

# SIV Capital Limited

## Corporate Governance Statement – 2025

### Corporate Governance Principles and Recommendations (4<sup>th</sup> edition)

This Statement for the year ended 30 June 2025 should be read in conjunction with Appendix 4G lodged with ASX on 27 August 2025 with such document also being available on the Company's website. [www.sivcapital.com.au](http://www.sivcapital.com.au)

#### The Company's operations during the year

The Directors continued with their corporate responsibilities with the support provided by part time personnel in the areas of contract management, accounting and administration and company secretarial duties. In addition, the Directors continue to evaluate prospective corporate activities.

#### Adherence to the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations 4<sup>th</sup> edition ("Recommendations") during the year ended 30 June 2025

During the period under review, the Board continued to remain mindful of its obligations to comply with the Recommendations, but full compliance was impractical due principally to the nature of its significantly scaled down operations.

The Company released its full suite of Governance Charters on 1 July 2020 to recognise the requirements of the Recommendations (all of which are available on the Company's website). Their general observance remained pivotal in the governance practices adopted by the Company.

To reflect the extent of compliance possible with the Recommendations, the Company has lodged with ASX Appendix 4G "Key to Disclosures – Corporate Governance Council Principles and Recommendations" (also included on the Company's website) in which the extent to which its compliance with specific Recommendations was impractical for the reasons referred to in this Statement.

Principle	
1.5 (b) and (c)	In relation to gender and diversity objectives, and reporting thereon, the Board can only affirm its commitment to diversity as is outlined in its Corporate Governance Charter.
1.6	In relation to the process for periodically evaluating the performance of the Board, it can only affirm its ongoing commitment in this regard as is outlined in its Corporate Governance Charter.
1.7	The Company no longer employs full time senior executives.
2.1	The Company, with the Board comprising only three members, the functions of all Board committees (other than the Audit & Risk Management Committee) as determined in their respective Charters, are handled by the full Board.
2.2	The Board's skills matrix is contained in the biographical notes in the directors' report.
2.4	Allan English is not an independent director due to the level of his current shareholding.
4.2	Having regard to the nature of the Company's current operations, and with there being no person appointed as a CEO, the non-executive Chair of the Board assumes those functions of CEO and the Consultant assumes the role of CFO for statutory financial accounting reporting purposes and for both roles, with the support of the Company Secretary.
4.3	Periodic corporate reports excluding half year and full year reports once prepared by the Consultant and reviewed by the Company Secretary (after their prescribed undertaking has been provided as required and referenced in the Appendix 4C) are then reviewed and approved by the Board.
7.3	The Company does not have an internal audit function due to the nature and scale of its current operations, but separation of duties with transaction accounting is carried out by the Consultant under a formal delegation of authority arrangement dealing in operational matters.
7.4	The Company has determined that it does not have a material exposure to environmental or social risks.
8.1 and 8.2	The functions of the Remuneration Committee are assumed by the full Board, and in doing so have regard to that Committee's charter especially in respect of setting the level of remuneration for the part time Consultant and Company Secretary.