

Appendix 4G

Key to Disclosures

Corporate Governance Council Principles and Recommendations

Name of entity

CETTIRE LIMITED

ABN/ARBN

645 474 166

Financial year ended:

30 JUNE 2026

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

☐ These pages of our annual report:

☒ This URL on our website:

<https://www.cettireinvestors.com/governance>

The Corporate Governance Statement is accurate and up to date as at *[insert effective date of statement]* 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:

Anita Addoriso – 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.	☒ and we have disclosed a copy of our board charter at: https://www.cettireinvestors.com/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.	☒	☐ 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.

Appendix 4G
Key to Disclosures Corporate Governance Council Principles and Recommendations

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
1.5	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: https://www.cettireinvestors.com/governance	☒ 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) in our Corporate Governance Statement and whether a performance evaluation was undertaken for the reporting period in accordance with that process in our Corporate Governance Statement	☐ set out in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable

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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) in our Corporate Governance Statement and whether a performance evaluation was undertaken for the reporting period in accordance with that process in our Corporate Governance Statement	☐ set out in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable

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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: https://www.cettireinvestors.com/governance and the information referred to in paragraphs (4) and (5) are in the Director's Report contained in the 2025 Annual Report located at https://www.cettireinvestors.com/publications	☐ 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 in our Corporate Governance Statement	☐ set out in our Corporate Governance Statement OR ☐ 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.	☒ and we have disclosed the names of the directors considered by the board to be independent directors, the information referred to in paragraph (b) and the length of service of each director in our Corporate Governance Statement	☐ set out in our Corporate Governance Statement

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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 in our 2026 Annual Report, available at: https://www.cettireinvestors.com/publications [insert location]	☐ 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: https://www.cettireinvestors.com/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.	☒ and we have disclosed our whistleblower policy at: https://www.cettireinvestors.com/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.	☒ and we have disclosed our anti-bribery and corruption policy at: https://www.cettireinvestors.com/governance	☐ set out in our Corporate Governance Statement

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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.	☒ We have disclosed a copy of the charter of the committee at: https://www.cettireinvestors.com/governance and the information referred to in paragraphs (4) and (5) in our Director's Report contained in the 2026 Annual Report located at https://www.cettireinvestors.com/publications	☐ 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

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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: https://www.cettireinvestors.com/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.	☒	☐ 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://www.cettireinvestors.com/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.	☒	☐ 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 in our Corporate Governance Statement	☐ 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

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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
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.	☒ We have disclosed a copy of the charter of the committee at: https://www.cettireinvestors.com/governance and the information referred to in paragraphs (4) and (5) are in the Director's Report contained in the 2026 Annual Report located at https://www.cettireinvestors.com/publications	☐ 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 in our Corporate Governance Statement	☐ set out in our Corporate Governance Statement

Key to Disclosures Corporate Governance Council Principles and Recommendations

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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 (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 in our Corporate Governance Statement	☒ 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 in our Corporate Governance Statement	☐ set out in our Corporate Governance Statement

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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.	☒ We have disclosed a copy of the charter of the committee at: https://www.cettireinvestors.com/governance and the information referred to in paragraphs (4) and (5) are in the Director's Report contained in the 2026 Annual Report located at https://www.cettireinvestors.com/publications	☐ 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 in the Remuneration Report contained in the 2026 Annual Report located at: https://www.cettireinvestors.com/publications	☐ 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 included in our Corporate Governance Statement.	☐ 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

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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
ADDITIONAL DISCLOSURES APPLICABLE TO EXTERNALLY MANAGED LISTED ENTITIES			
-	<i>Alternative to Recommendation 1.1 for externally managed listed entities:</i> 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: <i>[insert location]</i>	☐ set out in our Corporate Governance Statement

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-	<i>Alternative to Recommendations 8.1, 8.2 and 8.3 for externally managed listed entities:</i> 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: <i>[insert location]</i>	☐ set out in our Corporate Governance Statement

CETTIRE

Level 40/140 William Street
Melbourne VIC 3000

2026 Corporate Governance Statement Cettire Limited

ACN 645 474 166

The Board of Directors (**Board**) Cettire Limited (**Cettire** or **Company**) believes that the success of Cettire's business is strengthened by implementing clearly articulated policies and procedures to enhance accountability, efficiency and the reliable measurement of performance.

The governance measures adopted by the Board reflect the Board's endorsement of the recommendations contained in the ASX Corporate Governance Council's Principles and Recommendations (4th edition) (**Principles**). This Corporate Governance Statement discloses the extent to which Cettire meets the Principles and if it does not, why not, for the financial year ending 30 June 2026 (**Reporting Period**). The Principles are not mandatory. The commentary addresses the reasons for any departure from the Principles, and the legend below has been used to summarise the status of Cettire's compliance with the Principles.

The Company's corporate governance policies and charters are available in a dedicated 'governance' section on the Company's website at <https://www.cettireinvestors.com/governance>. This Corporate Governance Statement and all of the policies and charters referred to within it can be viewed on the Website.

This Corporate Governance Statement was approved by the Board on 29 September 2026.

Cettire's governance practices meet the Principle	
Cettire's governance practices have partially met the Principle and/or Cettire is working towards meeting the Principle	
Cettire's governance practices do not meet the Principle	

PRINCIPLE 1 - Lay solid foundation for management and oversight

1.1	The Board (and each of its Directors) has outlined in its Board Charter, its roles and responsibilities as well as the delegated responsibilities to Board committees (Committees). The Board is responsible for the overall governance of the Company as well as to provide strategic guidance and oversight of financial management, risk and controls for the Company through effective oversight of the Chief Executive Officer (CEO) and the executive leadership team (Management or Senior Executives). The Board has delegated the implementation of corporate strategy, its business plans and the day-to-day management of its operations to the CEO and Management. A copy of the Board Charter is available on Cettire's corporate Website.	☒
1.2	Cettire carries out appropriate background and reference checks on all Directors and Senior Executives prior to their appointment. The Company provides shareholders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a Director at general meetings.	☒
1.3	All Directors and Senior Executives have a written letter of appointment and/or employment agreement with the Company setting out the terms and conditions of appointment including roles, responsibilities, rights and obligations to the Company.	☒
1.4	In accordance with the Board Charter, the Company Secretary is accountable directly to the Board, through the Chair, on all matters to do with the proper functioning of the Board. The key role and responsibilities of the Company Secretary are set out in the Board Charter.	☒

1.5	The Company is committed to ensuring an inclusive workplace that encourages and embraces diversity. The Company has a Diversity Policy which provides a framework for Cettire to achieve workplace diversity and includes the commitment of the Board to aim for setting measurable objectives and the requirement to annually assess progress towards any set measurable objectives. The Diversity Policy is available on Cettire’s corporate Website. Cettire is an equal opportunity employer and promotes a culture supportive of diversity and an inclusive workplace where employee differences in gender, age, culture, disability and lifestyle choice are valued. The unique skills, perspectives and experience that Cettire’s employees bring to the table encourage a level of creativity and innovation in thought that better represents Cettire’s diverse customer base, ultimately driving improved business performance and outcomes. The Company’s recruitment and selection practices will continue to be structured so that a diverse range of candidates are considered for all positions in the Company, from Board-level down. However, all recruitment will be merit based, ensuring the most appropriately qualified and experienced person is employed for each role. Given the current size of Cettire, the Company does not report under the Workplace Gender Equality Act 2012 (Cth). As at the end of the Reporting Period, Cettire employed 92 people, being 47 women and 45 men (including Directors and Senior Executives). The proportion of the Cettire workforce as at the end of the Reporting Period was: <table data-bbox="636 1029 1472 1167"> <tr> <th></th><th>Male</th><th>Female</th></tr> <tr> <td>Board of Directors</td><td>80%</td><td>20%</td></tr> <tr> <td>Senior Executives</td><td>75%</td><td>25%</td></tr> <tr> <td>Cettire Workforce</td><td>49%</td><td>51%</td></tr> </table> Given the current size and nature of Cettire’s operations, the Board has not set measurable objectives for achieving gender diversity, noting that Cettire actively encourages gender diversity at all levels within the group.		Male	Female	Board of Directors	80%	20%	Senior Executives	75%	25%	Cettire Workforce	49%	51%	
	Male	Female												
Board of Directors	80%	20%												
Senior Executives	75%	25%												
Cettire Workforce	49%	51%												

1.6	In accordance with the Board Charter, the Board is required, at least once per year and with the advice and assistance of the Remuneration and Nomination Committee, to review and evaluate the performance of the Board, its committees and individual directors against the relevant charters, corporate governance policies and agreed goals and objectives (as applicable). The Board ensures that an evaluation of the Board, its committees and individual directors is undertaken in accordance with the Board Charter and has done so in respect of the Reporting Period. The results of the evaluation are used for ongoing Board, Committee and Director development and improvement. The Board Charter and Remuneration and Nomination Committee Charter is available on Cettire's corporate Website.	☒
1.7	In accordance with the Remuneration and Nomination Committee Charter, the Remuneration and Nomination Committee is required to review and make recommendations to the Board about the performance of Senior Executives. The Remuneration and Nomination Committee Charter is available on Cettire's corporate Website. The Remuneration and Nomination Committee develops and undertakes this evaluation at least annually and has done so in respect of the Reporting Period. Senior Executives have detailed job descriptions and annual key performance indicators (KPIs) which have been set by the Board, having regard to the objectives and long-term strategies of the business. The performance of Senior Executives has been assessed against these KPIs for the Reporting Period. KPIs for FY27 will be determined in line with key objectives of the business and performance against those KPIs will be assessed in mid-late 2027.	☒

PRINCIPLE 2 - Structure the board to be effective and add value

2.1	The Board has a combined Remuneration and Nomination Committee to oversee the remuneration, selection and appointment practices of the Company. The Remuneration and Nomination Committee is governed by a Remuneration and Nomination Committee Charter. The Remuneration and Nomination Committee Charter is available on Cettire's corporate Website. The Remuneration and Nomination Committee, as at the end of the Reporting Period, consisted of 4 members: Mr Steven Fisher (Independent Committee Chair), Ms Caroline Elliott, Mr Jonathan Gidney and Mr Rowan Lang, each of whom are independent non-executive directors. Mr Daniel Agostinelli and Mr Richard Dennis were also members of the Remuneration and Nomination Committee until their retirements on 29 August 2025 and 31 March 2026, respectively. As at the end of the Reporting Period, all non-executive directors are members of the Remuneration and Nomination Committee. In the event that the Remuneration and Nomination Committee reduces its composition, then all non-executive directors will have a standing invitation to attend Remuneration and Nomination Committee meetings. The Remuneration and Nomination Committee must meet at least twice a year and did so in respect of the Reporting Period. The Company has provided details as to the number of meetings held and the individual attendances of the members at those meetings for the period in its 2026 Annual Report which is available on Cettire's corporate Website.	☒
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2.2

Directors with the desired skills and expertise are carefully selected for appointment to the Board. In particular, the Board considers the skills and expertise required to complement the existing Directors and the needs of the Cettire business. The strengths, Board. The skills and capabilities of the Directors are set out in the 2026 Annual Report.

In assessing the desired skills and expertise of potential directors, the Board, on the recommendation of the Remuneration and Nomination Committee, takes into consideration the current Board Skills Matrix – being skills, expertise and traits in the following areas:

Skills / Experience / Knowledge:
Leadership which includes Executive and Non-Executive roles
Strategy, growth, business development, mergers & acquisitions experience
Core Industry related Experience incorporating:
Retail, e-commerce and other complementary industries
Digital technology
Consumer / Customer focus including for luxury, unique and 5 star brands
Broader aspects of Business Acumen incorporating:
Financial acumen
Risk Management, legal and compliance, governance and regulatory
Diversity, WHS and CSR
Shareholder/Investor relations

The Board and Remuneration and Nomination Committee refers to this matrix when considering whether its size, composition, diversity and skills are sufficient to discharge its duties and responsibilities effectively. It is also used by the Board and Remuneration and Nomination Committee to identify any gaps in the skills or experience of the Board.

The Board, having regard to Cettire’s stage of development and the collective experience and expertise of the Directors, considers that the current composition of the Board (and its Committees) is appropriate.

The Board conducts a review of the Board Skills Matrix on an ‘as needs’ basis as well as when there is any material shift in the Company’s strategic direction.

2.3	Cettire assesses the independence of its Directors against the requirements for independence set out in the Board Charter which reflect the independence criteria set out in the Principles. Director independence is initially assessed upon each director's appointment and reviewed periodically, or as required when a new personal interest or conflict of interest is disclosed. Directors are required to disclose all actual, perceived or potential conflicts of interest on an ongoing basis to the Board and the Company Secretary. To facilitate this, interests of directors of the Company are considered at each Board meeting. The Board considers each of the directors below to be independent during the Reporting Period: • Mr Steven Fisher, Non-Executive Chair: 26 February 2025 to present; • Ms Caroline Elliott, Non-Executive Director: 24 September 2024 to present; • Mr Jonathan Gidney, Non-Executive Director: 10 July 2025 to present; • Mr Rowan Lang, Non-Executive Director: 31 March 2026 to present; • Mr Daniel Agostinelli, Non-Executive Director: retired on 29 August 2025; and • Mr Richard Dennis, Non-Executive Director: retired on 31 March 2026. Mr Dean Mintz was appointed CEO and Executive Director of Cettire on 29 October 2020. Mr Mintz was assessed as being non independent for the Reporting Period due to his executive responsibilities and substantial shareholding in the Company as Cettire's founder.	☒
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2.4	During the Reporting Period, the Board consisted of a majority of independent directors.	☒
2.5	During the Reporting Period, the Chair of the Board was an independent director and not the CEO of the Company.	☒
2.6	All Non-Executive and Executive Directors have had induction into the business of the Company prior to accepting their appointment and have received continuing information on Cettire and its operations since being appointed. Directors are also given access to continuing education in relation to the Company, extending to its business, the industry in which it operates, and other information required by them to discharge the responsibilities of their office. The Remuneration and Nomination Committee may, from time to time, identify appropriate professional development opportunities for Directors to develop and maintain the skills and knowledge needed to perform their duties as a director effectively. The Remuneration and Nomination Committee is also tasked with advising the Board on an induction program for new directors to provide knowledge about the Company and an understanding of its operations, as required.	☒

PRINCIPLE 3 - Instill a culture of acting lawfully, ethically and responsibly

3.1	The Company's values are the guiding principles and norms that define what type of organisation it aspires to be and what it requires from its directors, employees, and related parties. The Company's values which have been outlined in the 2026 Annual Report.	☒
3.2	Cettire has a Code of Conduct which applies to all directors, officers, employees and contractors of the Company. The overriding principle is that Cettire must operate legally, ethically, safely and with adherence to the highest standards of propriety and business ethics. The Board Charter also prescribes the conduct expected of individual directors in discharging their duties as a director. In accordance with the terms of the Code of Conduct, breaches may result in disciplinary action, including dismissal and will be reported to the Board. The Code of Conduct is available on Cettire's corporate Website.	☒

3.3	The Company adopted a Whistleblower Policy which supports the Company's commitment to ethical behaviour and a culture of compliance and honesty and encourages reporting unethical behaviour and misconduct without fear of possible adverse repercussions as a result. All reports made under the Whistleblower Policy will be reviewed and, where appropriate, investigated at the earliest opportunity. Any findings will be managed promptly. The way in which a disclosure is managed will be determined on a case-by-case basis, having regard to the nature of the specific matter reported. Subject to confidentiality requirements, any reports made will be reported to the Audit and Risk Committee. The Whistleblower Policy is available on Cettire's corporate Website.	☒
3.4	Cettire is committed to conducting its business and operations with honesty, integrity and the highest standard of ethical behaviour with zero tolerance for bribery and corruption in any form. The Company has adopted an Anti-Bribery and Corruption Policy that applies to all Directors, officers, employees and contractors. The Company's Anti-Bribery and Corruption Policy works in parallel with Cettire's Code of Conduct which requires directors, officers, employees and contractors to act honestly, legally and ethically in all business dealings and specifically prohibits any act which is intended to improperly obtain favourable, or avoid unfavourable, treatment. Any material breaches of the Anti-Bribery and Corruption Policy will be reported to the Audit and Risk Committee, and substantiated breaches may result in disciplinary action, including dismissal. Cettire encourages all employees and contractors to raise concerns with a member of Management or in accordance with the Company's Whistleblower Policy. The Anti-Bribery and Corruption Policy is available on Cettire's corporate Website.	☒

PRINCIPLE 4 - Safeguard the integrity of corporate reports

4.1	The Board has a combined Audit and Risk Committee to oversee the management of financial and internal risks and to ensure a sound system of risk management is in place. This includes confirming the quality and reliability of the financial information prepared by the Company, working with the external auditor and reviewing non-audit services provided by the external auditor, to ensure external audit independence is maintained. The Audit and Risk Committee is governed by an Audit and Risk Committee Charter which is available on Cettire's corporate Website. The Audit and Risk Committee, as at the end of the Reporting Period, consisted of 4 members: Mr Jonathan Gidney (Independent Committee Chair), Mr Steven Fisher, Ms Caroline Elliott, and Mr Rowan Lang, each of whom are independent non-executive directors. Mr Daniel Agostinelli and Mr Richard Dennis were also members of the Audit and Risk Committee until their retirements on 29 August 2025 and 31 March 2026, respectively. The Chair of the Audit and Risk Committee is not the same person as the Chair of the Board. As at the end of the Reporting Period, all non-executive directors are members of the Audit and Risk Committee. In the event that the Audit and Risk Committee reduces its composition, then all non-executive directors will have a standing invitation to attend Audit and Risk Committee meetings. The Audit and Risk Committee must meet at least twice a year and did so in respect of the Reporting Period. The Company has provided details as to the number of meetings held and the individual attendances of the members at those meetings for the period in its 2026 Annual Report which is available on Cettire's corporate Website.	☒
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4.2	Prior to the Board approving Cettire's financial statements for a financial period, the Board ensures that it receives from the Company's CEO and CFO a declaration that, in their opinion, the financial records of the Company 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 Company, and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.	☒
4.3	Cettire will disclose in its annual reports, or in an applicable periodic corporate report that has not been audited or reviewed by an external auditor, the process used to verify the integrity of the financial report. The Company has not published any such reports during the Reporting Period. Periodic reports to the market which are not audited or reviewed by external auditors are subject to Management review to ensure all content is materially accurate and appropriate. The Board reviews and approves all material ASX market announcements prior to the release. Cettire's external auditor will be requested to attend the AGM and make themselves available to answer questions from security holders relevant to the audit.	☒

PRINCIPLE 5 - Make timely and balanced disclosure

5.1	Cettire is committed to taking a proactive approach to continuous disclosure and creating a culture within the Company that promotes and facilitates compliance with the Company's continuous disclosure obligations. The Board aims to ensure that shareholders are informed of all material matters concerning Cettire, including its financial position, performance, ownership and governance, and that the Company complies with its disclosure obligations under the Corporations Act and ASX Listing Rules. Such disclosures are made through the ASX and shown on the Company's website in a timely manner. The Continuous Disclosure Policy is available on Cettire's corporate Website.	☒
5.2	The Company Secretary is responsible for ensuring that all Directors receive a copy of all material market announcements promptly after they have been made.	☒
5.3	Cettire releases any substantive investor and/or analyst presentations to the ASX ahead of the relevant presentation being presented.	☒

PRINCIPLE 6 - Respect the rights of security holders

6.1	Cettire provides investors with comprehensive and timely access to information about itself and its governance on its corporate Website. Available information includes copies of Cettire's Constitution, Board and Committee Charters, key corporate governance policies and copies of all information lodged with ASX. Copies of announcements, Annual Reports and Notices of Shareholder Meetings are all made available on the Company's website. The Company's core values is disclosed in its Annual Report and not included on the Company's website. Additionally, the Company does not include the biographical information of the Directors or Management on its website. Director biographical information can be located in Cettire's annual reports which are available on Cettire's corporate Website.	☒
6.2	Cettire's investor relations program seeks to facilitate effective two-way communication with investors and a conscious effort is made to meet with investors during the year and particularly after the release of the half and full year results. Cettire seeks to utilise numerous modes of communication, including electronic communication to ensure that its communication with shareholders is timely, clear and accessible. Shareholders are able to contact the Company via various means including email, phone, mail and in person at general meetings and at periodic investor relations road shows for institutional investors. Contact details are provided on all communications and are available on Cettire's corporate website. The Company has a Continuous Disclosure and Communication Policy, and a copy is available on Cettire's corporate Website.	☒

6.3	Cettire recognises the important rights of shareholders and strives to communicate with shareholders regularly and clearly. All shareholders are invited to attend the Company's shareholder general meetings either in person or by proxy, attorney or representative. Shareholders are encouraged to actively participate by asking questions of the Board, Management and, where appropriate, the external auditor. Shareholders also have an opportunity to submit questions and/or comments to the Board or to the Company's external auditor, regardless of whether the shareholder is able to attend.	☒
6.4	The Company ensures that all substantive resolutions at any general meeting of shareholders are decided by a poll rather than by a show of hands.	☒
6.5	Cettire's contact details are available on its corporate website and the Company encourages shareholders to submit questions or requests for information directly to the Company via email. The Company also encourages shareholders to update their personal information, elect to receive communications electronically, or submit any questions related to their shareholding in the Company to the Company's share registry, Automic. Cettire's share registry's contact details are also available on the corporate website.	☒

PRINCIPLE 7 - Recognise and manage risk

7.1	The Board is responsible for oversight of the Company's overall system of internal control and provides final approval and direction on any risk management issues. To assist the Board in discharging its risk management responsibilities, the Board has a combined Audit and Risk Committee to oversee the management of financial and internal risks and to ensure a sound system of risk management is in place. This includes overseeing risks and ensuring implementation of a sound system of risk management. The Audit and Risk Committee is governed by an Audit and Risk Committee Charter. The Audit and Risk Charter is available on Cettire's corporate Website. The Audit and Risk Committee, as at the end of the Reporting Period, consisted of 4 members: Mr Jonathan Gidney (Independent Committee Chair), Mr Steven Fisher, Ms Caroline Elliott and Mr Rowan Lang, each of whom are independent non-executive directors. Mr Daniel Agostinelli and Mr Richard Dennis were also members of the Audit and Risk Committee until their retirements on 29 August 2025 and 31 March 2026, respectively. The Chair of the Audit and Risk Committee is not the same person as the Chair of the Board. As at the end of the Reporting Period, all non-executive directors are members of the Audit and Risk Committee. In the event that the Audit and Risk Committee reduces its composition, then all non-executive directors will have a standing invitation to attend Audit and Risk Committee meetings. The Audit and Risk Committee must meet at least twice a year and did so in respect of the Reporting Period. The Company has provided details as to the number of meetings held and the individual attendances of the members at those meetings for the period in its 2026 Annual Report which is available on Cettire's corporate Website.	
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7.2	The Audit and Risk Committee annually reviews and evaluates the effectiveness of Cettire’s risk management framework, including whether it is operating within the risk appetite set by the Board. The division of responsibility between the Board, the Audit and Risk Committee and Management aims to ensure that specific responsibilities for risk management are clearly communicated and understood. Risk management is considered periodically by the Audit and Risk Committee and regularly by the Board. In its annual report, the Company outlines key risk areas. In addition, operational and financial risks are reported on regularly by Management across key areas – regulatory compliance, people, financial, supply chain, technology and cyber security. Specific risk management objectives are identified and incorporated into Senior Executive KPIs for each financial year.	☒
7.3	Due to Cettire’s current size and business circumstances, the Company does not have an internal audit function. The Company will reconsider this decision as appropriate and appoint an internal auditor if and when the Company considers this necessary. The Audit and Risk Committee is responsible for reviewing at least annually the effectiveness of the Company’s risk management and internal control systems and make relevant recommendations to the Board. In discharging its duties, the Audit and Risk Committee has unrestricted access to all staff and to the Company’s external auditor, to seek information and explanations from them. The Audit and Risk Committee proactively makes recommendations to the Board in relation to the outputs of the financial reporting and disclosure processes and with respect to risk management and internal control.	☐

7.4	As a listed company with multi-national operations, Cettire is exposed to economic, environmental and social sustainability risks including exposure to North America, APAC, European and Asian economies where market sectors have the ability to materially impact the Company’s operations and financial position (such as the impact of exchange rates, tariffs and other trade inhibitors, and international supply chains). Cettire has historically sought to mitigate these risks through its business diversity and the strategic and operational actions of Board and Management. With regards to social sustainability, Cettire conducts periodic training and reviews in respect of its Code of Conduct, Whistleblower Policy, and Anti-Bribery and Corruption Policy as well as cyber and OH&S training. In accordance with the Modern Slavery Act 2018 (Cth), Cettire prepares and submits annually a Modern Slavery Statement which outlines the actions Cettire has taken, and which it continues to take, in its commitment to assess risks of modern slavery within its business and supply chain. Cettire regards its exposure to environmental risks as low. The Company, through its Audit and Risk Committee, assess and oversee the mitigation of these risks and provide details of such risk to the Board. The Company also outlines key risk areas in its annual reports.	
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PRINCIPLE 8 - Remunerate fairly and responsibly

8.1	The Board has a combined Remuneration and Nomination Committee to oversee the remuneration, selection and appointment practices of the Company. This includes reviewing and making recommendations to the Board on remuneration packages and policies relating to the Directors and Senior Executives to ensure that the remuneration policies and practices are consistent with Cettire's strategic objectives, to attract, retain and motivate high calibre Senior Executives and to ensure that their interests are aligned with those of shareholders. The Remuneration and Nomination Committee is governed by a Remuneration and Nomination Committee Charter. The Remuneration and Nomination Committee Charter is available on Cettire's corporate Website. The Remuneration and Nomination Committee, as at the end of the Reporting Period, consisted of 4 members: Mr Steven Fisher (Independent Committee Chair), Ms Caroline Elliott, Mr Jonathan Gidney and Mr Rowan Lang, each of whom are independent non-executive directors. Mr Daniel Agostinelli and Mr Richard Dennis were also members of the Remuneration and Nomination Committee until their retirements on 29 August 2025 and 31 March 2026, respectively. As at the end of the Reporting Period, all non-executive directors are members of the Remuneration and Nomination Committee. In the event that the Remuneration and Nomination Committee reduces its composition, then all non-executive directors will have a standing invitation to attend Remuneration and Nomination Committee meetings. The Remuneration and Nomination Committee must meet at least annually and did so in respect of the Reporting Period. The Company has provided details as to the number of meetings held and the individual attendances of the members at those meetings for the period in its 2026 Annual Report which is available on Cettire's corporate Website.	☒
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8.2	The Remuneration and Nomination Committee is responsible for setting and reviewing the policies and practices of the Company regarding the remuneration of Non-Executive Directors and the remuneration of Executive Directors and other Senior Executives. Policies and practices regarding remuneration of Non-Executive Directors, Executive Directors and Senior Executives for the Reporting Period are disclosed by the Company in its 2026 Annual Report which is available on Cettire's corporate Website.	☒
8.3	Cettire has a Securities Trading policy which applies to all employees, officers and Directors of the Company and outlines conduct, procedures, closed trading periods and restrictions, including restrictions which operate to limit the economic risk relating to securities granted under an employee incentive plan or as part of the employee's remuneration. The Company's Securities Trading Policy is available on Cettire's corporate Website.	☒