisted reproductive services for current and future patients, considering a range of diversity, equity and inclusion factors. For example: costs of services, geographic location of services and demographics of patients, e.g. sexuality, gender identity, ethnicity, cultural heritage, religion etc.

Patients and their health outcomes - Considering how patients are treated throughout assisted reproductive services, prioritising physical, mental and emotional wellbeing, alongside patient outcomes.

Workplace health, safety and wellbeing - Prioritising the health, safety and wellbeing of our people and doctors. This includes protecting physical safety, supporting mental wellbeing and minimising psychosocial risks to the workforce.

Employee engagement and experience - Managing the workforce to attract and retain highly competent people who operate to high professional and behavioural standards. This includes developing a strong workplace culture, encouraging diversity, equity and inclusion, teamwork, supporting professional development, and appropriately rewarding our people.

- **Governance**

Virtus Health is committed to compliance with applicable local laws and regulations where Virtual Health Businesses operate. The strategic pillars below include commitments that also have social impact considerations, such as procurement and human rights.

Ethics, risk management and controls - Managing the business to the highest ethical standards across procurement, access to services, embryo selection, application of innovation and research, and management of genetic material. Ensuring ethics and risk management practices are in line with legal and regulatory requirements and guidelines.

Confidentiality, data privacy and security - Protecting and securing the data of our patients, employees and doctors. Ensuring donor anonymity is protected in line with jurisdictional requirements and regulatory guidelines.

Safe and responsible procurement - Prioritising supplier quality and safety to contribute towards successful fertility service delivery. In addition, considering the environmental and social impacts of sourcing decisions, to mitigate harms, and beyond this, realise positive impacts.

Human rights and modern slavery - Identifying and managing modern slavery issues and risks across the value chain. This includes, but is not limited to, integrating a modern slavery risk assessment in procurement management, and fulfilling jurisdictional reporting requirements, where relevant.

Research and innovation - Contributing to the ART industry and medical community via developing and sharing knowledge to better clinical and scientific protocols, advance digital health and technologies, and improve experiences and outcomes globally. This includes educating/influencing governments to inform policy developments and increase access to fertility services.

Education and awareness - Educating the public and sharing knowledge to raise social awareness around reproductive health and fertility challenges and destigmatise infertility. Improving experiences and building a sense of community when considering and undergoing ART treatments.

Disclosure - Commitment to transparency and accountability in ESG performance. Virtus Health publicly discloses material ESG information in line with Australian and relevant international regulatory requirements, aligning with the Australian Accounting Standards Board (AASB) and the Australian Sustainability Reporting Standards (ASRS) frameworks. Our reporting also covers governance of climate-related risks and opportunities, strategic responses, resilience assessments, and performance metrics, published annually through sustainability and financial reports.

As noted below, ESG related risks will be managed and governed in alignment with Virtus Health's Enterprise Risk Management Framework.

## **2.2. Governance & Accountability**

ESG at Virtus Health is governed through a structured approach that ensures accountability, risk management transparency, and alignment with our strategic objectives. Oversight over ESG-related risks is provided by the Board and supported by the Executive through the Enterprise Risk Committee and the ESG Working Group, with clearly defined roles and responsibilities to deliver ESG outcomes across all business units.

Specific approaches to risk management, governance and allocation of key responsibilities for ESG at Virtus Health follow.

### **2.2.1. Risk Management**

Virtus Health will identify, manage, and govern ESG-related risks in alignment with the Virtus Health Risk Management Framework. This includes clear articulation, ongoing monitoring, and proactive actions to ensure these risks are managed within the parameters of the Virtus Health Risk Appetite Statement. Outcomes and insight from ESG risk monitoring will be reported on by the ESG Lead every 6 months as part of biannual Group Risk Review cycle.

In addition, Virtus Health will periodically undertake climate-related scenario analysis to assess the resilience of its strategy and inform future risk and opportunity identification and management, using at least two scenarios – one consistent with an increase in global average temperature of 1.5°C above pre-industrial levels and one exceeding 2°C above pre-industrial levels.

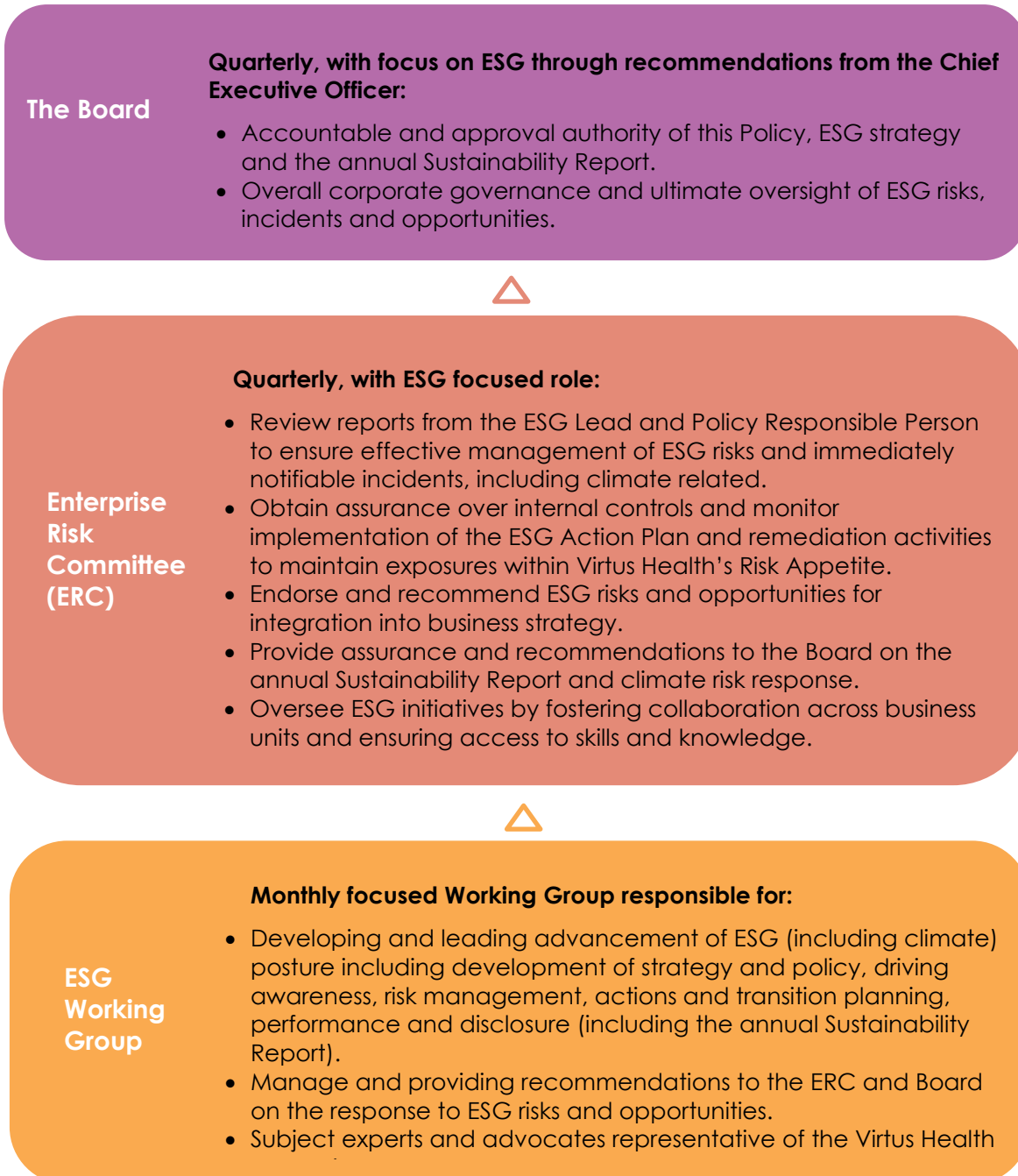
Recognising that ESG risks span multiple elements of the Virtus Health value chain and Virtus Health Regions, assessments will consider various risk categories against established risk appetite thresholds.

Given the potential significance of climate-related risks and opportunities, Virtus Health will implement targeted responses under the dedicated Level 2 risk category: Environment & Climate Resilience and will include an annual formal risk assessment.

Escalation of ESG-related incidents and events will follow Virtus Health's incident management procedure, with immediate notification to the Executive Leadership Team (**ELT**) and subsequent escalation to the Board as required.

## 2.2.2. Governance Structure

The governance structure for ESG at Virtus Health is set out below.



### 2.2.3. Key Roles & Responsibilities

Key roles to implement this Policy are set out below.

Key Role	Responsibility
<b>Chief Executive Officer</b>	<ul style="list-style-type: none"> <li>• Overall responsibility for implementation of ESG strategy</li> <li>• Accountable to the Board for the identification, assessment and management of climate-related risks and opportunities.</li> </ul>
<b>Chief Financial Officer</b>	<ul style="list-style-type: none"> <li>• As Responsible Person for this Policy, accountable for oversight, maintenance, consultation and compliance with this Policy.</li> <li>• Executive responsible for ensuring ESG risks are managed in accordance with this Policy and Virtus Health's Risk Management Framework and Risk Appetite Statement.</li> <li>• Accountable for production of the annual Sustainability Report.</li> <li>• Specific to climate related risks and opportunities, responsible for reporting on climate-related metrics and the preparation of the annual GHG emissions inventory and emissions reduction initiatives.</li> <li>• Chair of the ESG Working Group, or to delegate a representative.</li> </ul>
<b>Chief Legal &amp; Risk Officer</b>	<ul style="list-style-type: none"> <li>• Responsible for management of the Risk Management Framework, including oversight and assurance of management of climate-related risks and opportunities.</li> <li>• Secretary of the Enterprise Risk Committee, ensuring appropriate focus and bandwidth allocated to ESG Matters.</li> <li>• Oversees and provides assurance over the preparation of the annual Sustainability Report.</li> </ul>
<b>ESG Lead</b>	<ul style="list-style-type: none"> <li>• Responsible for the identification, assessment, monitoring and management of Virtus Health value chain risks that capture key ESG risks and opportunities.</li> <li>• Responsible for implementing ESG-related initiatives</li> <li>• Responsible for production of the annual Sustainability Report, including working with relevant staff (e.g. day hospitals, clinics, labs etc) and ESG Subject Matter Experts to build reliable and accurate information inputs.</li> <li>• Responsible for reporting to Enterprise Risk Committee on ESG related matters.</li> <li>• Member and Deputy Chair of the ESG Working Group.</li> </ul>

Key Role	Responsibility
<b>ESG Subject Matter Experts</b>	<ul style="list-style-type: none"> <li>Provides technical expertise on the identification, assessment, control and disclosure of specific ESG related risks and opportunities.</li> <li>Review, guide and where appropriate drive delivery of ESG-related initiatives.</li> <li>Standing member or invite to the ESG Working Group (at the discretion of the Chair).</li> </ul>

### 2.3. Performance Monitoring & Reporting

Virtus Health monitors ESG performance through defined metrics aligned with our strategic pillars and regulatory requirements, including climate-related disclosures under AASB and ASRS frameworks. Annual reporting includes the Sustainability Report, which discloses governance, risk management, strategic responses, and performance outcomes. This process ensures transparency, accountability, and continuous improvement across all Virtus Health Businesses and Virtus Health Regions.

## 3. General

### 3.1. Administration

Review and management this Policy will be undertaken in compliance with Virtual Health's Controlled Document Policy & Procedure.

### 3.2. Links to Related Legislation, Procedures and Documents

- Aligned standards and legislation:
  - AASB S2 – Climate-related Disclosures and the National Greenhouse and Energy Reporting (NGER) Scheme
  - *Modern Slavery Act 2018* (Cth)
  - ISO 14001 – Environmental Management Systems.
  - ISO 45001 – Occupational Health and Safety Management Systems.
  - ISO 9001 – Quality Management Systems.
- ESG Working Group Terms of Reference
- Virtus Health's Risk Management Framework and Risk Appetite Statement.
- Virtus Health's Modern Slavery Statement

### Review and evaluation

Accountable Role	Title
Document Author	Shane Campbell (Enterprise Risk Program Lead)
Responsible Person	David Mahony (Chief Financial Officer)
Document Approver	Board of Directors

**Next Review Date: 4 March 2028**

### 3.3. Document History:

Version	Version date	Description of Change
1	July 2023	New document
2	March 2026	Material changes to capture new reporting requirements, new accountabilities, and amended risk and governance structure.

## Annexure 1 Key Definitions

Term	Definition
<b>Board</b>	The board of directors of Viney HoldCo Pty Ltd, the ultimate parent company of the Virtus Health group
<b>Clinical Risks</b>	[ Risks of harm, injury or other adverse outcomes resulting from delivery and oversight of Virtus Health services. This includes risks impacting patient safety, treatment quality, clinical standards, operational practices, and laboratory integrity, encompassing all activities related to patient care, medical procedures, counselling, nursing, embryology, andrology, pathology, genetics, diagnostics, donor services, and day hospital operations.
<b>Enterprise Risks</b>	All areas of risks which related to or impact Virtus Health or the Virtus Health Businesses, that are not Clinical Risks.
<b>Environmental, Social, and Governance (ESG)</b>	For the purposes of this Policy, Environmental, Social and Governance (ESG) means the principles and practices adopted by Virtus Health to operate responsibly and sustainably. ESG includes: <ul style="list-style-type: none"> <li>• Environmental: Activities aimed at reducing climate impact and managing energy, emissions, and waste efficiently.</li> <li>• Social: Actions to ensure equitable patient access, uphold human rights, and protect the health, safety, and wellbeing of patients and employees.</li> <li>• Governance: Processes that maintain ethical standards, robust risk management, data security, and transparent reporting.</li> </ul>
<b>Risk Management Framework</b>	The Risk Management Framework sets out the approach and process adopted by Virtus Health to proactively identify assess, treat, monitor and report risks that may affect the achievement of Virtus Health's strategic and operational objectives.
<b>Subsidiaries</b>	Has the meaning given to that term in the <i>Corporations Act 2001</i> (Cth).
<b>Terms of Reference (TOR)</b>	Defines the purpose, structure, and scope of committees or working groups.
<b>Virtus Health</b>	Viney HoldCo Pty Ltd and each of its Subsidiaries
<b>Virtus Health Business</b>	Each of the following businesses of Virtus Health: <ul style="list-style-type: none"> <li>• IVFAustralia – NSW and ACT fertility business</li> </ul>

Term	Definition
	<ul style="list-style-type: none"> <li>• MelbourneIVF – Victorian fertility business</li> <li>• Queensland Fertility Group – Queensland fertility business</li> <li>• The Fertility Centre – Australian low-cost fertility business</li> <li>• Virtus Diagnostics – Australian diagnostics and genetics testing business</li> <li>• Virtus Specialist Day Hospitals – Australian day hospitals business</li> <li>• Virtus Europe – European fertility business</li> <li>• Virtus Singapore – Asian fertility business</li> </ul>
<p><b>Virtus Health Regions</b></p>	<p>Each of the following regions where Virtus Health operates:</p> <ul style="list-style-type: none"> <li>• New South Wales</li> <li>• Australian Capital Territory</li> <li>• Victoria</li> <li>• Tasmania</li> <li>• Queensland</li> <li>• Europe</li> <li>• Asia</li> </ul>