Autosports Group Limited

CORPORATE GOVERNANCE STATEMENT

2026

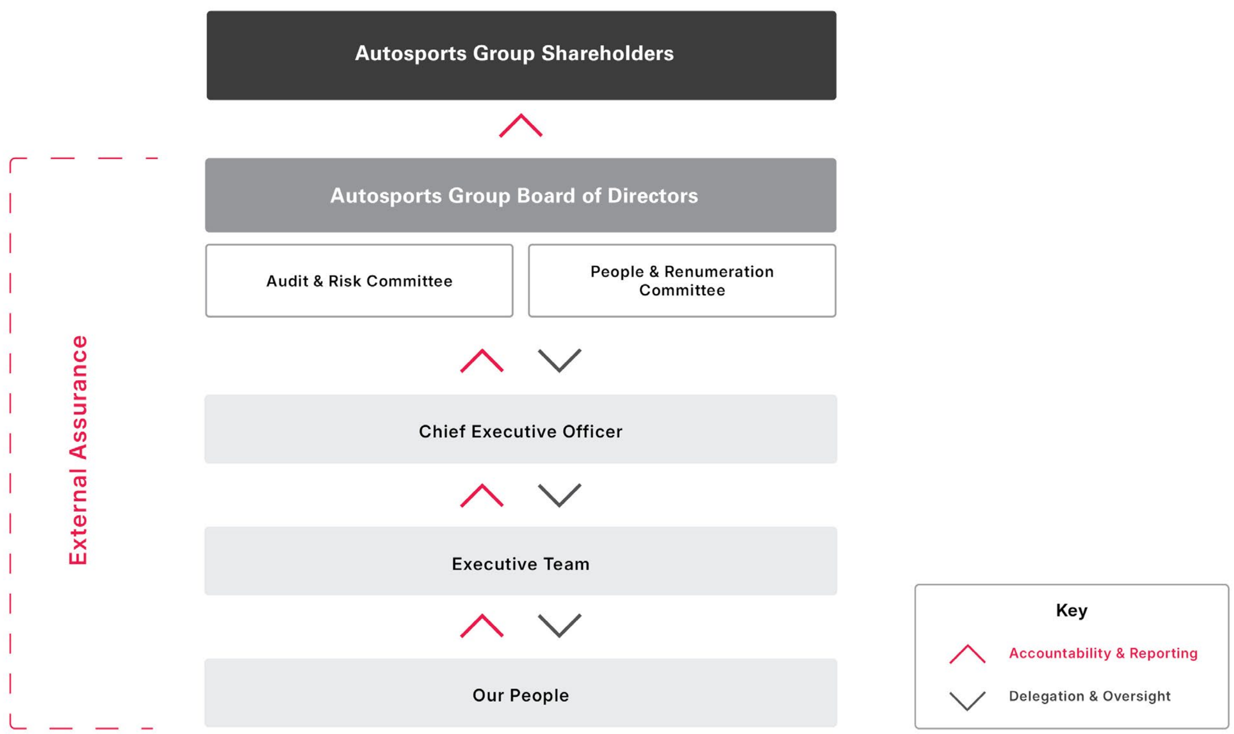
Our approach to corporate governance

The Board is committed to conducting the business of Autosports Group Limited (**Autosports Group**) in accordance with high standards of corporate governance and with a view to creating and delivering value for Autosports Group's shareholders. To this end, the Board oversees a system of risk management processes and corporate governance policies and practices which are designed to support and promote the responsible management and conduct of Autosports Group.

The Board considers that Autosports Group's corporate governance practices have been consistent with the recommendations contained in the Corporate Governance Principles and Recommendations (4th edition) published by the ASX Corporate Governance Council (ASX Principles and Recommendations) throughout the reporting period from 1 July 2025 to 30 June 2026 (**Reporting Period**).In accordance with the ASX Principles and Recommendations, Autosports Group's policies and Board and Committee charters referred to in this Corporate Governance Statement are available in the 'investors' section of our website, www.autosportsgroup.com.au.

This Corporate Governance Statement sets out the corporate governance framework currently in place at Autosports Group, is current as at 20 August 2026 and has been approved by the Board.

Autosports Group Governance Framework



Board and Management

Roles and responsibilities of the Board and Management

The Board has a Board Charter which sets out its roles and responsibilities and describes those matters expressly reserved for the Board's determination. The Board reviewed the Board Charter during the Reporting Period.

The CEO is responsible for the day-to-day management of Autosports Group and is supported in this function by the Executive Team. The CEO is accountable to the Board.

The Board's key responsibilities include:

- **Leadership and Strategic Direction** - defining Autosports Group's purpose, setting strategic objectives and contributing to and approving Management's development of corporate strategy.

- **CEO and Management Oversight** - selecting, appointing, evaluating the performance of and planning the succession of the CEO and approving the appointment of other key management personnel.

- **Governance, Risk Management and Internal Controls** - reviewing and monitoring systems of governance, risk management systems and internal controls.

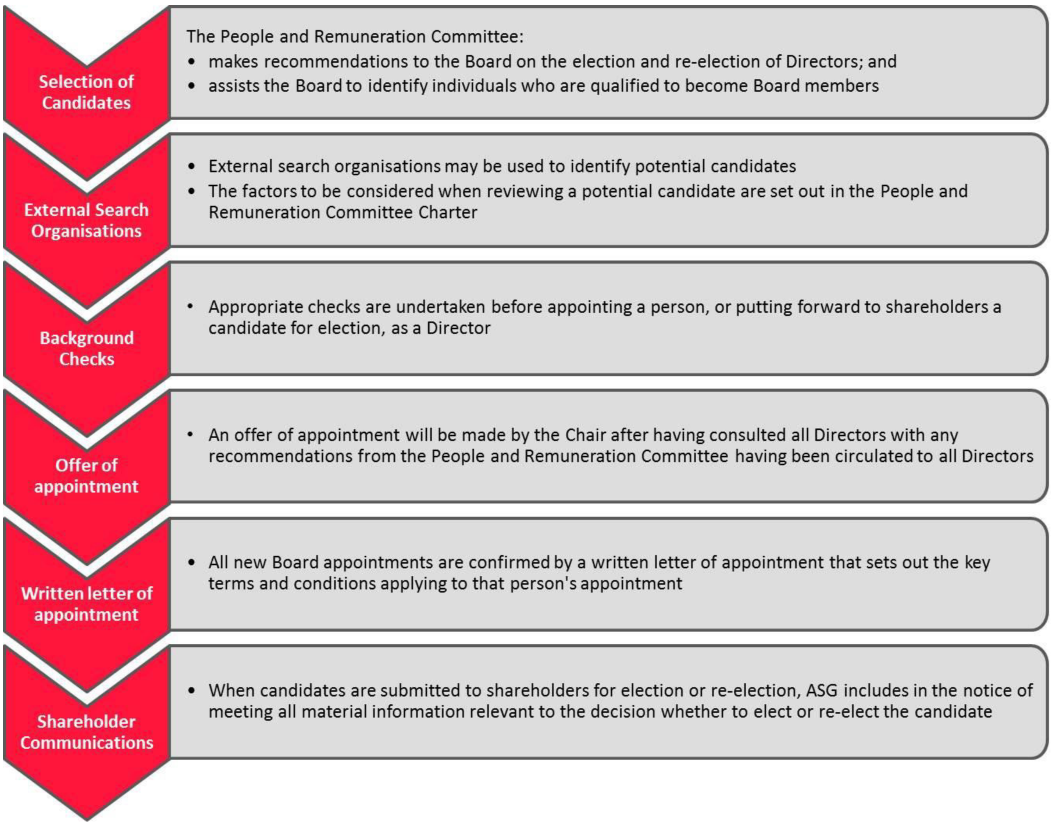
- **Financial Oversight and Reporting** - approving financial reports and overseeing major capital expenditures and acquisitions.

- **ESG** – overseeing integration of ESG into business strategy and operations.

Director selection and succession planning

The Board seeks to ensure that it is comprised of directors with a broad range of skills, expertise, experience and backgrounds. The Board, with the assistance of the People and Remuneration Committee, regularly reviews its membership.

A brief overview of the process for the selection and appointment of directors is set out below.



Agreements with Board and senior executives

Each Non-Executive Director has signed a letter of appointment in relation to their appointment to the Board. Autosports Group has entered into an employment agreement with CEO Nick Pagent who is employed in an executive capacity. Autosports Group also has written employment agreements with each of its senior executives.

Director independence

The Board maintains guidelines set out in Attachment 1 of the Board Charter which are used to guide independence assessments. These guidelines are based on the factors relevant to assessing the independence of a director in the ASX Principles and Recommendations.

Director	Position	Appointed	Independent
Peter O'Connell	Chair and Independent Non-Executive Director	9 May 2025	Yes
Nick Pagent	Chief Executive Officer	29 August 2016	No. Nick Pagent is employed in an executive capacity and is a substantial shareholder.
Ian Pagent, AM	Executive Director Non-Executive Director	29 August 2016 1 February 2023	No. Ian Pagent is a substantial shareholder.
Anna Burgdorf	Independent Non-Executive Director	13 February 2024	Yes
Gareth Turner	Independent Non-Executive Director	9 August 2024	Yes
Danny Rezek	Independent Non-Executive Director	1 October 2024	Yes

Induction and professional development

Upon appointment, each Director is provided with Autosports Group's core corporate governance policies and a one-on-one briefing by the General Counsel and Company Secretary. New Directors are given opportunities to meet with members of the Executive Team and visit Autosports Group dealerships.

Directors are expected to maintain the skills required to discharge their obligations to Autosports Group and are encouraged to undertake continuing professional development training. In addition, Directors periodically participate in a range of training and continuing education programs at Autosports Group conducted by internal and external experts on topics relevant to Autosports Group. During the reporting period, all current Directors participated in training including Manufacturer presentations. In March, the Board also visited and observed multiple dealerships throughout Brisbane and the Gold Coast in Queensland, including the newly acquired Nerang Street premises. Management also briefs the Board on relevant industry, regulatory and legal developments at Board meetings.

Company Secretary

The Company Secretary is accountable to the Board, through the Chair, for all matters related to the proper functioning of the Board and the Board Committees. All Directors have direct access to the services and advice of the Company Secretary.

People and Remuneration

People and Remuneration Committee

The Board has established a People and Remuneration Committee. The table below sets out the composition and key responsibilities of the People and Remuneration Committee.

Composition	Members During FY26	Responsibilities
• Only Non-Executive Directors • A majority of independent Directors • An independent Chair • A minimum of 3 members	• Anna Burgdorf (Chair) • Peter O'Connell • Ian Pagent • Danny Rezek • Gareth Turner	The Committee's key responsibilities include overseeing Autosports Group's: • remuneration framework; • succession planning for the Board and KMP; and • people and culture strategies.

The Board maintains a People and Remuneration Committee Charter.

The People and Remuneration Committee met six times during the financial year. Details of attendance in relation to each member are outlined in the 2026 Annual Report under the 'meeting of directors' section of the Directors' Report.

Diversity

Diversity Policy

The Board understands that gender diversity is an essential component of Autosports Group's ability to attract, retain, motivate and develop the best talent, create an engaged workforce, deliver the highest quality service to its customers, and continue to grow the business profitably.

Autosports Group has a Diversity Policy which sets out Autosports Group's commitment to gender diversity by:

- setting measurable objectives to achieve gender diversity;
- broadening the field of potential candidates for senior management and Board appointments;
- increasing the transparency of the Board appointment process; and
- embedding the extent to which the Board has achieved the objective of the Diversity Policy in the evaluation criteria for the annual Board performance evaluation.

The Diversity Policy specifically provides that each year the Board will set measurable objectives with a view to achieving gender diversity and the People and Remuneration Committee will assess annually both the objectives and Autosports Group's progress in achieving them.

FY2026 Measurable Objectives

Autosports Group achieved each of the diversity measurable objectives for the FY2026 period as set out below:

F26 Diversity Measurable Objective	Objective	Outcome Achieved	Details
Gender Representation	Increase the representation of women in all levels of management roles by 2% by 30 June 2026 (baseline: 15% as of 30 June 2025).	Yes	The representation of women in management increased from 15% to 18% on a like-for-like basis, exceeding the FY26 objective.
Pay Equity	Maintain or improve the average base salary gender gap across all roles to be at 0% or in favour of women (current is -1.9% in favour of women).	Yes	Gender Pay Gap for the 2025/2026 WGEA reporting period base pay is 0.03% (in favour of women) as reported in WGEA.
	Conduct biannual pay equity reviews to monitor and address disparities.	Yes	Biannual pay equity reviews were completed during FY26.

Employee Engagement and Inclusion	Improve employee engagement scores related to diversity and inclusion in the annual staff survey by FY26.	Yes	The FY26 employee engagement survey recorded an overall engagement score of 74%, representing a 5 percentage point improvement on the 2024 survey. Inclusion results improved against the previous comparative survey with employees reporting positive perceptions of belonging, authenticity and diverse perspectives.
	Implement biannual diversity and inclusion consultation to gather employee feedback and drive continuous improvement.	Yes	Survey outcomes have informed ongoing diversity and inclusion initiatives and action plans. Ongoing consultation and feedback from the D&I Committee.
Family and Domestic Violence Support	Increase awareness of the family and domestic violence policy across all sites, providing access to paid and unpaid leave and support services by FY26.	Yes	The Group strengthened awareness of family and domestic violence through ongoing communication and education initiatives across all sites. Employees were regularly reminded of the support available through the Employee Assistance Program (EAP), the Family and Domestic Violence Policy, and paid and unpaid leave provisions, reinforcing the Group's commitment to providing a safe, respectful and supportive workplace.

Workplace Agenda Equality Agency (WGEA) Report

Autosports Group is a relevant employer under the Workplace Gender Equality Act and has prepared a report for the 2025–26 reporting period.

At the end of the financial year, women represented approximately 17% of the membership of the Board, 60% of the Senior Leadership group (being those leaders who report to the CEO) and 20.9% of the Group workforce.

Board skills matrix

The Board Skills Matrix sets out the mix of skills the Board currently has in its membership. The Board Skills Matrix is regularly reviewed to ensure it covers the skills needed to address existing and emerging business and governance issues relevant to Autosports Group. It is also used in the identification of potential director candidates and professional development initiatives for existing directors. The Board's collective knowledge is supplemented by briefings delivered by Management as well as internal and external subject matter experts.

Skills	Description	Evaluation
Industry Experience	Experience in the automotive or retail industries.	
Leadership	Experience in C-suite executive and/or director roles of an organisation with similar scale as Autosports Group.	
Strategy	Capability to think strategically and identify and critically assess strategic opportunities and threats. Ability to develop and implement successful strategies.	
Financial Acumen	Ability to effectively oversee financial accounting and corporate reporting, assess financial performance and evaluate the adequacies of internal financial controls. Understanding of capital management.	
Risk	Ability to oversee risk, controls and compliance management frameworks and identify, assess and manage risks to an organisation, to ensure the delivery of long-term value to shareholders.	
Governance	Commitment to the highest standards of governance. Ability to assess the effectiveness of governance frameworks to drive accountability, transparency and ethical decision-making. Understanding of ASX listed entity compliance requirements.	
Mergers and Acquisitions and Capital Markets	Ability to evaluate and provide effective oversight of corporate transactions, capital raisings, strategic partnerships and/or buying and selling businesses.	
People, Culture and Remuneration	Ability to oversee talent management and succession planning. Ability to set the 'tone from the top' and oversee corporate culture. Understanding of remuneration practices and frameworks.	
Technology, Digital and Innovation	Ability to evaluate the efficacy of new technologies to drive growth and enhance customer experience. Understanding of the use of data and data analytics to leverage business transformation and meet evolving customer needs and expectations. Understanding of cyber and information security practices.	
ESG	Ability to oversee the integration of sustainable business practices and environmental, social and governance (ESG) into business strategy and operations.	

Legend — Limited Proficiency — Medium Proficiency — High Proficiency

Board Nominations

One of the key responsibilities of the People and Remuneration Committee is to undertake the functions ordinarily discharged by a nominations committee. These functions include reviewing Board composition, assessing the mix of skills and experience, and overseeing succession planning. Autosports Group considers that this approach is efficient and appropriate in the circumstances and will continue to review the need for a separate committee as Autosports Group grows.

Remuneration of non-executive directors

Autosports Group's remuneration policy for non-executive directors aims to ensure that Autosports Group can attract and retain suitably qualified and experienced Directors having regard to:

- the level of fees paid to non-executive directors of other major Australian companies;
- the size and complexity of Autosports Group's operations; and
- the responsibilities and work requirements of Board members.

Non-executive directors receive a fixed amount of fees for their services.

Remuneration of executives

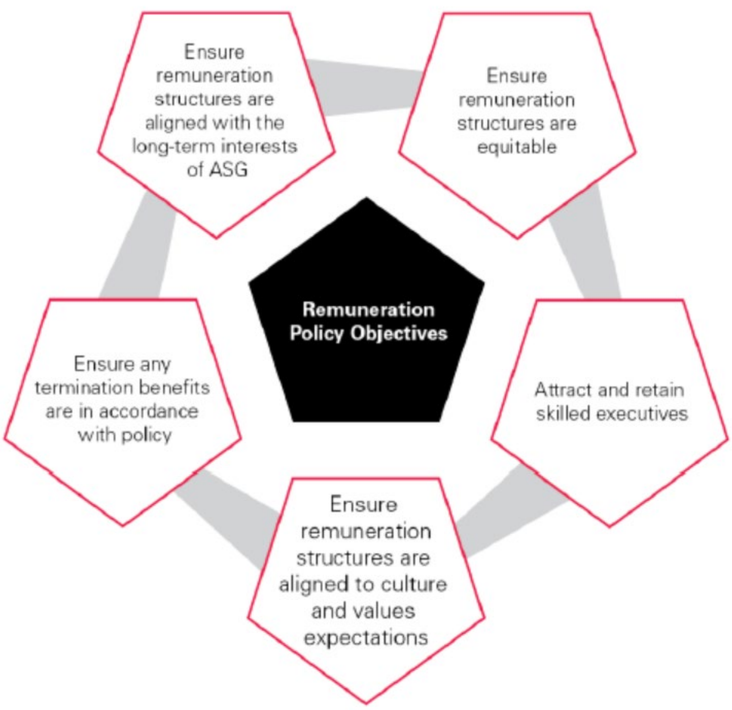
The Board maintains a remuneration framework for Autosports Group that is appropriate for the listed environment and aligns with Autosports Group's strategy. Autosports Group's remuneration framework for the executive team comprises the following three key components:

- **fixed remuneration** - comprising base salary, superannuation contributions and other benefits;
- **short term incentive (STI)** – an 'at risk' component of remuneration where, if individual and Autosports Group performance measures are met, senior executives are awarded performance rights which are deferred for one year and are subject to performance hurdles; and
- **long term incentive (LTI)** - an 'at risk' component of remuneration where senior executives are awarded performance rights which are subject to performance conditions and a service condition.

Further information about Autosports Group's remuneration framework is included in the Remuneration Report in the [2026 Annual Report].

Employees who participate in certain equity-based remuneration plans are prohibited from entering into transactions which have the effect of limiting the economic risk of participating in the Autosports Group's equity incentive scheme.

In considering executive remuneration, the Board and the People and Remuneration Committee are guided by the following policy objectives:



These objectives ensure that the level and composition of remuneration are appropriate and that there is a clear link between pay and performance. The remuneration structure includes both cash and equity components to align the interests of senior executives with those of shareholders.

Board performance evaluation process

Under the Board Charter, the Directors undertake performance evaluations of the Board, its Committees and individual Directors. In the reporting period, Autosports Group undertook the following performance evaluation processes for the Board, Committees and individual Directors:

- the Chair maintains a continuous review of the performance and contribution of individual Directors;
- the Chair conducted one on one reviews with each director in relation to the performance of the Board, its Committees and Individual Directors; and
- the outcome of those conversations was discussed by the Directors at the subsequent People and

Remuneration Committee meeting.

The Board conducted an evaluation of Board performance in respect of the financial year in accordance with this process.

Senior executive performance evaluation process

The CEO's key performance indicators (**KPIs**) are reviewed and set annually by the Board at the commencement of the financial year. The Board then carefully evaluates the CEO's performance against those KPIs.

The performance evaluation of the Executive KMPs is conducted in a similar manner with a combination of financial and non-financial KPIs recommended by the CEO and endorsed by the Board. At the end of each financial year, the CEO conducts performance reviews with each Executive KMP, measures performance against KPIs and makes recommendations to the Board in relation to each Executive KMP's performance accordingly. The KPIs of all other Executive Team members are determined and assessed by the CEO.

A performance evaluation for all senior executives, including the CEO, took place in respect of the FY2026 financial year in accordance with this process.

Audit and Risk

Audit and Risk Committee

The Board has established an Audit and Risk Committee. The table below sets out the composition and key responsibilities of the Audit and Risk Committee.

Composition	Members During FY26	Responsibilities
• Only non-executive directors • A majority of independent directors • An independent Chair who is not Chair of the Board • A minimum of 3 members	• Gareth Turner (Chair) • Anna Burgdorf • Peter O'Connell • Ian Pagent, AM • Danny Rezek	The Committee's key responsibilities include overseeing Autosports Group's: • financial reporting process; • relationship with the external auditor and the external audit function generally; • relationship with the internal audit function (if any, recognising that the internal audit function may be provided by an internal or external provider); • performance against the risk management framework, including performance against risk appetite; • financial controls and systems; • processes for monitoring compliance with laws and regulations; and • processes for identifying and managing risk.

Non-Committee members, including members of management and the external auditor, may attend meetings of the Committee by invitation of the Committee Chair. The Committee has rights of access to management and auditors (external and internal) without management present, and rights to seek explanations and additional information from both management and auditors.

The qualifications and experience of each member of the Audit and Risk Committee are set out in the 2026 Financial Report. The Audit and Risk Committee met six times during the financial year. Details of attendance in relation to each member are outlined in the 2026 Annual Report under the 'meeting of directors' section of the Directors' Report.

The Audit and Risk Committee maintains an Audit and Risk Charter.

Risk Management Framework

Autosports Group recognises that effective risk management is an essential element in the framework of good corporate governance.

Autosports Group has a robust Risk Management Framework designed to identify, assess and appropriately manage risks aligned with our Risk Appetite Statement. The Risk Management Framework is aligned with the principles set out in ISO 31000:2018 – Risk Management Guidelines. The Audit and Risk Committee reviews the effectiveness of the Risk Management Framework at least annually and this review was last conducted in November 2025. The Audit and Risk Committee satisfied itself that the Risk Management Framework continues to be sound and effective, and that Autosports Group is operating within the risk appetite set by the Board.

Autosports Group monitors its exposure to risks associated with our operations, industry dynamics and evolving regulatory, customer and technological landscapes. The key business risks, including potential exposure to environmental and social risks, that could materially adversely affect Autosports Group's ability to meet its strategy or otherwise affect its business performance are outlined in the 'Risk' section of the Annual Report, together with a summary of how Autosports Group manages each of the risks.

Internal audit

Autosports Group has an internal audit function that works to a Board approved internal audit plan which aligns internal audit activities with material risks across Autosports Group.

The findings and recommendations from internal audit activities, along with the status of internal audit management actions are reported to the Audit and Risk Committee.

Assurances by Management

The Board received CEO and CFO certifications during the reporting period in accordance with section 195A of the Corporations Act and Recommendation 4.2 of the ASX Principles and Recommendations.

Corporate Reporting

Autosports Group's annual directors' reporting and annual or half year financial statements are subject to audit or review by Autosports Group's external auditor.

Governance policies

Autosports Group Values

Autosports Group's values are the guiding principles and norms that define the type of organisation we aspire to be. We expect the highest standards of conduct and behaviour from our people to fulfill our purpose and meet our objectives.

Our Values

Strive for Excellence

- We set goals with clear direction and defined outcomes
- We hold ourselves to account
- We are proactive in our approach
- Exceeding expectations in everything we do
- We make decisions with consideration of our key stakeholders
- (Employees, Customers, Shareholders, Community & Manufacturers)

Village

- We are united in purpose through people
- We coach and mentor our people to be their best
- We are visible, approachable and connected across the Group
- We embrace diversity and inclusion
- We are part of a large Group retaining a family feel

Care

- We demonstrate care towards our customers and their experience
- We invest in our people for training and development
- We recognise the role you play — everyone is important to our success
- We do what is right by our people, customers and communities
- We are eager to help each other and create a safe environment for our people

Leading Change

- We leverage our scale and collective intelligence to drive change
- We deliver the changes required for growth
- We embrace the use of technology to deliver the optimum experience for our customers and stakeholders
- We move with the times — taking into account tomorrow, today
- We are resilient and embrace change

Disclosure Policy

Autosports Group is committed to complying with its disclosure obligations under the Corporations Act and the ASX Listing Rules to keep the market fully informed of information which may have a material effect on the price or value of Autosports Group's securities.

Autosports Group maintains a Disclosure Policy which establishes procedures to ensure that Autosports Group fulfils its obligations in relation to the timely disclosure of material price-sensitive information.

Under the Disclosure Policy, Autosports Group has established a Disclosure Committee consisting of the CEO, CFO and Company Secretary. All potentially material information must be reported to the Disclosure Committee, even if Management is of the view that it is not 'material'. The Disclosure Committee will determine whether information is material and may require disclosure.

Board approval and input will be required in respect of matters that are clearly within the reserved powers of the Board (and responsibility for which has not been delegated to Management) or matters that are otherwise of fundamental significance to Autosports Group. Autosports Group maintains a rapid response process to ensure the timely disclosure of market sensitive announcements that would ordinarily require Board approval. The Board receives copies of all material market announcements promptly after they have been released.

Autosports Group's investor presentations and other disclosures which include information not previously released are lodged with ASX prior to the commencement of the presentations.

Management internally verifies any periodic corporate report that is not required to be audited or reviewed by our external auditor prior to its release to ASX. The specific procedures for each periodic corporate report will differ based on the nature of the disclosure but typically include:

- responsible personnel validating critical information against original sources, confirming to the best of their knowledge that the information is accurate and not misleading,

- review of the document by appropriate internal subject matter experts and, where applicable, external advisors, and

- final review and approval by the designated individual accountable for the corporate report to ensure it is suitable for publication.

Depending on the type of report, periodic corporate disclosures may also require approval from the Board or the Audit and Risk Committee prior to market release.

Privacy Policy and Data Breach Response Plan

Autosports Group has implemented a Privacy Framework comprising a set of procedures, guidelines and templates to support its privacy obligations. Within that framework, Autosports Group maintains a Privacy Policy and a Data Breach Response Plan.

Code of Conduct

Autosports Group is committed to a high level of integrity and ethical standards in all business practices. Employees must conduct themselves in a manner consistent with current community and Autosports Group standards and in compliance with all relevant legislation.

The Code of Conduct is designed to:

- provide a benchmark for professional behaviour throughout the Autosports Group;

- support Autosports Group's business reputation and corporate image within the community; and

- make directors and employees aware of the consequences if they breach the Policy.

Anti-Bribery and Corruption

Autosports Group maintains an Anti-Bribery and Corruption Policy within the Code of Conduct to establish controls to ensure compliance with all applicable anti-bribery and corruption regulations, and to ensure that the business is conducted in a socially responsible manner. Employees, officers and non-executive directors must not engage in any bribes, facilitation payments, inducements or commissions (this includes any item intended to improperly obtain favourable treatment or avoid unfavourable circumstances).

Whistleblower Policy

Autosports Group maintains a Whistleblower Policy and externally-operated whistleblowing service. Autosports Group is committed to ensuring that there is no disadvantage or discrimination against any person for reporting unacceptable behaviour. Generally, and when specifically requested by an eligible whistleblower, Autosports Group will ensure communications are dealt with confidentially and the whistleblower's identity is protected. The purpose of this is to:

- uphold the commitment of Autosports Group to a culture of corporate compliance and high ethical behaviour;

- encourage eligible whistleblowers including officers, employees and suppliers of Autosports Group and their relatives, dependants and spouses to raise concerns over any alleged improper conduct they encounter;

- provide the statutory protections available to eligible whistleblowers who report allegations or concerns; and

- provide a secure means by which allegations or concerns can be thoroughly investigated and acted on where necessary.

Modern Slavery

Autosports Group prepared a Modern Slavery Statement in respect of the 2026 financial year.

Reporting Incidents

Management reports to the Board or a Committee of the Board in relation to any material whistleblowing incidents reported under the Whistleblower Policy, breaches of the Code of Conduct (which includes the Anti-Bribery and Corruption Policy), notifiable data breaches and key correspondence from regulators.

Communication with shareholders

Autosports Group communicates information regularly to shareholders and other stakeholders through a range of forums and publications. Shareholders are informed of material matters through ASX announcements and our website's 'investors' section, which includes a dedicated section on 'shareholder communications', published reports, presentations, shareholder meeting details, the Autosports Group Constitution, profiles on the Board and Management, company policies and charters and material ASX announcements. Shareholders have the option to receive communications from, and send communications to, Autosports Group and our share registry electronically.

Autosports Group maintains an investor relations program that facilitates effective two-way communication with investors.

Autosports Group is committed to facilitating and encouraging participation in shareholder meetings. All shareholders who are unable to attend our AGMs have the opportunity to submit questions and comments to Autosports Group in advance of the meeting. Where appropriate, questions submitted will be answered at the AGM. All resolutions put to the AGM are voted on by poll.

Appendix 4G

Key to Disclosures
Corporate Governance Council Principles and Recommendations

Name of entity

AUTOSPORTS GROUP LIMITED

ABN/ARBN	Financial year ended:
54 614 505 261	**30 June 2026**

Our corporate governance statement[1] for the period above can be found at:[2]

☐ These pages of our annual report:

☒ This URL on our website: http://investors.autosportsgroup.com.au/investors/?page=corporate-governance

The Corporate Governance Statement is accurate and up to date as at 20 August 2026 and has been approved by the board. The annexure includes a key to where our corporate governance disclosures can be located.[3]

Date: 20 August 2026

Name of authorised officer authorising lodgement: **Caroline Gatenby, Company Secretary**

[1] "Corporate governance statement" is defined in Listing Rule 19.12 to mean the statement referred to in Listing Rule 4.10.3 which discloses the extent to which an entity has followed the recommendations set by the ASX Corporate Governance Council during a particular reporting period.

Listing Rule 4.10.3 requires an entity that is included in the official list as an ASX Listing to include in its annual report either a corporate governance statement that meets the requirements of that rule or the URL of the page on its website where such a statement is located. The corporate governance statement must disclose the extent to which the entity has followed the recommendations set by the ASX Corporate Governance Council during the reporting period. If the entity has not followed a recommendation for any part of the reporting period, its corporate governance statement must separately identify that recommendation and the period during which it was not followed and state its reasons for not following the recommendation and what (if any) alternative governance practices it adopted in lieu of the recommendation during that period.

Under Listing Rule 4.7.4, if an entity chooses to include its corporate governance statement on its website rather than in its annual report, it must lodge a copy of the corporate governance statement with ASX at the same time as it lodges its annual report with ASX. The corporate governance statement must be current as at the effective date specified in that statement for the purposes of Listing Rule 4.10.3.

Under Listing Rule 4.7.3, an entity must also lodge with ASX a completed Appendix 4G at the same time as it lodges its annual report with ASX. The Appendix 4G serves a dual purpose. It acts as a key designed to assist readers to locate the governance disclosures made by a listed entity under Listing Rule 4.10.3 and under the ASX Corporate Governance Council's recommendations. It also acts as a verification tool for listed entities to confirm that they have met the disclosure requirements of Listing Rule 4.10.3.
The Appendix 4G is not a substitute for, and is not to be confused with, the entity's corporate governance statement. They serve different purposes and an entity must produce each of them separately.

[2] Tick whichever option is correct and then complete the page number(s) of the annual report, or the URL of the web page, where your corporate governance statement can be found. You can, if you wish, delete the option which is not applicable.

[3] Throughout this form, where you are given two or more options to select, you can, if you wish, delete any option which is not applicable and just retain the option that is applicable. If you select an option that includes "OR" at the end of the selection and you delete the other options, you can also, if you wish, delete the "OR" at the end of the selection.

See notes 4 and 5 below for further instructions on how to complete this form.

ANNEXURE – KEY TO CORPORATE GOVERNANCE DISCLOSURES

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 1 – LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT			
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.	☒ on page **2** under '**Roles and responsibilities of the Board and Management**', and we have disclosed a copy of our board charter at: https://investors.autosportsgroup.com.au/investors/?page=corporate-governance	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
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.	☒ on page **2** under '**Director selection and succession planning**'.	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	☒ on page **3** under '**Agreements with Board and senior executives**'.	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
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.	☒ on page **3** under '**Company Secretary**'.	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable

[4] Tick the box in this column only if you have followed the relevant recommendation in full for the whole of the period above. Where the recommendation has a disclosure obligation attached, you must insert the location where that disclosure has been made, where indicated by the line with "*insert location*" underneath. If the disclosure in question has been made in your corporate governance statement, you need only insert "our corporate governance statement". If the disclosure has been made in your annual report, you should insert the page number(s) of your annual report (eg "pages 10-12 of our annual report"). If the disclosure has been made on your website, you should insert the URL of the web page where the disclosure has been made or can be accessed (eg "www.entityname.com.au/corporate governance/charters/").

[5] If you have followed all of the Council's recommendations in full for the whole of the period above, you can, if you wish, delete this column from the form and re-format it.

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
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: (1) the measurable objectives set for that period to achieve gender diversity; (2) the entity's progress towards achieving those objectives; and (3) 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.	☒ on pages **4** and **5** under '**Diversity Policy**', '**FY2026 Measurable Objectives**' **and** '**WGEA Report**', and we have disclosed a copy of our diversity policy at: https://investors.autosportsgroup.com.au/investors/?page=corporate-governance. We were not included in the S&P / ASX 300 Index at the commencement or during the reporting period.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
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.	☒ on page **7** under '**Board performance evaluation process**'.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
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 (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.	☒ on page **7** under '**Senior executive performance evaluation process**'.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 2 - STRUCTURE THE BOARD TO BE EFFECTIVE AND ADD VALUE			
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.	☒ on page **4** under '**People and Remuneration Committee**' and page **5** under '**Board Skills Matrix'** We have disclosed a copy of the charter of the committee at: https://investors.autosportsgroup.com.au/investors/?page=corporate-governance. The individual attendances of the members of this committee are available in the Annual Report under '**Meetings of directors**'.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
2.2	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.	☒ on page **5** under '**Board skills matrix**'.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
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, 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 (c) the length of service of each director.	☒ on page **3** under '**Director independence**'.	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
2.4	A majority of the board of a listed entity should be independent directors.	☒ on page **3** under '**Director independence**'.	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
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.	☒ on page **3** under '**Director independence**'.	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
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.	☒ on page **3** under '**Induction and professional development**'.	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
PRINCIPLE 3 – INSTIL A CULTURE OF ACTING LAWFULLY, ETHICALLY AND RESPONSIBLY			
3.1	A listed entity should articulate and disclose its values.	☒ on page **19** under **'Autosports Group Values'.**	☐ set out in our Corporate Governance Statement
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.	☒ on page **10** under **'Code of Conduct',** and we have disclosed our code of conduct at: https://investors.autosportsgroup.com.au/investors/?page=corporate-governance.	☐ set out in our Corporate Governance Statement
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.	☒ on page **11** under **'Whistleblower Policy',** and we have disclosed our whistleblower policy at: https://investors.autosportsgroup.com.au/investors/?page=corporate-governance**.**	☐ set out in our Corporate Governance Statement
3.4	A listed entity should: (a) have and disclose an anti-bribery and corruption policy; and (b) ensure that the board or committee of the board is informed of any material breaches of that policy.	☒ on page **10** under **'Anti-Bribery and Corruption',** and we have disclosed our anti-bribery and corruption policy, which is included in our Code of Conduct at: https://investors.autosportsgroup.com.au/investors/?page=corporate-governance.	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 4 – SAFEGUARD THE INTEGRITY OF CORPORATE REPORTS			
4.1	The board of a listed entity should: (a) have an audit committee which: (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, and disclose: (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 (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.	☒ on page **8** under **'Audit and Risk Committee',** and we have disclosed a copy of the charter of the committee at: https://investors.autosportsgroup.com.au/investors/?page=corporate-governance. The qualifications and experience of each member of this committee are available in the Annual Report under '**Meetings of directors**'.	☐ set out in our Corporate Governance Statement
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.	☒ on page **9** under '**Assurances by Management**'.	☐ set out in our Corporate Governance Statement
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.	☒ on page **10** under '**Disclosure Policy**'.	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE			
5.1	A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.	☒ on page **10** under '**Disclosure Policy**', and we have disclosed our continuous disclosure policy at: https://investors.autosportsgroup.com.au/investors/?page=corporate-governance.	☐ set out in our Corporate Governance Statement
5.2	A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	☒ on page **10** under '**Disclosure Policy**'.	☐ set out in our Corporate Governance Statement
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.	☒ on page **10** under '**Disclosure Policy**'.	☐ set out in our Corporate Governance Statement
PRINCIPLE 6 – RESPECT THE RIGHTS OF SECURITY HOLDERS			
6.1	A listed entity should provide information about itself and its governance to investors via its website.	☒ on page **11** under '**Communication with shareholders**', and we have disclosed information about us and our governance on our website at: https://investors.autosportsgroup.com.au/investors/?page=corporate-governance.	☐ set out in our Corporate Governance Statement
6.2	A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	☒ on page **11** under '**Communication with shareholders**'.	☐ set out in our Corporate Governance Statement
6.3	A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	☒ on page **11** under '**Communication with shareholders**'.	☐ set out in our Corporate Governance Statement
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.	☒ on page **11** under '**Communication with shareholders**'.	☐ set out in our Corporate Governance Statement
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.	☒ on page **11** under '**Communication with shareholders**'.	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 7 – RECOGNISE AND MANAGE RISK			
7.1	The board of a listed entity should: (a) have a committee or committees to oversee risk, each of 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 risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.	☒ on page **8** under **'Audit and Risk Committee',** and we have disclosed a copy of the charter of the committee at: https://investors.autosportsgroup.com.au/investors/?page=corporate-governance. The qualifications and experience of each member of this committee are available in the Annual Report under '**Meetings of directors**'.	☐ set out in our Corporate Governance Statement
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.	☒ on page **8** under **'Risk Management Framework'.**	☐ set out in our Corporate Governance Statement
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.	☒ on page **9** under **'Internal audit'.**	☐ set out in our Corporate Governance Statement
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.	☒ on page **10** under **'Risk Management Framework'.**	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY			
8.1	The board of a listed entity should: (a) have a remuneration 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 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.	☒ on page **4** under '**People and Remuneration Committee**' and we have disclosed a copy of the charter of the committee at: https://investors.autosportsgroup.com.au/investors/?page=corporate-governance. The individual attendances of the members of this committee are available in the Annual Report under '**Meetings of directors**'.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
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.	☒ on page **6** under '**Remuneration of non-executive directors**' and '**Remuneration of executives',** as well as the Remuneration Report in our Annual Report.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
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.	☒ on page **7** under '**Remuneration of executives**'.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we do not have an equity-based remuneration scheme and this recommendation is therefore not applicable **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
ADDITIONAL RECOMMENDATIONS THAT APPLY ONLY IN CERTAIN CASES (NOT APPLICABLE)			
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.	☐ and we have disclosed information about the processes in place at: …………………………………………………………………… [*insert location*]	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we do not have a director in this position and this recommendation is therefore not applicable **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
9.2	A listed entity established outside Australia should ensure that meetings of security holders are held at a reasonable place and time.	☐	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are established in Australia and this recommendation is therefore not applicable **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
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.	☐	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are established in Australia and not an externally managed listed entity and this recommendation is therefore not applicable ☐ we are an externally managed entity that does not hold an AGM and this recommendation is therefore not applicable
ADDITIONAL DISCLOSURES APPLICABLE TO EXTERNALLY MANAGED LISTED ENTITIES (NOT APPLICABLE)			
-	*Alternative to Recommendation 1.1 for externally managed listed entities:* The responsible entity of an externally managed listed entity should disclose: (a) the arrangements between the responsible entity and the listed entity for managing the affairs of the listed entity; and (b) the role and responsibility of the board of the responsible entity for overseeing those arrangements.	☐ and we have disclosed the information referred to in paragraphs (a) and (b) at: …………………………………………………………………………….. [*insert location*]	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
-	*Alternative to Recommendations 8.1, 8.2 and 8.3 for externally managed listed entities:* An externally managed listed entity should clearly disclose the terms governing the remuneration of the manager.	☐ and we have disclosed the terms governing our remuneration as manager of the entity at: …………………………………………………………………………….. [*insert location*]	☐ set out in our Corporate Governance Statement