



Yellow Rock Resources Limited ABN 90 116 221 740
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December 4, 2012

To: ASX Compliance Pty Ltd
Level 8 Exchange Plaza,
2 The Esplanade,
Perth, WA, 6000

Attention: **Fiona Murphy – Adviser Listings (Perth)**

Subject: Corporate Governance Enquiry

Dear Fiona,

In response to your letter dated 28 November, 2012 please see the points below relating to the gender diversity policy for Yellow Rock Resources (Principle 3 of the Corporate Governance Principles). Also attached is our diversity policy for the company.

Recommendation 3.2

“Companies should publish their policy concerning diversity and disclose the policy or a summary of the policy and disclose annually their measurable objectives for achieving gender diversity, their progress toward achieving those objectives and the proportion of women in the whole organization in senior management positions and on the board”

Response

The company has a diversity policy, which ensures all employment within Yellow Rock Resources is irrespective of gender, race, disability, ethnic origin, age, sexuality, religion, nationality, marital status or social class. The company policy does not include requirements for the Board to establish measurable objectives for achieving gender diversity. Due to the company’s current size and stage of development, the Board does not think it is yet appropriate to include measurable objectives in relation to gender.

Recommendation 3.3

“Companies should disclose in each annual report the measurable objectives for achieving gender diversity set by the board in accordance with the diversity policy and progress towards achieving them”

Response

Given the Companies size and stage of development the Board does not think it is yet appropriate to include measurable objectives in relation to gender.

Recommendation 3.4

“Companies should disclose in each annual report the proportion of women employees in the whole organization, women in senior executive positions and women on the board”

Response

The Yellow Rock Resources has not yet had the opportunity to engage any employees other than the executive director and two non-executive directors. There are no women in senior executive positions or on the Board however, the board considers this is appropriate at this stage of the company’s development. No women have nominated for election to any position on the board of the company.

Kind regards,

A handwritten signature in black ink, appearing to read 'Simon Chesson', written over a circular stamp or watermark.

Simon Chesson
Company Secretary



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Diversity Policy

Yellow Rock Resources appreciates the value of diversity in a team. Diversity is not simply limited to gender and race but can be further reaching therefore the purpose of this policy is to provide diversity and equality to all in employment, irrespective of gender, race, ethnic origin, disability, age, nationality, national origin, sexuality, religion or belief, marital status, skills and social class. Yellow Rock Resources opposes all forms of unlawful and unfair discrimination.

All employees whether part time, full time or temporary, will be treated fairly and with equal consideration of their merits.

We will actively manage diversity, finding ways of utilizing the differences that exist, in order to improve our business. This requires that we actively seek to accommodate the needs of many different employees.

Selection for employment promotion training or any other benefit will be on the basis of aptitude and ability.

All employees will be helped and encouraged to develop their full potential and the talents and resources of the workforce will be fully utilized to maximize the efficiency of the organization.

The commitment to diversity and equality in the workplace is good management practice and makes sound business sense.

The underlying principle and objective is ensuring that all employees are treated with respect and dignity.

Procedure

It is the responsibility of all managers to create an environment where:

1. There is tolerance of difference. The company will ensure that all employees are treated fairly and with respect and dignity. Every employee is entitled to a working environment, which promotes dignity and respect to all.
2. The ability to contribute and access opportunities is based on merit. The company will adopt and actively encourage those practices and procedures that enable employees to contribute to the best of their ability.
3. Inappropriate attitudes or behaviors are confronted. The company will treat seriously any instance of inappropriate behavior and confront attitudes based on any form of discrimination.
4. Breaches of our diversity and equality policy will be regarded as misconduct and could lead to disciplinary proceedings.

Equal Opportunity in Employment

Specifically, the Company will provide equal opportunity in respect to employment and employment conditions, including:

1. **Hiring.** All recruitment and selection documentation procedures and practices will be non-discriminatory. Documentation, including person specifications, job advertisements, application forms, contracts, etc. will include no direct or inferred discrimination. Company procedures, including interviews, reference checking and testing will be undertaken in such a way so as to ensure the absence of discriminatory practice.
2. **Training.** All internal and external training opportunities will be based on merit in the light of company and individual needs.
3. **Career Advancement.** All decisions associated with career advancement including promotions, transfers and other assignments will meet organizational needs and be determined on merit.

Responsibility

Yellow Rock Resources believe and will encourage that every employee feels they are personally responsible for the elimination of discriminatory practices and for the creation of a diverse and tolerant workplace.

In particular, Managers and Coordinators of staff have responsibility for the maintenance and promotion of an equal opportunity workplace.

Disciplinary Action

Disciplinary action, which may include dismissal, will be taken against anyone found to be guilty of a breach of this policy.

Support

The company is committed to supporting employees and managers in the achievement of a diverse workplace. Managers are responsible for developing the encouraging a positive environment where all employees are treated with respect and dignity. Managers must take responsibility for reporting breaches of this policy, and should themselves act in accordance with its spirit.

Due to the broad nature of diversity the company does not believe that targets are appropriate for a company of this size.

The Executive team will monitor company performance and make any appropriate recommendations in regards to the achievement and maintenance of this policy.