

SCX.ai Holdings Limited (ACN 688 872 095)

(Company)

Corporate Governance Statement

This document discloses the extent to which the Company will follow, as at the date it is admitted to the official list of the Australian Securities Exchange (**ASX**), the recommendations set by the ASX Corporate Governance Council in the fourth edition published on 27 February 2019 of its Corporate Governance Principles and Recommendations (**ASX Recommendations**). The ASX Recommendations are not mandatory, however the ASX Recommendations that will not be followed have been identified and reasons provided for not following them along with what (if any) alternative governance practices the Company intends to adopt instead of the relevant ASX Recommendation.

All corporate governance policies have been approved by the Board of the Company and adopted as at 19 June 2026. The Company's corporate governance policies together with a copy of this Corporate Governance Statement will be available on the Company's website (**Website**).

All references to "the Board" below are references to the board of the Company. All references to "Shareholders" below are references to shareholders of the Company.

Principles and Recommendations	Compliant (Yes / No)	Description
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>		
Recommendation 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.	Yes	The Company has adopted a Board Charter which is disclosed on its Website. The Board Charter sets out the respective roles and responsibilities of the Board and management, including matters expressly reserved to the Board and those delegated to management.
Recommendation 1.2 A listed entity should: (a) undertake appropriate checks before appointing a director or senior executive or putting someone forward	Yes	Section 3 of the Company's Remuneration and Nomination Committee (RNC) Charter (RNC Charter) provides that the RNC is responsible for the recruitment of directors, such as undertaking appropriate checks (including as to the person's character, experience, education, criminal record and bankruptcy history) before appointing a director. The

Principles and Recommendations	Compliant (Yes / No)	Description
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.		Company also undertakes appropriate checks on senior management. The Company will include in its notices of meeting a biography of each Director who stands for election or re-election. The biography will include all material information in the Company's possession relevant to a decision on whether to elect or re-elect that director, including skills, experience, qualifications, independence and details of any relationships with the Company. This information is also included on the Website.
Recommendation 1.3 A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	Yes	The Company employs its senior executives under written employment agreements. Each Non-Executive Director is engaged under a letter of appointment confirming their respective roles and responsibilities as a Director.
Recommendation 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.	Yes	Section 6.3 of the Board Charter provides that the company secretary is accountable to the Board through the Chair of the Board on all matters to do with the proper functioning of the Board.
Recommendation 1.5 A listed entity should: (a) have and disclose a diversity policy; (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 (c) disclose in relation to each reporting period: (i) the measurable objectives set for that period to achieve gender diversity; (ii) the entity's progress towards achieving those	No	The Company has adopted a Diversity Policy (Diversity Policy) which sets out the Company's vision for diversity, incorporating a number of factors including gender, ethnicity, age and socio-economic background. The Diversity Policy is disclosed on the Website. The Company has a relatively small workforce and has not set measurable diversity objectives. The Board intends to set, and disclose, measurable objectives at an appropriate time in the future, when its workforce is expected to increase in scale.

Principles and Recommendations	Compliant (Yes / No)	Description
objectives; and (iii) either: (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 (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. 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.		
Recommendation 1.6 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.	Yes	The Board Charter provides that the Board will regularly review the performance of the Board, its committees and each director, using where necessary an external consultant, against appropriate measures. The RNC Charter provides that the RNC is responsible for the development and implementation of a process for evaluating the performance of the Board, its Committees and individual Directors. Following admission, the Company will disclose in its annual report whether such a performance evaluation has been undertaken during or in respect of that period.
Recommendation 1.7 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	Yes	The Board Charter provides that the Board will review the performance of the Chief Executive Officer and any members of the management team from time to time. Following admission, the Company will disclose in its annual report whether such a performance evaluation has been undertaken during or in

Principles and Recommendations	Compliant (Yes / No)	Description
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- (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.

respect of that period.

Principle 2 – Structure the board to be effective and add value

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.

Recommendation 2.1

No

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;
 - (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
- (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.

The Company has established the RNC, governed by the RNC Charter, which performs both the nomination and remuneration functions.

As at the date of admission, the RNC members are Thomas Amos (Chair), Penny Fowler AM and Wayne Stevenson.

The RNC Charter provides that the RNC should aim to comprise at least three members, all of whom are non-executive directors, with a majority of directors who are independent. The RNC Chair should be an independent director.

As at admission, the RNC Chair, Thomas Amos, is not an independent director. Notwithstanding that Mr Amos is not independent, the Board considers that Mr Amos's skills and experience make him suitable for the role and that he will bring objective and independent judgment to the Board's deliberations.

The number of times the RNC meets throughout each reporting period and the individual attendances of the members at those meetings will be disclosed in the Company's annual report for each reporting period.

Recommendation 2.2

No

A listed entity should have and disclose a board skills matrix setting out the mix of skills that the board currently has or is

While the Company has not yet developed a board skills matrix it intends to develop one soon after admission.

The Board Charter provides that the Board should comprise Directors

Principles and Recommendations	Compliant (Yes / No)	Description
looking to achieve in its membership.		with an appropriate range of skills, knowledge, experience and expertise, from a diverse range of backgrounds.
Recommendation 2.3 A listed entity should disclose: (a) the names of the directors considered by the board to be independent directors; (b) if a director has an interest, position 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 (c) the length of service of each director.	Yes	Schedule 1 of the Board Charter sets out the guidelines the Board uses to assess the independence of directors. The Company is required to disclose the names of the Directors that are considered to be independent in its annual reports. The Company currently considers Wayne Stevenson and Penny Fowler AM to be independent. The Company has disclosed in its Prospectus any interest, position, affiliation or relationship of the type described in Box 2.3 of the ASX Recommendations and an explanation of the Board's opinion why the relevant Director is considered to be independent. The Prospectus also discloses the length of service of each Director and this will also be disclosed in the Company's annual reports.
Recommendation 2.4 A majority of the board of a listed entity should be independent directors.	No	As at the date of admission, the Board does not consist of a majority independent directors. Of its four Directors, two directors are independent and two Directors are non-independent. The Board considers that its composition is appropriate for the Company's current stage of development and that each Director brings skills, experience and judgment that are valuable to the oversight of the Company's business. The Board is satisfied that the Company's governance framework (including Committee structures and adopted policies) provides appropriate safeguards to protect the interests of Shareholders.
Recommendation 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.	Yes	As at the date of admission, the Board Chair is Wayne Stevenson, who is an independent director and is not the CEO of the Company. The Board Charter provides that the Board Chair must be an independent Director who is not the CEO or former CEO (within 3 years) of the Company.

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Recommendation 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.	Yes	The Board Charter provides that the company secretary, together with the RNC, help organise and facilitate the induction of new Directors and the professional development of existing Directors so that they can develop and maintain the skills and knowledge needed to perform their role as Directors effectively.
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>		
Recommendation 3.1 A listed entity should articulate and disclose its values.	Yes	The Company has articulated its values in its Code of Conduct. The Company's core values are innovation, excellence and integrity.
Recommendation 3.2 A listed entity should: (a) have and disclose a code of conduct for its directors, senior executives and employees; and (b) ensure that the board or a committee of the board is informed of any material breaches of that code.	Yes	The Company is committed to a high level of integrity and ethical standards in all business practices. Accordingly, the Board has adopted a formal Code of Conduct which outlines how the Company expects its representatives to behave and conduct business in the workplace and includes legal compliance and guidelines on appropriate ethical standards. All employees of the Company (including temporary employees, contractors, Company Directors, officers, consultants and other persons that act on behalf of the Company) must comply with the Code of Conduct. The objective of the Code of Conduct is to: • provide a benchmark for professional behaviour throughout the Company; • articulate the Company's core values; • support the Company's business reputation and corporate image within the community; and

Principles and Recommendations	Compliant (Yes / No)	Description
		make Directors and employees aware of the consequences if they breach the policy. The Code of Conduct sets out reporting channels if a breach occurs or is suspected and provides that the Board should be notified if a material breach occurs.
Recommendation 3.3 A listed entity should: (a) have and disclose a whistleblower policy; and (b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.	Yes	The Company is committed to fostering a culture of compliance, ethical behaviour and good corporate governance which does not result in detriment being suffered by a person who reports potential misconduct concerns. The Company has adopted a Whistleblower Policy to provide a safe and confidential environment where concerns can be raised by whistleblowers without fear of reprisal or detrimental treatment. The Whistleblower Policy provides that all 'Disclosable Matters' should be notified to the Audit and Risk Committee or the Board.
Recommendation 3.4 A listed entity should: (a) have and disclose an anti-bribery and corruption policy; and (b) ensure that the board or a committee of the board is informed of any material breaches of that policy.	Yes	The Company is committed to complying with all laws of the jurisdictions in which it operates and has a zero-tolerance approach to bribery and corruption. The Anti-bribery and Corruption Policy sets out the responsibilities of the Company's personnel, including in their dealings with, and through, third parties. It addresses different types of actions which may constitute bribery and corruption including contact with government officials, donations, in-kind gifts and corporate hospitality, political and charitable contributions and sponsorships, facilitation payments and secret commissions, whilst also advising how conduct can be reported and the Company's record keeping and training obligations to ensure compliance by its officers, employees and contractors with this policy. Any material breach of the policy should be notified to the Audit and Risk Committee or the Board.
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>		

Principles and Recommendations	Compliant (Yes / No)	Description
Recommendation 4.1 The board of a listed entity should: (a) have an audit committee which: (i) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and (ii) is chaired by an independent director, who is not the chair of the board, (b) and disclose: (i) the charter of the committee; (ii) the relevant qualifications and experience of the members of the committee; and (iii) 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 (c) 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.	No	The Company has established an Audit and Risk Committee (ARC) which is governed by its Charter (ARC Charter). As at the date of admission, the ARC members are Wayne Stevenson (Chair), Penny Fowler AM and Thomas Amos. The ARC Charter provides that the ARC should, to the extent practicable, comprise at least three members, all of whom are Non-Executive Directors, with a majority of Directors who are independent. The ARC Chair should be an appropriately qualified independent Non-Executive Director who does not chair the Board. The ARC is chaired by Wayne Stevenson, who is also the Chairman of the Board. Notwithstanding this, the Board is satisfied that Mr Stevenson brings appropriate skills, experience and judgement to act as chair of the ARC. The ARC Charter and the qualifications and experience of each of the members of the ARC is available on the Website. The Company will disclose the number and times the ARC meet during each reporting period, and the individual attendances of the ARC members at those meetings, in its annual reports.
Recommendation 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	Yes	The ARC Charter provides that the ARC must ensure that before the Board approves the Company's financial statements for a financial period, that the Board and the Committee first receive an appropriate declaration regarding the integrity of the statements from the Chief Executive Officer and the Chief Financial Officer.

Principles and Recommendations	Compliant (Yes / No)	Description
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.		
Recommendation 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.	No	The Company has not disclosed its process for verifying the integrity of periodic corporate reports that are not audited or reviewed by an external auditor. The Board intends to finalise and disclose the process for verifying the integrity of periodic corporate reports that are not audited or reviewed by an external auditor shortly after admission.
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>		
Recommendation 5.1 A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.	Yes	The Company has adopted a Continuous Disclosure Policy which is disclosed on the Website. The Continuous Disclosure Policy has been prepared in compliance with the Company's continuous disclosure obligations under ASX Listing Rule 3.1 and the Corporations Act.
Recommendation 5.2 A listed entity should ensure that its Board receives copies of all material market announcements promptly after they have been made.	Yes	The Continuous Disclosure Policy provides that the Company Secretary is responsible for providing the Board with copies of all continuous disclosure announcements immediately after they have been made.
Recommendation 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.	Yes	The Continuous Disclosure Policy requires that ahead of any new and substantive investor or analyst presentation, a copy of the presentation materials must be released to ASX.
Principle 6 – Respect the rights of security holders <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>		

Principles and Recommendations	Compliant (Yes / No)	Description
Recommendation 6.1 A listed entity should provide information about itself and its governance to investors via its website.	Yes	Information about the Company and its governance, including copies of its charters and policies is provided on the Website.
Recommendation 6.2 A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.	Yes	The Company aims to communicate all important information relating to the Company to its Shareholders. Additionally, the Company recognises that potential investors and other interested stakeholders may wish to obtain information about the Company from time to time. To achieve this, the Company will communicate information regularly to Shareholders and other stakeholders through a range of forums and publications, including the Company Website, at the annual general meeting, through the Company's Annual Report and ASX announcements.
Recommendation 6.3 A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	Yes	All shareholders will be encouraged to attend and participate at the Company's general meeting and, where possible, the Company will consider the use of technological platforms for encouraging participation at meetings.
Recommendation 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.	Yes	The Company will ensure that all substantive resolutions at a meeting of shareholders are decided by a poll rather than by a show of hands.
Recommendation 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.	Yes	The Company encourages shareholders to receive shareholder communications electronically by registering their email address online with the Company's share registry.
Principle 7 – Recognise and manage risk <i>A listed entity should establish a sound risk management framework and periodically review the effectiveness of that framework.</i>		

Principles and Recommendations	Compliant (Yes / No)	Description
Recommendation 7.1 The board of a listed entity should: (a) have a committee or committees to oversee risk, each of which: (i) has at least three members, a majority of whom are independent directors; and (ii) is chaired by an independent director, (b) and disclose: (i) the charter of the committee; (ii) the members of the committee; and (iii) 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 (c) 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.	Yes	The ARC oversees the Company's risk management framework. Membership of the ARC is set out at Recommendation 4.1 above. The ARC Charter provides that the ARC should, to the extent practicable, comprise at least three members, all of whom are Non-Executive Directors, with a majority of Directors who are independent. The ARC Chair should be an appropriately qualified independent Non-Executive Director who does not chair the Board. The ARC Charter and the qualifications and experience of each of the members of the ARC is available on the Website. The Company will disclose the number and times the ARC meet during each reporting period, and the individual attendances of the ARC members at those meetings, in its annual reports.
Recommendation 7.2 The board or a committee of the board should: (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 (b) disclose, in relation to each reporting period, whether such a review has taken place.	Yes	Section 4 of the ARC Charter provides that the committee is responsible for reviewing at least annually and monitoring the effectiveness of the Company's risk management framework 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. Section 7 of the ARC Charter further provides that the committee should undertake a review of the Company's risk management framework with management (at least once annually) to satisfy itself that the framework continues to be sound, including whether there have been any changes to material business risks and whether the Company is operating within the risk appetite set by the Board. The ARC should ensure that the Board discloses whether such a review has taken

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		place in the Company's annual report.
Recommendation 7.3 A listed entity should disclose: (a) if it has an internal audit function, how the function is structured and what role it performs; or (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.	Yes	The Company does not have an internal audit function at this stage. The Board considers that, given the current size and scope of the Company's operations, the costs of an internal audit function would be disproportionate to the risks it seeks to mitigate. Rather, the Company has an external auditor, an experienced CFO and the ARC to monitor and evaluate material or systemic issues. The ARC Charter sets out processes and procedures to evaluate, monitor and assess the Company's governance, management and internal control processes and procedures.
Recommendation 7.4 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.	Yes	The ARC Charter requires the ARC to make recommendations to the Board (for inclusion in the annual corporate governance statement) regarding whether the Company has any material exposure to economic, environmental and social sustainability risks and if so how it intends to manage those risks.
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>		
Recommendation 8.1 The board of a listed entity should: (a) have a remuneration 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: (i) the charter of the committee;	No	The RNC performs the remuneration function. The RNC Charter provides that the RNC should aim to comprise at least three members, all of whom are non-executive directors, with a majority of directors who are independent. The RNC Chair should be an independent director. As at admission, the RNC Chair, Thomas Amos, is not an independent director. Notwithstanding that Mr Amos is not independent, the Board considers that Mr Amos's skills and experience make him suitable for the role and that he will bring objective and independent judgment to the Board's deliberations.

Principles and Recommendations	Compliant (Yes / No)	Description
(ii) the members of the committee; and (iii) 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 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.		The number of times the RNC meets throughout each reporting period and the individual attendances of the members at those meetings will be disclosed in the Company's annual report for each reporting period.
Recommendation 8.2 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 RNC is responsible for assisting the Board to discharge its responsibilities in relation to evaluating and approving the remuneration packages of the Chief Executive Officer, executive directors and other members of management, as well as evaluating and approving the remuneration arrangements for non-executive directors. Details of the Company's remuneration policies and practices for non-executive directors, executive directors and senior management will be disclosed in the Company's future annual reports. The Prospectus also discloses the remuneration for the Company's key management personnel and Non-Executive Directors.
Recommendation 8.3 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	The Company has adopted a Securities Dealing Policy which is disclosed on the Website. The policy applies to Directors, officers, senior management and other employees, consultants and contractors of SCX (collectively, Employees). The policy provides that Employees must not: deal in the Company's securities when they are aware of confidential information that is materially price sensitive or "inside" information;

Principles and Recommendations	Compliant (Yes / No)	Description
		• deal in the Company's securities when the Company has notified Employees that they must not do so; • deal in the Company's securities on a speculative or short-term trading basis; • hedge Company securities acquired under an employee, executive or Director equity plan that have not yet vested or are subject to a holding lock or restriction on dealing under the terms of the plan; • enter into a margin lending arrangement in respect of the Company's securities; and • deal in securities in another company where they are aware of "inside" information in relation to that company. In addition, Directors, key management personnel and other persons who have been advised by the Company Secretary that they are subject to special restrictions (collectively, Restricted Persons) and their connected persons must not deal in the Company's securities during any of the following blackout periods (except in exceptional circumstances with approval): • the period from the close of trading on the ASX on 31 December each year until the business day following the announcement of the Company's full-year interim or final results (whichever comes first); • the period from the close of trading on the ASX on 30 June each year until the business day following the announcement to ASX of the Company's half-year results; • while the Company is required to lodge an Appendix 4C (Quarterly Report) with ASX: ○ the period from the close of trading on the ASX on 31 March each year until the business day following the lodgement with ASX of the Appendix 4C for that period; and

Principles and Recommendations	Compliant (Yes / No)	Description
		○ the period from the close of trading on the ASX on 30 September each year until the business day following the lodgement with ASX of the Appendix 4C for that period; and • any other period that the Board specifies from time to time. Incomplete buy or sell orders which are placed but not completed outside of a blackout period must be completed within 3 trading days and cannot be varied during the blackout period. Otherwise, trading by Restricted Persons and their connected persons is permitted but must be approved by the Company prior to trading. Restricted Persons and their connected persons must also not deal in financial products issued over Company securities by third parties, unless the Company securities form a component of a listed portfolio or index product. In all instances, dealing in the Company's securities is not permitted at any time by any person who possesses "inside" information.

Principle 9 – Additional recommendations that apply only in certain cases

The following additional recommendations apply to the entities described within them.

Recommendation 9.1 A listed entity with a director who does not speak the language in which board or security holder meetings are held or key corporate documents are written should disclose the processes it has in place to ensure the director understands and can contribute to the discussions at those meetings and understands and can discharge their obligations in relation to those documents.	N/A	Not applicable. All directors speak English, which is the language in which Board and security holder meetings are held and key corporate documents are written.
Recommendation 9.2 A listed entity established outside Australia should ensure that meetings of security holders are held at a reasonable place and time.	N/A	Not applicable.

Principles and Recommendations	Compliant (Yes / No)	Description
Recommendation 9.3 A listed entity established outside Australia, and an externally managed listed entity that has an AGM, should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.	N/A	Not applicable.