

## CORPORATE GOVERNANCE STATEMENT

**LEO LITHIUM LIMITED**  
**ABN 70 638 065 068 (Company)**

This Corporate Governance Statement is current as at 26 February 2025 and has been approved by the Board of the Company on that date. It discloses the extent to which the Company follows the recommendations set by the ASX Corporate Governance Council (**Council**) in its publication Corporate Governance Principles and Recommendations – 4<sup>th</sup> Edition (**Recommendations**).

The Council recognises that different entities may legitimately adopt different governance practices, based on a range of factors, including their size, complexity, history and corporate culture. For that reason, the Recommendations are not mandatory and do not seek to prescribe the corporate governance practices that a listed entity must adopt.

Under the Recommendations, if the board of a listed entity considers that a Recommendation is not appropriate to its particular circumstances, it is entitled to not adopt it. If it does not adopt a Recommendation, it must explain why that Recommendation has not been adopted.

A reference in this Corporate Governance Statement to:

- the Company's website means [www.leolithium.com](http://www.leolithium.com); and
- the Annual Report is a reference to the Company's 2024 Annual Report available on the Company's website and at [www.asx.com.au](http://www.asx.com.au).

<b>Principle 1: Lay solid foundations for management and oversight</b>		
<b>Recommendation 1.1</b> A listed entity should have and disclose a board charter setting out: (a) the respective roles and responsibilities of its board and management; and (b) those matters expressly reserved to the board and those delegated to management.	YES	The Company has adopted a Board Charter that, amongst other things: (a) sets out the respective roles and responsibilities of the Board and management; and (b) includes a description of those matters expressly reserved to the Board and those delegated to management (primarily the Managing Director and senior executives). A copy of the Company's Board Charter is available on the Company's website.
<b>Recommendation 1.2</b> A listed entity should: (a) undertake appropriate checks before appointing a director or senior executive or putting someone forward for election as a Director; and	YES	The Company's Policy and Procedure for the Selection and (Re) Appointment of Directors addresses: (a) The checks that the Remuneration and Nomination Committee will undertake in determining candidates for the Board. Appropriate checks have been made for each Director or senior executive appointment.



<p>(b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a Director.</p>		<p>(b) The information that will be supplied to shareholders so that they can make an informed decision on whether or not to elect or re-elect a candidate as a Director.</p> <p>Further information is set out in the Company's Policy and Procedure for the Selection and (Re) Appointment of Directors which is available on the Company's website.</p>				
<p><b>Recommendation 1.3</b></p> <p>A listed entity should have a written agreement with each Director and senior executive setting out the terms of their appointment.</p>	YES	<p>The Company has a written agreement with each of its current directors and senior executives setting out the terms of their appointment.</p>				
<p><b>Recommendation 1.4</b></p> <p>The Company Secretary of a listed entity should be accountable directly to the Board, through the Chair, on all matters to do with the proper functioning of the Board.</p>	YES	<p>The Board Charter provides that the Company Secretary is accountable directly to the Board, through the Chair, on all matters to do with the proper functioning of the Board.</p>				
<p><b>Recommendation 1.5</b></p> <p>A listed entity should:</p> <p>(a) have and disclose a diversity policy;</p> <p>(b) through its board or a committee of the board set measurable objectives for achieving gender diversity in the composition of its board, senior executives and workforce generally; and</p> <p>(c) disclose in relation to each reporting period:</p> <p>(i) the measurable objectives set for that period to achieve gender diversity;</p> <p>(ii) the entity's progress towards achieving those objectives; and</p> <p>(iii) either:</p> <p>(A) the respective proportions of men and women on the Board, in senior executive positions and across the whole workforce (including how the entity has defined "senior executive" for these purposes); or</p> <p>(B) if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in the Workplace Gender Equality Act.</p>	NO	<p>(a) The Company has adopted a Diversity and Inclusion Policy which provides a framework for the Company to establish, achieve and measure diversity objectives, including in respect of gender diversity. The Diversity and Inclusion Policy is available on the Company's website.</p> <p>(b) During the reporting period the Company:</p> <ul style="list-style-type: none"><li>disposed of its main undertaking;</li><li>reduced the size of its Board;</li><li>substantially reduced its workforce; and</li><li>has undertaken a process of looking to acquire a new asset.</li></ul> <p>In this context, the Board considers that it is not practical to set measurable objectives for achieving gender diversity across the Board, senior executive and workforce levels until a new asset has been acquired and the Company's workforce is being re-established.</p> <p>(c) The proportion of women on the Board, in senior executive positions and across the whole workforce as at 31 December 2024 are set out in the following table.</p> <table><tr><th>Description</th><th>Number</th></tr><tr><td>Board</td><td>1 out of 4 (25%)</td></tr></table>	Description	Number	Board	1 out of 4 (25%)
Description	Number					
Board	1 out of 4 (25%)					



If the entity was in the S&P / ASX 300 Index at the commencement of the reporting period, the measurable objective for achieving gender diversity in the composition of its board should be to have not less than 30% of its directors of each gender within a specified period.		<table><tr><td>Senior executive positions</td><td>0 out of 3 (0%)</td></tr><tr><td>Workforce</td><td>2 out of 7 (29%)</td></tr></table> <p>“Senior executive” for these purposes means the Executive Chairman and his direct reports. The above table is based on permanent employees as at 31 December 2024.</p>	Senior executive positions	0 out of 3 (0%)	Workforce	2 out of 7 (29%)
Senior executive positions	0 out of 3 (0%)					
Workforce	2 out of 7 (29%)					
<b>Recommendation 1.6</b> A listed entity should: (a) have and disclose a process for periodically evaluating the performance of the Board, its committees and individual Directors; and (b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	NO	(a) Under the Board Charter the Chairman is responsible for arranging evaluation of the performance of the Board, individual Directors and Board Committees. The performance of the Board will be evaluated on an annual basis.  (b) Given the Board restructuring which occurred in December 2024 following disposal of the Company's main undertaking, a performance evaluation has not been undertaken in respect of the reporting period in question.				
<b>Recommendation 1.7</b> A listed entity should: (a) have and disclose a process for evaluating the performance of its senior executives at least once every reporting period; and (b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	YES	(a) The Remuneration and Nomination Committee Charter sets out the way the Company carries out the performance evaluation for Senior Executives.  (b) The Company has completed performance evaluations of senior executives in accordance with the applicable process in respect of the reporting period.				
<b>Principle 2: Structure the Board to be effective and add value</b>						
<b>Recommendation 2.1</b> The Board of a listed entity should: (a) have a nomination committee which: (i) has at least three members, a majority of whom are independent Directors; and (ii) is chaired by an independent Director, and disclose: (iii) the charter of the committee; (iv) the members of the committee; and	YES	(a) The Board has established a Remuneration and Nomination Committee which: (i) has at least three members, all of whom are independent; and (ii) is chaired by an independent Director. The Remuneration and Nomination Committee: (iii) has a Charter that is disclosed on the Company's website; and (iv) was comprised of Rod Baxter (Chair), Rick Crabb and Brendan Borg up to 4 December 2024 and from that date Brendan Borg (Chair), Alan Rule and Amber Banfield.				



<p>(v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(b) if it does not have a nomination committee, disclose that fact and the processes it employs to address Board succession issues and to ensure that the Board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.</p>		<p>The number of times the Committee met throughout the period and the individual attendances of the members at those meetings are disclosed in the Annual Report.</p> <p>(b) N/A</p>
<p><b>Recommendation 2.2</b></p> <p>A listed entity should have and disclose a Board skills matrix setting out the mix of skills that the Board currently has or is looking to achieve in its membership.</p>	YES	<p>The Company has adopted a Board skills matrix which sets out the mix of skills that the Board currently has or is looking to achieve in its membership. A copy of the Board skills matrix, and the Board's assessment of the combined skills and experience currently represented on the Board, are set out in Appendix A.</p>
<p><b>Recommendation 2.3</b></p> <p>A listed entity should disclose:</p> <p>(a) the names of the Directors considered by the Board to be independent Directors;</p> <p>(b) if a Director has an interest, position or relationship of the type described in Box 2.3 of the ASX Corporate Governance Principles and Recommendations (4th Edition), but the Board is of the opinion that it does not compromise the independence of the Director, the nature of the interest, position or relationship in question and an explanation of why the Board is of that opinion; and</p> <p>(c) the length of service of each Director</p>	YES	<p>(a) The Board considers that Rick Crabb and Rod Baxter were, and Brendan Borg, Amber Banfield and Alan Rule are, independent Directors.</p> <p>The Board Charter sets out guidelines of materiality for the purpose of determining independence of Directors based on the guidance set out in the Recommendations.</p> <p>The Board considers that each of Amber Banfield, Rod Baxter and Brendan Borg is free from any interest, position, association or relationship that might influence, or reasonably be perceived to influence, the independent exercise of the Director's judgement and that each of them is able to fulfil the role of independent Director for the purpose of the ASX Recommendations.</p> <p>(b) Mr Brendan Borg resigned as a Director of Firefinch Limited (<b>Firefinch</b>) prior to the listing of the Company on ASX in June 2022. Firefinch is a substantial holder of Leo Lithium and Mr Borg is a shareholder and former Director of Firefinch. The Board is of the opinion that having transitioned from Firefinch to the Company, Mr Borg retains his independent status and as stated above, is free from any interest, position, association or relationship that might influence, or reasonably be perceived to influence, the independent exercise of the Director's judgement.</p> <p>Mr Alan Rule was interim chief financial officer of the Company from 8 March 2022 to 8 September 2022. The Board is of the</p>



		<p>opinion that despite being a former interim executive of the Company, Mr Rule is free from any interest, position, association or relationship that might influence, or reasonably be perceived to influence, the independent exercise of the Director's judgement.</p> <p>(c) The length of service of each of the Directors is as follows:</p> <ul style="list-style-type: none"> <li>(i) Mr Hay - January 2022 to present</li> <li>(ii) Mr Borg - October 2021 to present</li> <li>(iii) Ms Banfield - April 2022 to present</li> <li>(iv) Mr Rule- January 2023 to present</li> <li>(v) Mr Crabb - November 2022 to 4 December 2024</li> <li>(vi) Mr Baxter - April 2022 to 4 December 2024</li> </ul>
<b>Recommendation 2.4</b> A majority of the Board of a listed entity should be independent Directors.	YES	The Board currently comprises a total of four Directors. Three of the four Directors are considered to be independent.
<b>Recommendation 2.5</b> The Chair of the Board of a listed entity should be an independent Director and, in particular, should not be the same person as the CEO of the entity.	NO	<p>The Chair of the Company up to 4 December 2024 was Mr Rick Crabb, who was an independent, non-executive Director of the Company that was not the CEO of the Company.</p> <p>Following the retirement of Mr Crabb and the reduction in size of the Board, Mr Simon Hay was appointed as Executive Chairman and CEO of the Company. Mr Hay was viewed as the best person to steer the Company through the next phase of its development, whilst also minimising the number of Directors on the Board and so reducing costs.</p>
<b>Recommendation 2.6</b> A listed entity should have a program for inducting new Directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as Directors effectively.	YES	The Remuneration and Nomination Committee is responsible for ensuring that an appropriate program is in place for inducting new directors and providing appropriate professional development opportunities for directors to maintain the skills and knowledge needed to perform their role effectively.
<b>Principle 3: Instil a culture of acting lawfully, ethically and responsibly</b>		
<b>Recommendation 3.1</b> A listed entity should articulate and disclose its values.	YES	<p>The four key values of the Company are:</p> <p>(a) Respect - we will always show respect to others including the communities in which we work.</p>



		<p>(b) Unity – we deliver on our commitments through teamwork and collaboration.</p> <p>(c) Honesty – we say what needs to be said and do the right thing every time.</p> <p>(d) Excellence – We set and strive to achieve stretch targets for our stakeholders</p>
<p><b>Recommendation 3.2</b></p> <p>A listed entity should:</p> <p>(a) have and disclose a code of conduct for its Directors, senior executives and employees; and</p> <p>(b) ensure that the Board or a committee of the Board is informed of any material breaches of that code.</p>	YES	<p>(a) The Company has a Code of Conduct which is available on the Company's website. The Code of Conduct applies to the Company's Directors, senior executive, employees and contractors.</p> <p>(b) Any material breaches of the Code of Conduct are reported to the Board.</p>
<p><b>Recommendation 3.3</b></p> <p>A listed entity should:</p> <p>(a) have and disclose a whistleblower policy; and</p> <p>(b) ensure that the Board or a committee of the Board is informed of any material incidents reported under that policy.</p>	YES	The Company has a Whistleblower Protection Policy which is available on the Company's website. Any material breaches of the policy are to be reported to the Board.
<p><b>Recommendation 3.4</b></p> <p>A listed entity should:</p> <p>(a) have and disclose an anti-bribery and corruption policy; and</p> <p>(b) ensure that the Board or committee of the Board is informed of any material breaches of that policy.</p>	YES	The Company has an Anti-Bribery and Corruption Policy which is available on the Company's website. Any material breaches of the Anti-Bribery and Corruption Policy are to be reported to the Board.
<b>Principle 4: Safeguard the integrity of corporate reports</b>		
<p><b>Recommendation 4.1</b></p> <p>The Board of a listed entity should:</p> <p>(a) have an audit committee which:</p> <p>(i) has at least three members, all of whom are non-executive Directors and a majority of whom are independent Directors; and</p> <p>(ii) is chaired by an independent Director, who is not the Chair of the Board,</p> <p>and disclose:</p>	YES	<p>(a) The Board has established an Audit and Risk Committee which:</p> <p>(i) has at least three members, all of whom are independent, non-executive Directors; and</p> <p>(ii) is chaired by an independent Director who is not the Chair of the Board.</p> <p>The Audit and Risk Committee:</p> <p>(iii) has a Charter that is disclosed on the Company's website; and</p> <p>(iv) was comprised of Alan Rule (Chair), Amber Banfield and Rod Baxter up to 4 December 2024 and from that date Alan Rule</p>



<p>(iii) the charter of the committee;</p> <p>(iv) the relevant qualifications and experience of the members of the committee; and</p> <p>(v) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.</p>		<p>(Chair), Amber Banfield and Brendan Borg. The relevant qualifications and experience of the members of the Committee is set out in the Annual Report.</p> <p>The number of times the Committee met throughout the period and the individual attendances of the members at those meetings are disclosed in the Annual Report.</p> <p>(b) N/A</p>
<p><b>Recommendation 4.2</b></p> <p>The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.</p>	YES	<p>The Company's Audit and Risk Committee Charter requires the Committee to ensure that the declaration referred to in Recommendation 4.2 of the Recommendations is given before the Board approves the Company's Financial Statements for each half-year and full year.</p> <p>The Company has obtained a sign off on this basis for its financial statements.</p> <p>h</p>
<p><b>Recommendation 4.3</b></p> <p>A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.</p>	YES	<p>The Company confirms that any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor is reviewed prior to its release by the Managing Director and his direct reports, as well as relevant members of their teams. This may also include legal or technical review of relevant statements and disclosures as required.</p>
<p><b>Principle 5: Make timely and balanced disclosure</b></p>		
<p><b>Recommendation 5.1</b></p> <p>A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.</p>	YES	<p>The Company has a Disclosure Policy which is available on the Company's website.</p>
<p><b>Recommendation 5.2</b></p> <p>A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.</p>	YES	<p>Under the Company's Disclosure Policy, all members of the Board receive material market announcements promptly after they have been made to ensure the Board has timely visibility over the information being disclosed to the market.</p>



<b>Recommendation 5.3</b> A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation.	YES	The Company lodges all applicable presentation materials on the ASX Market Announcements platform prior to the presentation commencing and presentation materials are placed on the Company's website.
<b>Principle 6: Respect the rights of security holders</b>		
<b>Recommendation 6.1</b> A listed entity should provide information about itself and its governance to investors via its website.	YES	Information about the Company and its governance is available on the Company's website located at <a href="https://leolithium.com/corporate/corporate-governance">https://leolithium.com/corporate/corporate-governance</a>
<b>Recommendation 6.2</b> A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	YES	The Company has adopted a Shareholder Communication and Investor Relations Policy which outlines how Leo Lithium will provide shareholders and other investors with information about itself and its governance, and to outline the Company's investor relations program. The policy also outlines a range of ways in which information is communicated to shareholders and other stakeholders.  A copy of the Shareholder Communication and Investor Relations Policy is available on the Company's website.
<b>Recommendation 6.3</b> A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	YES	The Company encourages full participation of Shareholders at its annual general meeting ( <b>AGM</b> ) each year. Shareholders are encouraged to lodge proxies electronically. Shareholders are given full opportunity to ask questions at the AGM, and to lodge questions electronically in advance of the AGM.  The Company's external Auditor attends the AGM and is available to answer Shareholder questions about the conduct of the audit, and the preparation and content of the Auditor's report. The External Auditor will also be allowed a reasonable opportunity to answer written questions submitted by Shareholders to the auditor in accordance with the Corporations Act.
<b>Recommendation 6.4</b> A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands.	YES	All resolutions at security holder meetings are decided by a poll rather than a show of hands.
<b>Recommendation 6.5</b> A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	YES	The Shareholder Communication and Investor Relations Policy gives shareholders the option to receive communications from, and send communications to, the Company and its share registry electronically.



		Shareholders and other investors are also able to register on the Company's website to receive information updates about the Company.
<b>Principle 7: Recognise and manage risk</b>		
<b>Recommendation 7.1</b> The Board of a listed entity should: <ul style="list-style-type: none"> <li>(a) have a committee or committees to oversee risk, each of which: <ul style="list-style-type: none"> <li>(i) has at least three members, a majority of whom are independent Directors; and</li> <li>(ii) is chaired by an independent Director, and disclose: <ul style="list-style-type: none"> <li>(iii) the charter of the committee;</li> <li>(iv) the members of the committee; and</li> <li>(v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</li> </ul> </li> </ul> </li> <li>(b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the process it employs for overseeing the entity's risk management framework.</li> </ul>	YES	<ul style="list-style-type: none"> <li>(a) The Board has established an Audit and Risk Committee which: <ul style="list-style-type: none"> <li>(i) has at least three members, all of whom are independent, non-executive Directors; and</li> <li>(ii) is chaired by an independent Director.</li> </ul> The Audit and Risk Committee: <ul style="list-style-type: none"> <li>(iii) has a Charter that is disclosed on the Company's website; and</li> <li>(iv) was comprised of Alan Rule (Chair), Amber Banfield and Rod Baxter up to 4 December 2024 and from that date Alan Rule (Chair), Amber Banfield and Brendan Borg.</li> </ul> The number of times the Committee met throughout the period and the individual attendances of the members at those meetings are disclosed in the Annual Report.</li> <li>(b) N/A</li> </ul>
<b>Recommendation 7.2</b> The Board or a committee of the Board should: <ul style="list-style-type: none"> <li>(a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound and that the entity is operating with due regard to the risk appetite set by the Board; and</li> <li>(b) disclose in relation to each reporting period, whether such a review has taken place.</li> </ul>	YES	<ul style="list-style-type: none"> <li>(a) The Audit and Risk Committee Charter requires the Audit and Risk Committee to review the Company's risk management framework at least annually to satisfy itself that it continues to be sound and that the Company is operating with due regard to the risk appetite set by the Board.</li> <li>(b) Following the disposal of the Company's main undertaking the Audit &amp; Risk Committee reviewed and updated the Company's Risk Management Policy, Risk Management Standard and Risk Register. The Audit &amp; Risk Committee has satisfied itself that the Company's risk management framework continues to be sound and that the Company is operating with due regard to the risk appetite set by the Board.</li> </ul>



<p><b>Recommendation 7.3</b></p> <p>A listed entity should disclose:</p> <p>(a) if it has an internal audit function, how the function is structured and what role it performs; or</p> <p>(b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its governance, risk management and internal control processes.</p>	YES	<p>(a) The Company did not have an internal audit function during the reporting period. The Board regularly reviews its policies and procedures to ensure the Company has effective governance, risk management and internal control processes in place.</p>
<p><b>Recommendation 7.4</b></p> <p>A listed entity should disclose whether it has any material exposure to environmental or social risks and, if it does, how it manages or intends to manage those risks.</p>	YES	<p>The Company disposed of its main undertaking during the reporting period and had not acquired any new assets by the end of the reporting period.</p> <p>On this basis the Company believes that, as at the date of this Statement, it does not have any material exposure to environmental or social risks. The key risks of the Company as at the end of the reporting period are summarised in the Annual Report.</p> <p>Should the Company acquire a new asset it will review its risk register to identify the appropriate risks for the new business, including any material exposure to environmental and social risks.</p>
<p><b>Principle 8: Remunerate fairly and responsibly</b></p>		
<p><b>Recommendation 8.1</b></p> <p>The Board of a listed entity should:</p> <p>(a) have a remuneration committee which:</p> <p>(i) has at least three members, a majority of whom are independent Directors; and</p> <p>(ii) is chaired by an independent Director, and disclose:</p> <p>(iii) the charter of the committee;</p> <p>(iv) the members of the committee; and</p> <p>(v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of</p>	YES	<p>(c) The Board has established a Remuneration and Nomination Committee which:</p> <p>(v) has at least three members, all of whom are independent Directors; and</p> <p>(vi) is chaired by an independent Director.</p> <p>The Remuneration and Nomination Committee:</p> <p>(vii) has a Charter that is disclosed on the Company's website; and</p> <p>(viii) was comprised of Rod Baxter (Chair), Brendan Borg and Rick Crabb up to 4 December 2024 and from that date Brendan Borg (Chair), Amber Banfield and Alan Rule.</p> <p>The number of times the Committee met throughout the period and the individual attendances of the members at those meetings are disclosed in the Annual Report.</p> <p>(a) N/A</p>



remuneration for Directors and senior executives and ensuring that such remuneration is appropriate and not excessive.		
<b>Recommendation 8.2</b> A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive Directors and the remuneration of executive Directors and other senior executives.	YES	The Company's policies and practices regarding the remuneration of directors and senior executives are disclosed in the remuneration report contained in the Annual Report.
<b>Recommendation 8.3</b> A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	YES	(a) The Company's Securities Trading Policy provides that participants are prohibited from entering into transactions or arrangements which limit the economic risk of participating in unvested entitlements under any equity-based remuneration schemes. (b) A copy of the Securities Trading Policy is available on the Company's website.



## APPENDIX A – BOARD SKILLS MATRIX

Skill	Description	Result
<b>Leadership</b>	Senior executive level/CEO level in a listed company.	Excellence
<b>Strategy</b>	Corporate planning, including identifying and analysing strategic opportunities, developing, implementing and delivering strategic objectives and monitoring performance against strategic objectives.	Excellence
<b>Financial Acumen</b>	Accounting or related financial management, understanding of financial statements and reporting. Audit and Risk Committee membership.	Relevant Experience
<b>Sustainability</b>	Manage the impact of operations on the environment and community, and expertise in community and stakeholder relations, public reporting. CSR/ESG Committee membership	Relevant Experience
<b>Risk Management</b>	Identification, monitoring and management of material financial and non-financial risks and understanding, implementation and oversight of risk management frameworks and controls. Audit and Risk Committee membership.	Relevant Experience
<b>People</b>	Management of creating and sustaining an optimal organisational culture, employee engagement, retention and reward strategies. Remuneration Committee membership.	Relevant Experience
<b>Mining and Technical</b>	Senior mining executive experience in discovery, acquisition, development, operations, marketing, project development, capital projects and infrastructure.	Excellence
<b>Corporate Governance</b>	Corporate governance and experience as a director or senior executive in a listed company. Management and oversight of compliance with legal and regulatory requirements.	Relevant Experience
<b>Capital Markets and Investor Relations</b>	Shareholder and investor relationships, national and international markets, capital raising and debt financing.	Excellence
<b>International Operations</b>	International operations, particularly Africa. Jurisdictions across different political, cultural, regulatory and business environments.	Excellence
<b>Major Transactions</b>	Mergers, acquisitions and de-mergers.	Excellence