

Appendix 4G

Key to Disclosures

Corporate Governance Council Principles and Recommendations

Name of entity

SOLARA MINERALS LIMITED

ABN/ARBN

80 647 829 749

Financial year ended:

30 JUNE 2026

Our corporate governance statement¹ for the period above can be found at:²

☒ This URL on our website: <https://solaraminerals.com.au/corporate-governance>

The Corporate Governance Statement is accurate and up to date as at 30 June 2026 and has been approved by the board.

The annexure includes a key to where our corporate governance disclosures can be located.³

Date: 29 September 2026

Name of authorised officer authorising
lodgement: Melanie Ross (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 <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 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.	☒ and we have disclosed a copy of our board charter at: www.solaraminerals.com.au/CorporateGovernance	☐ 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.	☒	☐ 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.	☒	☐ 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.	☒	☐ 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.	☒ and we have disclosed a copy of our diversity policy at: www.solaraminerals.com.au/CorporateGovernance and we have disclosed the information referred to in paragraph (c) at: www.solaraminerals.com.au/CorporateGovernance and if we were included in the S&P / ASX 300 Index at the commencement of the reporting period our measurable objective for achieving gender diversity in the composition of its board of not less than 30% of its directors of each gender within a specified period.	☐ set out in our Corporate Governance Statement OR ☐ 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.	☒ and we have disclosed the evaluation process referred to in paragraph (a) at: www.solaraminerals.com.au/CorporateGovernance and whether a performance evaluation was undertaken for the reporting period in accordance with that process at: www.solaraminerals.com.au/CorporateGovernance	☐ set out in our Corporate Governance Statement OR ☐ 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 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
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.	☒ and we have disclosed the evaluation process referred to in paragraph (a) at: www.solaraminerals.com.au/CorporateGovernance and whether a performance evaluation was undertaken for the reporting period in accordance with that process at: www.solaraminerals.com.au/CorporateGovernance	☐ set out in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable
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.	☐ <i>[If the entity complies with paragraph (a):]</i> and we have disclosed a copy of the charter of the committee at: and the information referred to in paragraphs (4) and (5) at: <i>[insert location]</i> <i>[If the entity complies with paragraph (b):]</i> and we have disclosed the fact that we do not have a nomination committee and the processes we employ 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 at: <i>[insert location]</i>	☒ set out in our Corporate Governance Statement OR ☐ 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.	☐ and we have disclosed our board skills matrix at: 	☒ set out in our Corporate Governance Statement OR ☐ 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 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
2.3	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.	☒ and we have disclosed the names of the directors considered by the board to be independent directors at: https://solaraminerals.com.au/investor-centre and, where applicable, the information referred to in paragraph (b) at https://solaraminerals.com.au/investor-centre and the length of service of each director at: https://solaraminerals.com.au/investor-centre	☐ set out in our Corporate Governance Statement
2.4	A majority of the board of a listed entity should be independent directors.	☐	☒ 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.	☒	☐ 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.	☒	☐ 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.	☒ and we have disclosed our values at: www.solaraminerals.com.au/CorporateGovernance	☐ 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.	☒ and we have disclosed our code of conduct at: www.solaraminerals.com.au/CorporateGovernance	☐ 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.	☒ and we have disclosed our whistleblower policy at: www.solaraminerals.com.au/CorporateGovernance	☐ 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
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.	☒ and we have disclosed our anti-bribery and corruption policy at: www.solaraminerals.com.au/CorporateGovernance	☐ 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.	☐ <i>[If the entity complies with paragraph (a):]</i> and we have disclosed a copy of the charter of the committee at: and the information referred to in paragraphs (4) and (5) at: <i>[insert location]</i> <i>[If the entity complies with paragraph (b):]</i> and we have disclosed the fact that we do not have an audit committee and the processes we employ that independently verify and safeguard the integrity of our corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner at: <i>[insert location]</i>	☒ 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.	☒	☐ 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.	☒	☐ 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.	☒ and we have disclosed our continuous disclosure compliance policy at: www.solaraminerals.com.au/CorporateGovernance	☐ 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.	☒	☐ 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.	☒	☐ 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.	☒ and we have disclosed information about us and our governance on our website at: https://solaraminerals.com.au/about-us and www.solaraminerals.com.au/CorporateGovernance	☐ 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.	☒	☐ 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.	☒ and we have disclosed how we facilitate and encourage participation at meetings of security holders at: www.solaraminerals.com.au/CorporateGovernance	☐ 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.	☒	☐ 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.	☒	☐ 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 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.	☐ and we have disclosed a copy of the charter of the committee at: www.solaraminerals.com.au/CorporateGovernance and the information referred to in paragraphs (4) and (5) at: www.solaraminerals.com.au/CorporateGovernance and we have disclosed the fact that we do not have a risk committee or committees that satisfy (a) and the processes we employ for overseeing our risk management framework at: www.solaraminerals.com.au/CorporateGovernance	☒ 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.	☐ and we have disclosed whether a review of the entity's risk management framework was undertaken during the reporting period at: <i>[insert location]</i>	☒ 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
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.	☐ <i>[If the entity complies with paragraph (a):]</i> and we have disclosed how our internal audit function is structured and what role it performs at: www.solaraminerals.com.au/CorporateGovernance <i>[If the entity complies with paragraph (b):]</i> and we have disclosed the fact that we do not have an internal audit function and the processes we employ for evaluating and continually improving the effectiveness of our risk management and internal control processes at: www.solaraminerals.com.au/CorporateGovernance	☒ 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.	☒ and we have disclosed whether we have any material exposure to environmental and social risks at: www.solaraminerals.com.au/CorporateGovernance and, if we do, how we manage or intend to manage those risks at: www.solaraminerals.com.au/CorporateGovernance	☐ 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 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.	☐ <i>[If the entity complies with paragraph (a):]</i> and we have disclosed a copy of the charter of the committee at: www.solaraminerals.com.au/CorporateGovernance and the information referred to in paragraphs (4) and (5) at: <i>[insert location]</i> <i>[If the entity complies with paragraph (b):]</i> and we have disclosed the fact that we do not have a remuneration committee and the processes we employ for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive: www.solaraminerals.com.au/CorporateGovernance	☒ set out in our Corporate Governance Statement OR ☐ 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.	☒ and we have disclosed separately our remuneration policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives at: www.solaraminerals.com.au/CorporateGovernance	☐ set out in our Corporate Governance Statement OR ☐ 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.	☒ and we have disclosed our policy on this issue or a summary of it at: www.solaraminerals.com.au/CorporateGovernance	☐ set out in our Corporate Governance Statement OR ☐ we do not have an equity-based remuneration scheme and this recommendation is therefore not applicable OR ☐ 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			
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: <i>[insert location]</i>	☐ set out in our Corporate Governance Statement OR ☒ we do not have a director in this position and this recommendation is therefore not applicable OR ☐ 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 OR ☒ we are established in Australia and this recommendation is therefore not applicable OR ☐ 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 OR ☒ 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

SOLARA MINERALS LIMITED

CORPORATE GOVERNANCE STATEMENT 30 JUNE 2026

The Board of Solara Minerals Limited (ASX: SLA) ("the Company") is responsible for the corporate governance of the Company.

The Board has reviewed its current practices in light of the ASX Corporate Governance Principles and Recommendations 4th Edition ("Recommendations") with a view to making amendments where applicable after considering the Company's size and the resources it has available.

As the Company's activities develop in size, nature and scope, the size of the Board and the implementation of any additional formal corporate governance committees will be given further consideration.

Solara's Corporate Governance Statement can also be found in the 'About – Corporate Governance' section of its website at <https://solaraminerals.com.au/corporate-governance>.

The Board sets out below its "if not why not" report in relation to those matters of corporate governance where the Company's practices depart from the Recommendations.

Principle 1: Lay solid foundations for management and oversight	
Recommendation	Solara Minerals Limited Current Practice
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 (b) those matters expressly reserved to the Board and those delegated to management.	Adopted The Company has adopted a Board Charter that sets out the specific roles and responsibilities of the Board, the Chair and management and includes a description of those matters expressly reserved to the Board and those delegated to management. A copy of the Company's Board Charter, which forms part of the Company's Corporate Governance Plan, is available on the Company's website: https://solaraminerals.com.au/corporate-governance
Recommendation 1.2 A listed entity should: (c) undertake appropriate checks before appointing a director or senior executive or putting someone forward for election as a director; and (d) 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.	Adopted Material information in relation to a Director standing for election or re-election is provided in the relevant Notice of Meeting, including the candidate's background and experience, other material directorships, term of office, the Board's assessment of whether the candidate is independent and a statement as to whether the Board supports the election or re-election of the candidate. The Company undertakes appropriate checks in relation to prospective Directors and senior executives before they are appointed or employed.
Recommendation 1.3 A listed entity should have a written agreement with each Director and senior executive setting out the terms of their appointment.	Adopted The Company has written agreements with each of its Directors and senior executives setting out the terms of their appointment or employment.
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.	Adopted In accordance with the Company's Board Charter, the Company Secretary is accountable directly to the Board, through the Chair, on all matters relating to the proper functioning of the Board. The Board Charter also provides that the Company Secretary facilitates the flow of information between the Board, its committees and senior executives, assists with the implementation of Board policies and procedures and advises the Board on corporate governance matters.

Principle 1: Lay solid foundations for management and oversight	
Recommendation	Solara Minerals Limited Current Practice
Recommendation 1.5 A listed entity should: - have and disclose a diversity policy; - 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 - disclose in relation to each reporting period: - the measurable objectives set for that period to achieve gender diversity; - the entity's progress towards achieving those objectives; and - either - 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 - if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in the Workplace Gender Equality Act. <i>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.</i>	Adopted A copy of the Company's Diversity Policy, which forms part of the Company's Corporate Governance Plan, is available on the Company's website. The Diversity Policy provides a framework for the Company to establish and monitor measurable objectives for achieving diversity, including gender diversity. During the reporting period, the Board did not set measurable objectives for achieving gender diversity. The Company makes the following disclosures regarding the proportion of women within the organisation: - Women on the Board: 0% - Women in senior executive positions: 40% - Women across the whole organisation: 40% For the purposes of this disclosure, senior executives include the Chief Financial Officer.
Recommendation 1.6 A listed entity should: - have and disclose a process for periodically evaluating the performance of the Board, its committees and individual Directors; and - disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	Adopted The Company has adopted a Performance Evaluation Policy, which provides for an annual evaluation of the Board, its committees and individual directors. The policy also provides for an annual review of the role and performance of the Board, including an assessment of the Board's performance against the requirements of its charter, its interaction with management, the information provided to the Board and whether Directors require further professional development. A copy of the Performance Evaluation Policy, which forms part of the Company's Corporate Governance Plan, is available on the Company's website: https://solaraminerals.com.au/corporate-governance No performance evaluation of the Board, its committees or individual Directors was undertaken during the reporting period.
Recommendation 1.7 A listed entity should: - have and disclose a process for evaluating the performance of its senior executives at least once every reporting period; and - disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	Adopted The Company's Performance Evaluation Policy provides for an annual evaluation of the performance of senior executives against specific criteria, including the performance of the Company and its subsidiaries, achievement of strategic objectives and the development of management and personnel. No performance evaluation of senior executives was undertaken during the reporting period.
Principle 2: Structure the Board to be effective and add value	

Recommendation	Solara Minerals Limited Current Practice
Recommendation 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 the reporting period, the number of times the committee met throughout the period and the individual attendance 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.	Partially Adopted The Company does not have a separate nomination committee. The Board, acting in its ordinary capacity, performs the functions that would otherwise be undertaken by a nomination committee including the need for new Directors and assessing prospective candidates. In doing so the Board has regard to the skills, knowledge, experience, independence and diversity required to enable the Board to discharge its responsibilities effectively. The Company has adopted a Nomination Committee Charter which sets out the processes to be followed in relation to Board appointments, succession planning and Board composition. The Nomination Committee Charter forms part of the Company's Corporate Governance Plan, is available on the Company's website: https://solaraminerals.com.au/corporate-governance
Recommendation 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.	Not Adopted The Board has not adopted or disclosed a formal Board Skills Matrix. The Board regularly considers the mix of skills, experience and diversity represented on the Board when assessing its composition and succession requirements. The Board currently comprises three Directors with a range of business, technical and corporate experience relevant to the Company's activities. Biographical information on each Director is contained in the Annual Report and on the Company's website: https://solaraminerals.com.au/board-of-directors
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 of the ASX Corporate Governance Principles and Recommendations (4th Edition), but the Board is of the opinion that it does not compromise the independence of the Director, the nature of the interest, position or relationship in question and an explanation of why the Board is of that opinion; and (c) the length of service of each Director	Adopted (a) Adrian Di Menna – Independent (b) N/A (c) The length of service of each current Director as at 30 June 2026 is as follows: - o Adrian Di Menna – appointed 29 November 2023 – 2 years and 9 months - o James Robinson – appointed 10 December 2024 – 1 year and 9 months - o Anthony Rovira – appointed on 1 January 2025 – 1 year and 6 months
Recommendation 2.4 A majority of the Board of a listed entity should be independent Directors.	Not Adopted The Board currently comprises three Directors, of whom one, Mr Adrian Di Menna, is considered independent. Accordingly, a majority of the Board is not comprised of independent Directors.

	Having regard to the current size and composition of the Board, the nature and scale of the Company's activities and the experience of the existing Directors, the Board considers the present Board composition to be appropriate at this stage. The Board will continue to review its composition and independence as the Company's circumstances and activities develop.
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.	Adopted The Chair of the Company is an independent Director and is not the CEO or Managing Director.
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.	Adopted The Company has a program for the induction of new Directors and periodically considers whether existing Directors require further professional development to maintain the skills and knowledge necessary to perform their roles effectively. The Company Secretary facilitates the induction and professional development of Directors, and the Board Charter provides that Directors are expected to maintain the skills required to discharge their obligations and undertake continuing professional development as necessary.
Principle 3: Instil a culture of acting lawfully, ethically and responsibly	
Recommendation	Solara Minerals Limited Current Practice
Recommendation 3.1 A listed entity should articulate and disclose its values.	Adopted The Company has articulated its values within its Corporate Code of Conduct. The values include acting lawfully, ethically and responsibly, pursuing operational and commercial excellence, accountability, teamwork and responsible long-term management. A copy of the Corporate Code of Conduct, which forms part of the Company's Corporate Governance Plan, is available on the Company's website: https://solaraminerals.com.au/corporate-governance
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.	Adopted The Company has adopted a Corporate Code of Conduct, which applies to Directors, officers, executives, employees and, where applicable, to contractors and service providers. The Corporate Code of Conduct requires any material breach of the Code to be reported to the Board or a committee of the Board. It forms part of the Company's Corporate Governance Plan and is available on the Company's website: https://solaraminerals.com.au/corporate-governance
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.	Adopted The Board has adopted a Whistleblower Protection Policy which forms part of the Company's Corporate Governance Plan and is available on the Company's website: https://solaraminerals.com.au/corporate-governance The Whistleblower Protection Policy provides that any material incidents reported under the policy are to be reported to the Board or a committee of the Board. No material incidents were reported under the Whistleblower Protection Policy during the reporting period.
Recommendation 3.4 A listed entity should:	Adopted

(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.	The Company has adopted an Anti-Bribery and Anti-Corruption Policy, which forms part of the Company's Corporate Governance Plan and is available on the Company's website: https://solaraminerals.com.au/corporate-governance The Anti-Bribery and Anti-Corruption Policy provides that any material breaches of the policy are to be reported to the Board or a committee of the Board. No material breaches of the Anti-Bribery and Anti-Corruption Policy were reported during the reporting period.
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Principle 4: Safeguard the integrity of corporate reports

Recommendation	Solara Minerals Limited Current Practice
Recommendation 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.	Partially Adopted The Company does not have a separate Audit Committee. Given the current size and composition of the Board, the Board performs the functions that would otherwise be undertaken by the Audit Committee. In doing so, the Board employs processes to independently verify and safeguard the integrity of the Company's corporate reporting, including processes relating to the appointment and removal of the external auditor and the rotation of the audit engagement partner. The Company has adopted an Audit and Risk Committee Charter which sets out the processes to be followed in relation to these matters. The Audit and Risk Committee Charter forms part of the Company's Corporate Governance Plan and is available on the Company's website: https://solaraminerals.com.au/corporate-governance
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 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.	Adopted Prior to approving the Company's financial statements for the reporting period, the Board received declarations from the CEO and CFO that, in their opinion, the financial records of the Company had been properly maintained, the financial statements complied with the appropriate accounting standards and gave a true and fair view of the Company's financial position and performance, and that their opinion was formed on the basis of a sound system of risk management and internal control which was 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.	Adopted The Company has processes in place to verify the integrity of any periodic corporate report released to the market that is not audited or reviewed by an external auditor. Such reports are subject to internal review and verification by appropriate members of management and, where applicable, the Board prior to release to the market.

Principle 5: Make timely and balanced disclosure

Recommendation	Solara Minerals Limited Current Practice
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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.	Adopted The Company has adopted a Continuous Disclosure Policy, which sets out the processes and procedures designed to ensure compliance with its continuous disclosure obligations under the ASX Listing Rules, including Listing Rule 3.1. A copy of the Continuous Disclosure Policy, which forms part of the Company's Corporate Governance Plan, is available on the Company's website: https://solaraminerals.com.au/corporate-governance
Recommendation 5.2 A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	Adopted The Company's Continuous Disclosure Policy provides that all members of the Board are to receive copies of all material market announcements promptly after they have been released to the market.
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.	Adopted The Company's Continuous Disclosure Policy provides that any new and substantive investor or analyst presentation will be released on the ASX Market Announcements Platform ahead of the presentation.
Principle 6: Respect the rights of security holders	
Recommendation	Solara Minerals Limited Current Practice
Recommendation 6.1 A listed entity should provide information about itself and its governance to investors via its website.	Adopted The Company provides information about itself and its corporate governance practices to investors through its website. The Company's Corporate Governance plan included key governance charters and policies and is available on the Company's website: https://solaraminerals.com.au/corporate-governance
Recommendation 6.2 A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	Adopted The Company has adopted a Shareholder Communications Strategy designed to facilitate effective communication with shareholders and the investment community. As part of its investor relations program, shareholders may register to receive email notifications of Company announcements and reports and shareholder queries are referred to the Company Secretary, with significant comments or concerns conveyed to the Board and relevant senior executives. The Shareholder Communications Strategy forms part of the Company's Corporate Governance Plan, is available on the Company's website: https://solaraminerals.com.au/corporate-governance
Recommendation 6.3 A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	Adopted The Company encourages security holders to participate in General Meetings and Annual General Meetings and provides information with its Notice of Meeting to facilitate the participation. Security holders who are unable to attend may submit questions or comments in advance of the meeting, including questions for the Board or the Company's external auditor. The Company also seeks to use appropriate technology to facilitate participation in meetings where appropriate

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.	Adopted All resolutions at meetings of security holders are decided by 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.	Adopted The Company provides security holders with the option to receive communications electronically. Security holders may also communicate electronically with the Company, including through the Company's investor relations and shareholder communication channels.
Principle 7: Recognise and manage risk	
Recommendation	Solara Minerals Limited Current Practice
Recommendation 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 process it employs for overseeing the entity's risk management framework.	Partially Adopted The Company does not have a separate Risk Committee. Given the current size and composition of the Board, the Board performs the functions that would otherwise be undertaken by a Risk Committee. The Board oversees the Company's risk management framework and considers material business, operational, financial and other risks as part of its ongoing oversight responsibilities. The Company has adopted an Audit and Risk Committee Charter which sets out the processes to be followed in relation to risk oversight. The Audit and Risk Committee Charter forms part of the Company's Corporate Governance Plan and is available on the Company's website: https://solaraminerals.com.au/corporate-governance
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.	Not Adopted The Board did not undertake a formal review of the Company's risk management framework during the reporting period in accordance with the Audit and Risk Committee Charter. The Board nevertheless considers and addresses individual risks on an ongoing basis as part of its oversight of the Company's operations and activities.
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.	Not Adopted The Company does not have a formal internal audit function. In the absence of a formal internal audit function the Board oversees the effectiveness of the Company's governance, risk management and internal control processes. In carrying out these functions, the Board has regard to the processes set out in the Company's Audit and Risk Committee Charter, including periodically reviewing the need for a formal internal audit function and reviewing risk management, internal compliance procedures and internal controls.

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.	Adopted The Company has exposure to environmental risks arising from its mineral exploration and development activities, including risks associated with compliance with environmental laws and regulations along with, where applicable, changes to environmental regulatory requirements. The Company manages these risks through compliance with applicable environmental laws and regulations and through its environmental, social and governance framework. The Company has adopted an Environmental, Social and Governance Policy which provides a framework for identifying, assessing and managing environmental and social risks associated with its activities. The Environmental, Social and Governance Policy forms part of the Company's Corporate Governance Plan and is available on the Company's website: https://solaraminerals.com.au/corporate-governance
Principle 8: Remunerate fairly and responsibly	
Recommendation	Solara Minerals Limited Current Practice
Recommendation 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.	Partly Adopted The Company does not have a separate Remuneration Committee. Given the current size and composition of the Board, the Board performs the functions that would otherwise be undertaken by a Remuneration Committee. In performing these functions, the Board considers matters including executive and Director remuneration, remuneration policies, incentive arrangements and other remuneration-related matters, and may obtain external advice where considered appropriate. The Company has adopted a Remuneration Committee Charter which sets out the processes to be followed in relation to these matters. The Remuneration Committee Charter forms part of the Company's Corporate Governance Plan and is available on the Company's website: https://solaraminerals.com.au/corporate-governance
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.	Adopted The Company's policies and practices regarding the remuneration of Non-Executive Directors, Executive Directors and other senior executives are disclosed in the Remuneration Report contained in the Company's Annual Report. The processes relating to executive remuneration, including the review of remuneration arrangements and incentive structures, are set out in the Company's Remuneration Committee Charter, which forms part of the Company's Corporate Governance Plan
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.	Adopted The Company has an equity-based remuneration scheme comprising an Employee Incentive Securities Plan. The Plan prohibits participants from entering into any arrangement for the purpose of hedging their economic exposure to a Convertible Security granted under the Plan. The Company's Trading Policy forms part of the Company's Corporate Governance Plan and is available on the Company's website: https://solaraminerals.com.au/corporate-governance

Corporate Governance Statement dated 30 June 2026

Approved by the Board 29 September 2026.