

Corporate Governance Statement

This statement outlines the Corporate Governance practices adopted by the Board of Directors for the financial year ending 30 September 2025, and is current as at 16 December 2025.

The Board of Aspermont Limited (**Aspermont** or the **Company**) is committed to conducting the Company's business in accordance with a high standard of corporate governance commensurate with its size, operations and the industry within which it participates. The Board has established a corporate governance framework, including corporate governance policies, procedures and charters to support this commitment. It is the Company's policy to regularly review and update its corporate governance practices to ensure they remain appropriate to the Company's circumstances.

The Directors of Aspermont are responsible for corporate governance of the Company and support the principles of the ASX Corporate Governance Council's Principles and Recommendations 4th edition.

In addition to the information contained in this statement, the Company's website www.aspermont.com has a dedicated corporate governance section which includes copies of key corporate governance policies adopted by the Company.

The extent to which the Company has complied with the ASX Recommendations during the year ended 30 September 2025, and the main corporate governance practices in place, are set out below.



This statement has been approved by the Board.

PRINCIPLES AND RECOMMENDATIONS		COMPLY	DISCLOSURE
Principle 1: Lay solid foundations for management and oversight <i>A listed entity should clearly delineate the respective roles and responsibilities of its board and management and regularly review their performance.</i>			
1.1	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	✓	The Company has a Board Charter which sets out the roles and responsibilities of management as well as those matters reserved to the board and those delegated to management. The Board Charter is disclosed on the Company's website.
1.2	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 (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.	✓	The Company's has a Nomination Committee Charter which is available on the Corporate Governance page of the Company's website. The Nomination Committee is the entire board. The Nomination Committee is responsible for reviewing and considering the structure and balance of the Board and making recommendations regarding appointments, retirements and terms of office of Directors. All material information relevant to whether or not to elect or re-elect a Director is provided to the Company's shareholders as part of the Notice of Meeting and Explanatory Statement for the relevant meeting of shareholders which addresses the election or re-election of a Director. Details of the Directors in office, including their qualifications, experience, date of appointment and their status as Non-Executive, independent or Executive Director are set out in the Directors' Report in the Company's Annual Report.
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	✓	Non-executive directors are required to sign a letter of appointment which sets out the key terms and conditions of their appointment, including roles and responsibilities, time commitments and remuneration. Executive directors and other senior executives enter into an employment agreement which governs the terms of their appointment.
1.4	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.	✓	The Company Secretary is accountable directly to the Board, through the Chair, on all matters to do with the proper functioning of the Board as outlined in the Company's Board Charter.

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1.5	<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>(1) the measurable objectives set for that period to achieve gender diversity;</p> <p>(2) the entity’s progress towards achieving those objectives; and</p> <p>(3) 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 and published under that Act.</p>	<div><div></div></div>	<p>The Company’s Diversity Policy provides a framework for maintaining and improving workplace diversity with a particular focus on achieving gender diversity.</p> <p>Due to the size of the Company, the Board does not consider it appropriate at this time, to formally set measurable objectives for gender diversity. The Board continues to monitor diversity and is satisfied with the current level of gender diversity within the Company given the current activities of the Company.</p> <p>As at 30 September 2025, the proportion of women employees in the whole organisation, women in senior executive positions and women on the Board are set out below:</p> <table><tr><td></td><td>% Women</td></tr><tr><td>Organisation as a whole</td><td>43%</td></tr><tr><td>Senior executives</td><td>38%</td></tr><tr><td>Board</td><td>0%</td></tr></table> <p>For this purpose, “Senior Executive” is defined as a member of the Management Team as outlined on the Company’s website.</p> <p>The Diversity Policy is available on the Corporate Governance page of the Company’s website.</p>		% Women	Organisation as a whole	43%	Senior executives	38%	Board	0%
	% Women										
Organisation as a whole	43%										
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1.6	<p>A listed entity should:</p> <p>(a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and</p> <p>(b) disclose, in relation to each reporting period, whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.</p>	<div><div></div></div>	<p>The Company has adopted performance evaluation practices.</p> <p>The Board is responsible for the performance evaluation of the Board, its committees (if any) and its individual Directors on an annual basis. The review will include:</p> <p>(a) comparing the performance of the Board with the requirements of its Charter;</p> <p>(b) examination of the Board’s interaction with management;</p> <p>(c) the nature of information provided to the Board by management; and</p> <p>(d) management’s performance in assisting the Board to meet its objectives.</p> <p>As the Company has no Nomination Committee, this function was performed by the Board as a whole. There was not a formal performance evaluation undertaken during the 2025 financial year. The Board also reviews the performance of the Company and Board on a regular basis.</p> <p>The Board Charter and Nomination Committee Charter are available on the Corporate Governance page of the Company’s website.</p>								
1.7	<p>A listed entity should:</p> <p>(a) have and disclose a process for evaluating the performance of its senior executives at least once every reporting period; and</p> <p>(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.</p>	<div><div></div></div>	<p>The Company has adopted performance evaluation practices for evaluating senior executives.</p> <p>All senior executives are subject to annual performance evaluations. Performance reviews were undertaken during the 2025 year.</p> <p>The Board, which has taken on the role of the Remuneration Committee, is responsible for the performance evaluation of the senior executives.</p> <p>The Remuneration Committee Charter is available on the</p>								

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			Corporate Governance page of the Company’s website.												
Principle 2: Structure the board to be effective and add value															
<i>The board of a listed entity should be of an appropriate size and collectively have the skills, commitment and knowledge of the entity and the industry in which it operates, to enable it to discharge its duties effectively and to add value.</i>															
2.1	The board of a listed entity should: (a) have a nomination committee which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director; and disclose: (3) the charter of the committee. (4) the members of the committee; and (5) 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 (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>The Board has not established a separate Nomination Committee. Given the current size and composition of the Board, the Board believes that there would be no efficiencies gained by establishing a separate Nomination Committee. Accordingly, the Board performs the role of the Nomination Committee. Although the Board has not established a separate Nomination Committee, it has adopted a Nomination Committee Charter, which describes the role, composition, functions and responsibilities of the full Board in its capacity as the Nomination Committee.</p> <p>The Nomination Committee Charter is available on the Corporate Governance page of the Company’s website.</p>												
2.2	A listed entity should have and disclose a board skills matrix setting out the mix of skills and diversity that the board is currently has or is looking to achieve in its membership.		<p>The Board Charter provides that the Board will regularly review the appropriate mix of skills and expertise to facilitate successful strategic direction.</p> <p>In appointing new members to the Board, consideration is given to competencies of the appointee to ensure the appropriate mix of skills and experience and to contribute to the strategic direction of the Company.</p> <p>The Company provides details of each Director, such as their skills, experience and expertise relevant to their position in the Directors’ Report in the Annual Report and also provides these details on its website.</p> <p>The table below details the areas of competence and skills of the Board of Directors. The current collective experience, skills and attributes of the Board will be reviewed in conjunction with material changes to the Company’s operating requirements and strategy.</p> <table><tr><th colspan="2">Areas of competence and skills of the Board of Directors</th></tr><tr><td>Business & Finance</td><td>Accounting, Audit, Business Strategy, Corporate Financing, Financial Literacy, Mergers & Acquisitions, Agreements/Fiscal Terms, and Risk Management</td></tr><tr><td>Industry Specific</td><td>Marketing and Advertising, Implementation of New Technologies, Media and Publications, Digital Marketing and Communications, Events.</td></tr><tr><td>Leadership</td><td>Business Leadership, Public Listed Company Experience, Executive Management.</td></tr><tr><td>Sustainability & Stakeholder Relations</td><td>Community Relations, Corporate Governance, Environmental Issues, Government Affairs, Health & Safety, Human Resources, Industrial Relations and Remuneration</td></tr><tr><td>Global</td><td>Operational experience in other</td></tr></table>	Areas of competence and skills of the Board of Directors		Business & Finance	Accounting, Audit, Business Strategy, Corporate Financing, Financial Literacy, Mergers & Acquisitions, Agreements/Fiscal Terms, and Risk Management	Industry Specific	Marketing and Advertising, Implementation of New Technologies, Media and Publications, Digital Marketing and Communications, Events.	Leadership	Business Leadership, Public Listed Company Experience, Executive Management.	Sustainability & Stakeholder Relations	Community Relations, Corporate Governance, Environmental Issues, Government Affairs, Health & Safety, Human Resources, Industrial Relations and Remuneration	Global	Operational experience in other
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			<div>geographical locations other than Australia</div> <p>The Board is of the view that current Board possesses an appropriate mix of skills, experience and knowledge to enable the Board to discharge its responsibilities and deliver on corporate objectives and governance.</p>
2.3	<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, affiliation or relationship of the type described in Box 2.3 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>	✓	<p>The independent directors of the Company during the Reporting Period were Geoffrey Donohue and Graeme McCracken.</p> <p>The above directors are independent as they are non-executive directors who are not a member of management and who are free of any business or other relationship that could materially interfere with, or could reasonably be perceived to materially interfere with, the independent exercise of their judgment.</p> <p>The dates of appointment of each director are contained in the Directors' Report in the Annual Report.</p>
2.4	A majority of the board of a listed entity should be independent directors.	✗	<p>The Board has an equal number of independent directors.</p> <p>The Board was comprised of four directors, two of whom are or are deemed to be independent. The non-independent directors were Alex Kent (Managing Director), and Ajit Patel (Executive Director & Chief Operating Officer).</p>
2.5	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.	✓	As at the effective date of this Corporate Governance Statement the Chair is an Independent Director.
2.6	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	✓	The Company has a policy and procedure which provides for the induction and professional development for the Board.
Principle 3: Instil a culture of acting lawfully, ethically and responsibly <i>A listed entity should instil and continually reinforce a culture across the organisation of acting lawfully, ethically and responsibly.</i>			
3.1	A listed entity should articulate and disclose its values.	✓	The Company's values are articulated and disclosed in Corporate Code of Conduct available on the Corporate Governance page of the Company's website.
3.2	<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>	✓	The Company has established a Code of Conduct for its directors, senior executives and employees, The Company's Code of Conduct is available on the Corporate Governance page of the Company's website.
3.3	<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>	✓	The Company has adopted a Whistleblower Policy to encourage the reporting of violations (or suspected violations) of the Company's Code of Conduct and to provide effective protection from victimization or dismissal to those reporting by implementing systems for confidentiality and report handling. This policy is available on the Corporate Governance page of the Company's website.
3.4	<p>A listed entity should:</p> <p>(a) have and disclose an anti-bribery and corruption</p>	✓	The Company has established an Anti-Bribery and Anti-Corruption Policy, this policy is available on the Corporate

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	policy; and (b) ensure that the board or a committee of the board is informed of any material breaches of that policy.		Governance page of the Company's website.
Principle 4: Safeguard the integrity of corporate reports <i>A listed entity should have appropriate processes to verify the integrity of its corporate reports.</i>			
4.1	<p>The board of a listed entity should:</p> <p>(a) have an audit committee which:</p> <ol style="list-style-type: none"> (1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and (2) is chaired by an independent director, who is not the chair of the board, <p>and disclose:</p> <ol style="list-style-type: none"> (3) the charter of the committee; (4) the relevant qualifications and experience of the members of the committee; and (5) 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>(b) if it does not have an audit committee, disclose that fact and the processes it employs that 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>The Board decided that given the current size and composition of the Board, that there would be no efficiencies gained by establishing a separate Audit Committee. Accordingly, the Board performs the role of the Audit Committee. Although the Board has not established a separate Audit Committee, it has continued following the Audit and Risk Committee Charter, which describes the role, composition, functions and responsibilities of the full Board in its capacity as the Audit Committee.</p> <p>The Audit and Risk Committee Charter, which describes the Audit Committee's role, composition, functions and responsibilities, is available on the Corporate Governance page of the Company's website.</p>
4.2	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.	✓	The CEO and CFO provided a declaration to the Board prior to the sign-off of the full-year financial statements and the half-year financial statements.
4.3	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.	✓	The Company's Audit and Risk Committee Charter outlines the process taken to verify the integrity and accuracy of any non-audited periodic information released to market. This Audit and Risk Committee Charter is available on the Corporate Governance page of the Company's website.
Principle 5: Make timely and balanced disclosure <i>A listed entity should make timely and balanced disclosure of all matters concerning it that a reasonable person would expect to have a material effect on the price or value of its securities.</i>			
5.1	A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.	✓	<p>The Company has established written policies and procedures for complying with its continuous disclosure obligations under the ASX Listing Rules.</p> <p>The Company's Continuous Disclosure Policy is available on the Corporate Governance page of the Company's website.</p>
5.2	A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	✓	<p>Per the Company's Continuous Disclosure Policy, all members of the board are provided with copies of all material market announcements promptly after they have been made.</p> <p>The Company's Continuous Disclosure Policy is available on the</p>

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			Corporate Governance page of the Company's website.
5.3	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.	✓	<p>Per the Company's Continuous Disclosure Policy, any new and substantive investor or analyst presentation will be released on the ASX Market Announcements Platform ahead of the presentation.</p> <p>The Company's Continuous Disclosure Policy is available on the Corporate Governance page of the Company's website.</p>
Principle 6: Respect the rights of security holders <p><i>A listed entity should provide its security holders with appropriate information and facilities to allow them to exercise their rights as security holders effectively.</i></p>			
6.1	A listed entity should provide information about itself and its governance to investors via its website.	✓	The Company's website provides information about the Company and its governance for investors.
6.2	A listed entity should have an investor relations program that facilitates effective two-way communication with investors	✓	The Company has designed and implemented an investor relations program to facilitate effective two-way communication with investors. The program is set out in the Company's Shareholder Communications Policy.
6.3	A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	✓	<p>The Company has in place a Shareholder Communications Policy which outlines the policies and processes that it has in place to facilitate and encourage participation at meetings of shareholders.</p> <p>Communication to shareholders is facilitated by the production of the annual report, quarterly reports, public announcements, and ASX releases immediately after their disclosure to the ASX which are all made available on the Company's website. In addition, all shareholders are encouraged to attend the Annual General Meeting and use the opportunity to ask questions during the meeting and after the Managing Director's presentation. The external auditor also attends the shareholders meeting and is available to answer shareholder questions about the conduct of the audit and the preparation and content of the auditor's report.</p>
6.4	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.	✓	<p>Per the Company's Shareholder Communications Policy, all substantive resolutions at shareholder meetings will be decided by a poll rather than a show of hands.</p> <p>The Company's Shareholder Communications Policy is available on the Corporate Governance page of the Company's website.</p>
6.5	A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	✓	Shareholders are given the option to receive communications from, and send communications to, the Company and its share registry electronically using an online service provided by the Company's share registry. When a new shareholder appears on the Company's share register, the Company's share registry sends the new shareholder an introductory letter encouraging them to provide their shareholder information online, including their preferences in the way the shareholder would like to receive communications from the Company.
Principle 7: Recognise and manage risk <p><i>A listed entity should establish a sound risk management framework and periodically review the effectiveness of that framework.</i></p>			
7.1	<p>The board of a listed entity should:</p> <p>(a) have a committee or committees to oversee risk, each of which:</p>	✓	The Company has a Risk Committee Charter which is available on the Corporate Governance page of the Company's website.

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	<p>(1) has at least three members, a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director; and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the members of the committee; and</p> <p>(5) 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 risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.</p>		<p>The Board determines the Company's "risk profile" and is responsible for ensuring there are adequate policies in relation to risk management, compliance and internal control systems. The Board has responsibility for implementing the risk management system.</p> <p>The role and functions of the Risk Committee are undertaken by the full Board. Given the current size and composition of the Board, the Board believes that there would be no efficiencies gained by establishing a separate Risk Committee. Accordingly, the Board performs the role of Risk Committee.</p>
7.2	<p>The board or a committee of the board should:</p> <p>(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</p> <p>(b) disclose, in relation to each reporting period, whether such a review has taken place.</p>	☑	<p>The Company's risk management policy is available on the Corporate Governance page of the Company's website.</p> <p>The Board will review assessments of the effectiveness of risk management and internal compliance and control on an annual basis. The Board meets on a regular basis to discuss the operating activities of the Company. As part of this, all risks are considered including but not limited to strategic, operational, legal, reputation, technology and financial risks. This is an on-going process rather than a formal annual review.</p> <p>The Board will review the Risk Register on a quarterly basis.</p> <p>The Board reviewed the Risk Management Framework, including the policies, procedures and the Company's Risk Register in September 2025.</p>
7.3	<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>	☑	<p>Due to the size of the Company, the Board does not consider it necessary at this time, to formally implement an internal audit function, however the Audit Committee regularly assesses the need for an internal audit function. The Board continually monitors the risk management and internal control processes adopted by the Company to ensure they are appropriate to the operations of the Company. The Company's Risk Register is updated throughout the year and formally reviewed each quarter.</p> <p>The Board is satisfied with the current level of risk, risk management and control monitoring processes currently in place for the Company.</p>
7.4	<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>	☑	<p>The Company's Business Risk Register identifies the material risks for the Company. These risks include cyber risk or the risk of suffering attacks by third parties on the IT systems, failure to raise future capital, workplace fatalities or disabling injuries, technical failure with loss of key data, inability to recruit and retain quality staff, adverse changes to Government Policies/Legislation, inaccurate financial reporting, copyright, content and legal risk, Failure of Corporate Governance Risk, Joint Venture impacts on reputation and Exogenous shocks – commercial risk</p> <p>The Risk Register records all current controls in place to minimise the risks, and identifies the overall control effectiveness.</p>

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Principle 8: Remunerate fairly and responsibly <i>A listed entity should pay director remuneration sufficient to attract and retain high quality directors and design its executive remuneration to attract, retain and motivate high quality senior executives and to align their interests with the creation of value for security holders and with the entity's values and risk appetite.</i>			
8.1	<p>The board of a listed entity should:</p> <p>(a) have a remuneration committee, which:</p> <ol style="list-style-type: none"> (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) 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>(b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.</p>	<input checked="" type="checkbox"/>	<p>Given the current size and composition of the Board, the Board decided there were inefficiencies in running a separate Remuneration Committee. Accordingly, the Board performs the role of the Remuneration Committee. Although the Board does not now have a separate Remuneration Committee, it still maintains an adopted Remuneration Committee Charter, which describes the role, composition, functions and responsibilities of the full Board in its capacity as the Remuneration Committee.</p> <p>Details of FY25 director attendance at Remuneration Committee meetings during the Reporting Period are set out in the Directors' Report in the Company's Annual Report.</p> <p>The Remuneration Committee Charter, which describes the Remuneration Committee's role, composition, functions and responsibilities, is available on the Corporate Governance page of the Company's website.</p>
8.2	<p>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.</p>	<input checked="" type="checkbox"/>	<p>Remuneration of the Company's Non-Executive Directors, Executive Directors and senior executives, including policies and practices, are set out in the Company's Remuneration Report (which forms part of the Directors' Report) in the Company's Annual Report.</p>
8.3	<p>A listed entity which has an equity-based remuneration scheme should:</p> <p>(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</p> <p>(b) disclose that policy or a summary of it.</p>	<input checked="" type="checkbox"/>	<p>The Company has an Incentive Performance Rights Plan which is available to directors and employees. The Plan was approved by shareholders at the 2018 Annual General Meeting and re approved at the 2021 Annual General Meeting.</p>