

Appendix 4G

Key to Disclosures

Corporate Governance Council Principles and Recommendations

Name of entity

Identitii Limited

ABN/ARBN

83 603 107 044

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.identitii.com/legal/governance>

The Corporate Governance Statement is accurate and up to date as at 29 September 2026 and has been approved by the board.

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

Date: 30 September 2026

Name of authorised officer
authorising lodgement: Elissa Hansen

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.identitii.com/legal/governance	
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.	☒	
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	☒	
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.	☒	

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.

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.	We have disclosed a copy of our diversity policy at: https://www.identitii.com/legal/governance	☒ set out in our Corporate Governance Statement
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: https://www.identitii.com/legal/governance and whether a performance evaluation was undertaken for the reporting period in accordance with that process: in our Corporate Governance Statement	

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 <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: ⁵
1.7	A listed entity should: (a) have and disclose a process for evaluating the performance of its senior executives at least once every reporting period; and (b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	☒ and we have disclosed the evaluation process referred to in paragraph (a) at: https://www.identitii.com/legal/governance and whether a performance evaluation was undertaken for the reporting period in accordance with that process: in our Corporate Governance Statement	

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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.	☒ and we have disclosed a copy of the charter of the committee at: https://www.identitii.com/legal/governance and the information referred to in paragraphs (4) and (5) at: in our Annual Report.	
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.	
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: in our Corporate Governance Statement and the length of service of each director at: 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

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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
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.	☒	
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 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.identitii.com/legal/governance	
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.identitii.com/legal/governance	
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.identitii.com/legal/governance	

Key to Disclosures Corporate Governance Council Principles and Recommendations

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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.	and we have disclosed a copy of the charter of the committee at: https://www.identitii.com/legal/governance and the information referred to in paragraphs (4) and (5) at: in our Annual Report.	☒ 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.	☒	
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.	☒	

Key to Disclosures Corporate Governance Council Principles and Recommendations

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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.identitii.com/legal/governance	
5.2	A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	☒	
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.	☒	
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.identitii.com/legal/governance	
6.2	A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	☒	
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	
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.	☒	
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.	☒	

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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: https://www.identitii.com/legal/governance and the information referred to in paragraphs (4) and (5): in our Annual Report.	☒ 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.	
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.	☒ 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	

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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: in our Corporate Governance Statement	

Key to Disclosures Corporate Governance Council Principles and Recommendations

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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.	☒ and we have disclosed a copy of the charter of the committee at: https://www.identitii.com/legal/governance and the information referred to in paragraphs (4) and (5) in: our Annual Report	
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 our Annual Report	
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 https://www.identitii.com/legal/governance	

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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.	N/A	
9.2	A listed entity established outside Australia should ensure that meetings of security holders are held at a reasonable place and time.	N/A	
9.3	A listed entity established outside Australia, and an externally managed listed entity that has an AGM, should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.	N/A	
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.	N/A	
-	<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.	N/A	



ASX:ID8

2026 Corporate Governance Statement



Identitii Limited ACN 603 107 044

c/- Boardroom Pty Ltd, Level 8, 210 George Street,
Sydney NSW 2000
identitii.com

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

Background

Identitii Limited ("**Identitii**", "**the Company**") is committed to adopting best practice in corporate governance where these practices are appropriate for the business.

The corporate governance arrangements for Identitii are set by the Board having regard to the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (4th Edition), the governance standards adopted generally by companies of a similar size to Identitii and in the best interests of Identitii and its shareholders. The principal features of Identitii's governance framework are set out in this Corporate Governance Statement together with the extent to which Identitii follows the recommendations set by the ASX Corporate Governance Council.

ASX Corporate Governance Principles and Recommendations

The ASX Corporate Governance Council has developed and released its fourth edition of the corporate governance recommendations for Australian listed entities (ASX Recommendations) in order to promote investor confidence and to assist companies to meet stakeholder expectations. The recommendations are not prescriptions, but guidelines. However, under the Listing Rules, Identitii is required to provide a statement annually disclosing the extent to which it has followed the ASX Recommendations in the relevant reporting period. Where Identitii does not follow a recommendation, it must identify the recommendation that has not been followed and give reasons for not following it and must also disclose what (if any) alternative governance practices it adopted in lieu of the recommendation during that period.

The Company's current departures from the ASX Recommendations are included at Section 13 below.

The key aspects of the Board's governance practices are summarised below. These charters and policies referred to in this statement are available on Identitii's website at: <https://identitii.com/investors/#governance>.

1. Lay Solid Foundations for Management and Oversight

Board Charter

The Board Charter sets out the respective roles and responsibilities of the Board and management, including matters expressly reserved to the Board and those delegated to management.

The Board's role is to act in the best interests of the Company as a whole and is accountable to shareholders for the overall direction, management and corporate governance of the Company and the Group.

The Board should comprise Directors with the appropriate mix of skills, experience, expertise and diversity which are relevant to the Company's businesses and the Board's responsibilities. The Board Charter allows the Board to delegate powers and responsibilities to committees established by the Board.

The Managing Director is responsible for the day-to-day management of the Company, supported by the Company's senior executives. However, the ultimate responsibility for governance and strategy resides with the Board.

A copy of the Board Charter is available at <https://identitii.com/investors/#governance>.

Director Appointment, election and re-election

The Company undertakes appropriate checks prior to appointing a Director and will continue to do so before appointing and/or putting forward each Director as a candidate for election as a Director. It also provides security holders with all material information in its possession relevant to the election (or re-election) of each director.

Under Identitii's Constitution, with the exception of the Managing Director, Directors may not hold office without election beyond their third Annual General Meeting (AGM) following their election or most recent re-election. Any Director appointed to fill a casual vacancy since the previous AGM, must submit themselves for election at the next AGM.

Written Agreement

The Company has a written agreement with each Director setting out the terms of their appointment. The Company also has a written agreement with each senior executive setting out the terms of their appointment.

Company Secretary

Ms. Elissa Hansen is the Company Secretary. She is accountable directly to the Board, through the Chairperson, on all matters to do with the proper functioning of the Board. The role of the Company Secretary is set out in more detail in the Board Charter available at: <https://identitii.com/investors/#governance>.

Diversity

Identitii values a strong and diverse Board and workforce, and recognises that diversity is fundamental to its performance, culture and long-term success. The Company understands diversity broadly, encompassing the visible and invisible differences between people, from gender, age and cultural background to disability, neurodivergence, family circumstances and life experience, as well as the diversity of perspective that these differences bring.

Identitii is committed to an inclusive workplace in which people with different needs and circumstances, including neurodivergent employees and working parents and carers, are supported to participate on an equitable basis, contribute to their full potential and feel a genuine sense of belonging. Recruitment, development, reward and promotion is based on merit, and the Company does not tolerate discrimination on any ground protected by law.

The Company's approach to Diversity, outlined in its People & Culture Policy overseen by the Board, aligns its management systems with its commitment to a culture that values and promotes diversity at all levels, including on the Board. Identitii has not yet set measurable objectives for achieving diversity. The Committee will consider setting such objectives as part of its periodic review of the policy and, if objectives are adopted, the Company will report its progress against them.

Current proportions of men and women on the board and senior executives are as follows:

	Board Members	Senior Executives	Other Roles
Number	3	3	10
Male	100%	100%	70%
Female	0%	0%	30%
Unspecified	n/a	n/a	n/a

Board Performance Evaluation

Identitii is committed to transparency in determining Board membership and in assessing the performance of the Board, Board Committees and individual Directors.

The Board expects to conduct regular evaluations of its performance, the performance of its Committees, the Chairman and individual Directors. This includes assessment, review and analysis of how the Board, Committees and each Director functions, time spent considering matters and whether the Board has complied with its Charter and the Committees with their Charters. The balance of skills, experience, independence and knowledge is taken into consideration as well as how the Board works together as a unit.

An evaluation was not undertaken this year.

Senior Executive Performance

Senior executives manage the day-to-day operation of the Company under the guidance and direction of the Managing Director. Identitii recognises the importance of its senior executives to the Company's growth and performance, and evaluates their effectiveness and performance on an ongoing basis.

The Managing Director holds frequent, conversational performance discussions with each senior executive throughout the year. These discussions cover progress against agreed objectives, whether the executive has the right mix of skills and experience to help the Company meet its corporate goals, and whether the executive provides a safe, secure, productive, harmonious and inclusive environment for their employees to perform at their best. Feedback is provided as it arises, so that issues are addressed quickly and objectives can be adjusted as the Company's priorities change.

Regular performance evaluations of senior executives were undertaken by the Managing Director in accordance with this process during the year.

2. Structure the Board to be Effective and Add Value

Nomination

While the Company has adopted a Nomination and Remuneration Committee Charter and previously had a Nomination and Remuneration Committee, the Committee's functions are now overseen by the full Board which is responsible for corporate governance and overseeing the Company's Remuneration and Nomination policies and practices.

The Board is responsible for:

- (a) succession planning generally;
- (b) induction and continuing professional development programs for directors;
- (c) the development and implementation of a process for evaluating the performance of the Board, its committees and directors;
- (d) the process for recruiting a new director, including evaluating the balance of skills, knowledge, experience, independence and diversity on the Board and, in the light of this evaluation, preparing a description of the role and capabilities required for a particular appointment;
- (e) the appointment and re-election of directors; and
- (f) succession planning for the Chief Executive Officer (CEO) (or such person performing the function of a chief executive officer) and other senior executives, with the objective of having a Board of a size and composition conducive to making appropriate decisions, with the benefit of a variety of perspectives and skills and in the best interests of the Company as a whole.

Board Skills Matrix

Identitii is committed to ensuring the composition of the Board includes Directors who bring the appropriate mix of skills, experience, expertise and diversity to Board decision making. It considers that having a diversity of skills, background, knowledge and gender are important to effectively govern the Company.

The Board considers that its Directors and Senior Management have the combined skills and experience to discharge its responsibilities.

The current Director skills/experience matrix:

Skill Area and Description	Collective Rating
Financial crime compliance industry Skills, knowledge and experience in the financial crime compliance industry, including: • AML/CTF compliance • sales and engagement with enterprise customers, and • understanding of, and network connections into, key industry stakeholders.	6
Business strategy Skills, experience and networks relevant to fast growing early-stage technology-based companies including the ability to: • identify how technology can be applied to solve customer problems • draw on prior success in developing and implementing strategy to provide constructive input to Identitii's business strategy.	7
Finance and audit Skills, knowledge and experience to: • critically assess Identitii's financial performance and contribute to Identitii's strategic financial planning • contribute to and critically assess external audit processes • assist in identifying and assessing funding and capital raising opportunities, and • critically assess investment, merger and acquisition opportunities.	7
Capital markets and raising Skills, knowledge and experience to: • assist in identifying and assessing funding and capital raising opportunities • facilitate investor relations including through networks and profile, and • critically assess investment, merger and acquisition opportunities.	6
Strategic sales and business development Knowledge, experience and profile in industries and sectors relevant to Identitii's core product and services to assist with sales and business development of a 'RegTech' solution at a strategic level and promote investor confidence. (Relevant industries and sectors might include	9

Skill Area and Description	Collective Rating
banking, financial services, regulated entities, law/compliance, governance and/or risk.)	
Governance, risk and compliance Skills, knowledge and experience in corporate governance (specially for ASX listed and AUSTRAC regulated companies), and an ability to apply that knowledge and experience to: • assist Identitii develop good governance systems to support and enhance growth and performance • identify and oversee the management of key risks to Identitii in a wide range of areas (including WH&S, contractual, technology & cyber and intellectual property risk), and • monitor the effectiveness of risk and compliance management frameworks and systems.	6
Executive and strategic human resource management Skills, knowledge and experience in executive management including the ability to: • mentor, support and evaluate the performance of the CEO and executive staff • oversee the development of appropriate performance and remuneration frameworks, and • oversee and provide input to strategic human resource management issues	8

* The Board rating is out of a possible score of 9. Each director (3) is rated out of a possible high score of 3 based on the APRA 3-point scale shown below. The rating shown is their combined rating.

APRA 3-point Scale

Level	Assessment Criteria	Rating
Basic	An awareness and basic literacy of the relevant skills, knowledge or competency area.	1
Practiced	Sound working knowledge and understanding through either experience, on the job application of relevant skills in boarding committee activities and/or through training and professional development activities	2
Proficient	Highly qualified proficiency, knowledge and experience in the relevant skills area; can professionally apply the skill, competency or knowledge in complex situations. A proficient rating requires evidence of extensive experience to be demonstrated	3

In addition to the skills and experience set out above, the Board considers that each Director also have the following skills and attributes:

- Integrity
- Proactive contributor and team player
- Effective listener and engaging communicator
- Emotional intelligence
- Constructive questioner
- Commitment
- Influencer and negotiator
- Critical and innovative thinker
- Leadership

Independence

The Board considers an independent Director to be a Non-Executive Director who is free of any interest, position, or relationship that might influence, or reasonably be perceived to influence, his or her capacity to bring an independent judgement to bear on issues before the Board and to act in the best interests of Identitii. The Board will consider the materiality of any given relationship on a case-by-case basis and has adopted guidelines to assist in this regard. The Board reviews the independence of each Director in light of interests disclosed to the Board from time to time.

The Board Charter sets out guidelines of materiality for the purpose of determining independence of Directors in accordance with the ASX Recommendations and has adopted a definition of independence that is based on that set out in the ASX Recommendations.

The Board will consider whether there are any factors or considerations which may mean that a director's interest, position, association or relationship might influence, or reasonably be perceived to influence, the capacity of the Director to bring an independent judgement to bear on issues before the Board and to act in the best interests of Identitii and its securityholders generally.

The Board considers Mr. David McCredie free from any interest, position, association or relationship that might influence, or reasonably be perceived to influence, the independent exercise of the Director's judgement and that each of them is able to fulfil the role of Independent Director for the purpose of the ASX Recommendations.

Mr. Tim Phillips not independent due to his executive role with the Company. Mr. John Rayment is not independent on the basis that he is the Managing Director and CEO of Identitii. Previous director, Mr. Micheal Kotowicz, was not considered independent due to his role as the Company's Investor Relations Manager.

Board of Directors

The Directors bring to the Board relevant experience and skills, including industry and business knowledge, financial management and corporate governance experience. Each Director has confirmed to the Company that they anticipate being able to perform their duties as a Non-Executive Director or Executive Director, as the case may be, without constraint having regard to their other commitments.

The Board currently comprises three directors, two of whom are executive directors. There was a change in non-executive directors in August 2026, and the compilation of the Board remains as two executive directors and one non-executive director. Details of current directors are listed below:

Mr. Tim Phillipps; Executive Chairman

Dip. Arts

Graduate of the Australian Institute of Company Directors

Appointed May 2021, age 67

Tim is a Financial Crime Compliance and RegTech expert with over 45 years of industry experience, most recently at Deloitte, where he held Global and Asia-Pacific roles in financial crime compliance and analytics, most recently as the APAC Leader for Deloitte's Financial Crime Network, charged with creating a global network for financial crime information sharing and leveraging technology as a tool for financial crime investigations. Prior to that Tim was Global Managing Partner for two businesses, Deloitte Forensic and Deloitte Analytics.

Prior to Deloitte, Tim spent a decade in various roles, including as Director of Enforcement, at the Australian Securities and Investments Commission (ASIC), where he oversaw regulatory enforcement activities with regulated entities to ensure compliance. He also spent 15 years with the Victoria Police, most recently in the role of Detective Sergeant where he was focused on identifying and investigating financial crime.

Tim is a member of the Audit and Risk Committee.

Mr. John Rayment; Managing Director and Chief Executive Officer

Dip Proj Mgt, Dip Bus Mgmt, Dip Bus Mktg

Graduate of the Australian Institute of Company Directors

Appointed: March 2020, age 53

John has had a 30-year career working across financial services, retail consumer goods and more recently fast-growing technology companies. He has led Sales and Marketing, Operations and Customer Service teams, and held Board and executive roles in Asia Pacific, North America and the United Kingdom. In particular, John spent more than a decade successfully selling enterprise solutions into financial institutions and building the technology, supply-chain and aftersales infrastructure to support the solutions.

Mr. David McCredie AM OBE; Independent, Non-Executive Director

BSportExM, GradCert Mgt, MBA

Graduate of the Australian Institute of Company Directors

Appointed August 2026, age 47

David was previously Chair of ECS Botanics Ltd (ASX:ECS) and spent 13 years as CEO of the Australian British Chamber of Commerce, developing it into one of Australia's most active bilateral business organisations. The role placed David at the centre of Australia's financial services sector, where he built lasting relationships with senior banking, regulatory and government leaders that are of significant value to Identitii.

David was a key advisor to both governments during the negotiation of the Australia-United Kingdom Free Trade Agreement and campaigned for the creation of the Australian Business Growth Fund. He was appointed an Officer of the Order of the British Empire in 2020 and a Member of the Order of Australia in 2022 for services to trade and investment between Australia and the United Kingdom, and is a Graduate of the AICD.

David is a member of the Audit and Risk Committee.

Induction

The Board provides an induction program for all new Directors.

Professional Development

The Board reviews whether the directors have the skills, knowledge and familiarity with the entity and its operating environment required to fulfil their role on the Board and committees effectively. Where gaps are identified, the Board will consider appointing

further directors to fill those gaps and/or identify what training or development could be undertaken to fulfil those gaps.

3. Instill a culture of Acting Lawful, Ethical and Responsible Culture

Identitii exists to reduce financial crime. We enable the better use of financial data to help organisations build trust, protect their businesses, and protect their customers.

In a world where financial ecosystems are increasingly complex and interconnected, we invest in technologies that deliver real-world impact for businesses and their communities.

Values

Identitii's values are:

- **One team:** We are all in this together and are driving towards the same goals. We are team players and look out for each other.
- **People first:** A happy home life makes us stronger. Sometimes what's right for the business is prioritising ourselves and our families.
- **Leverage genius:** Teach and share knowledge. Be curious and use insights. Ask for help to solve problems.
- **Be real:** Ask for what you need to be your best. Help others be their best. When you're not at your best, embrace it.
- **Finish it:** Don't let a good thing go undone. Plan to finish what you start, one way or another. Ask for help to finish something, share the win.

Code of Conduct

Identitii's Code of Conduct represents a commitment by the Board and executives to uphold the highest standards of honesty, integrity and ethical and law-abiding behavior and to foster a culture of honesty, integrity and ethical and law-abiding behaviour among other officers and employees, taking into account Identitii's legal and other obligations to its stakeholders.

Failure to comply with the Code is viewed as a serious matter which may lead to disciplinary action including dismissal and/or legal action. Any material breaches of the Company's Code of Conduct must be reported to the Board.

A copy of the Code can be found at: <https://identitii.com/investors/#governance>.

Whistleblower

Identitii's Whistleblower Policy sets out the types of disclosures that qualify for protection under the Whistleblower Protection Scheme, information about the protections available under the Scheme and how the Company will support whistleblowers and protect them from detriment. The policy is made available to all officers, employees and contractors and can be found at: <https://identitii.com/investors/#governance>.

Any material incidents reported under the Whistleblower Policy must be reported to the Board.

Anti-corruption and Fraud

Identitii has zero tolerance for unfair or unethical conduct in business. It believes acting fairly and ethically will protect the Company's assets and create value for our business partners, customers and shareholders.

The Company recognises that compliance with local and international bribery and anti-corruption laws is essential to protect its reputation and preserve its ability to continue to develop its business. A copy of the Anti-bribery and Corruption Policy can be found at: <https://identitii.com/investors/#governance>.

The Board must be notified of any material breaches to this policy.

Conflicts of Interest

Identitii's Code of Conduct also includes guidelines in managing conflicts of interest.

In accordance with the requirements of the Corporations Act 2001 (Cth) Directors who have a material personal interest in a matter must not be present whilst the matter is being considered. The other Directors, however, may allow such Director/s to participate and vote in relation to the issue if they are satisfied that the interest should not disqualify the Director/s from voting or being present.

Sustainability and Climate Change

Identitii views sustainable and responsible business practices as important for its business and shareholder value. Sustainability is about managing risks and opportunities in a way that best balances the long-term needs of all our stakeholders – customers, employees, suppliers, investors and community partners – as well as the wider

community and the environment at large. Identitii's management of sustainability aims to address the matters that the Company believes are the most material for its business and stakeholders, now and in the future. Identitii also understands that this is an evolving agenda and seeks to progressively embed the management of sustainability matters into business practice, while also anticipating and shaping emerging social and environmental issues where it has the skills and experience to make a meaningful difference and drive business value.

Modern Slavery

Identitii is committed to sustainable business practices, advancing human rights, and has embedded business practices that work towards the prevention of modern slavery and human trafficking in its business and supply chains.

4. Safeguard the Integrity of Corporate Reports

Audit Committee

Identitii has an Audit and Risk Committee. The Committee's role is to oversee the adequacy of the Company's corporate reporting processes to ensure they independently verify and safeguard the integrity of the Company's corporate reporting. The Committee also oversees the external auditor's role in the corporate reporting process and makes recommendations to the Board regarding the external audit. The Committee Charter is available on the Company's website at <https://Identitii.com/legal/governance>.

The Committee currently comprises Mr. Richard Thomas (Chair), Mr. Tim Phillipps and Mr. David McCredie (who replaced Mr. Michael Kotowicz following the change in directors). Mr. Richard Thomas is an experienced Non-Executive Director and business leader, bringing 40 years of experience in risk advisory, internal audit, regulatory reviews, corporate regulation, external audit, forensic accounting, management consulting and investigations to the Company. He is a Non-Executive Director and Chair of the Audit and Risk Committee of Brightwater Care Group Ltd and Perth Markets Group Ltd and retired from his role as Partner in charge of Risk Advisory at Deloitte, Perth, WA in 2018, following a 17-year career with them. He has also held roles with the Australian Securities and Investment Commission (ASIC) and KPMG.

The qualifications and experience of the other Committee members and members during the year together with the number of times the Committee met and individual attendance at meetings is set out in the Company's Annual Report.

CEO and CFO Declaration

The Board receives a declaration from both the CEO and CFO, that, in their opinion, the financial records 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 Group, and their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively before the Board approves the Company's annual financial statements.

Verification of Periodic reports

Identitii releases quarterly cashflow and activity reports that are not audited or reviewed by an external auditor. The Company has embedded processes to ensure the accuracy of these reports and to ensure they are balanced and provide investors with appropriate information to make informed investment decisions.

5. Make Timely and Balanced Disclosure

Continuous Disclosure Obligations

Identitii is required to comply with the continuous disclosure requirements of the ASX Listing Rules and the Corporations Act. Subject to the exceptions contained in the Listing Rules, the Company is required to disclose to the ASX any information concerning the Company which is not generally available and which a reasonable person would expect to have a material effect on the price or value of the Shares. The Company is committed to observing its disclosure obligations under ASX Listing Rules and the Corporations Act.

Identitii has adopted a policy which establishes procedures which are aimed at ensuring that Directors, officers and employees are aware of and fulfil their obligations in relation to the timely disclosure of material price-sensitive information. Under the policy, the Board will be responsible for managing Identitii's compliance with its continuous disclosure obligations.

A copy of the policy is available at: <https://Identitii.com/legal/governance>

Material Announcements

The Board receives copies of all material markets promptly after they have been made.

Investor and Analyst Presentations

Any new investment and/or analyst presentations are lodged and released on ASX prior to any such presentation being made to any other party.

6. Respect the Rights of Securityholders

Website

Information about Identitii Limited and its governance policies and practices is available on the Company's website at <https://identitii.com>.

Investor relations

Identitii has an investor relations program that facilitates two-way communication with investors. The program is designed to allow investors and other financial market participants to gain greater understanding of Identitii's business, governance, financial performance and prospects. Shareholders are encouraged to visit the Company's investor hub at: investorhub.identitii.com.

Annual General Meeting

The Annual General Meeting (**AGM**) is an important occasion for updating shareholders on the Company's performance. The AGM provides the opportunity for shareholders to ask questions of and hear from the Board. It also allows the Board to listen and respond to shareholder feedback.

Shareholders are encouraged to submit questions prior to the meeting for response by the Company and/or auditor through the Company Secretary or the Company's share registry, Boardroom Pty Limited's, voting platform. The Company ensures that its external auditor attends all AGMs and is available to answer queries from shareholders relevant to the audit.

Substantive Resolutions

Any substantive resolutions are decided by a poll rather than a show of hands.

Shareholder Communication

Identitii's aim is to ensure that Shareholders are kept informed of all major developments affecting the state of affairs of Identitii. In addition to Identitii's continuous disclosure obligations, Identitii recognises that potential investors and other interested stakeholders may wish to obtain information about Identitii from time to time and Identitii will

communicate this information regularly to Shareholders and other stakeholders through a range of forums and publications.

All ASX announcements made to the market, including new investor or analyst presentations, annual and half year financial results, are posted on Identitii's website at www.identitii.com as soon as practicable following their release by ASX. The full text of all notices of meetings and explanatory material, Identitii's annual report and copies of all investor presentations made to analysts and media briefings are also posted on Identitii's website. The website will also contain a facility for the Shareholders to direct queries to Identitii.

Identitii provides shareholders with the opportunity to send and receive all communications from the Company and its share registry electronically. Shareholders are encouraged to update their communication preferences and elect to receive all communication electronically with the share registry at <https://www.investorserve.com.au/>

7. Recognise and Manage Risk

Risk Committee

Identitii's Audit and Risk Management Committee assists the Board in fulfilling its responsibilities overseeing the Company's risk management framework. It provides advice to the Board and reports on the status and management of the risks to the Company. The purpose of the Committee's risk management process is to assist the Board in relation to risk management policies, procedures and systems and ensure that risks are identified, assessed and appropriately managed.

The Committee Charter is available on the Company's website at <https://identitii.com/legal/governance>.

The Committee currently comprises Mr. Richard Thomas (Chair), Mr. Tim Phillipps and Mr. David McCredie (who replaced Mr. Michael Kotowicz following the change in directors). Mr. Richard Thomas is an experienced Non-Executive Director and business leader, bringing 40 years of experience in risk advisory, internal audit, regulatory reviews, corporate regulation, external audit, forensic accounting, management consulting and investigations to the Company. He is a Non-Executive Director and Chair of the Audit and Risk Committee of Brightwater Care Group Ltd and Perth Markets Group Ltd and retired from his role as Partner in charge of Risk Advisory at Deloitte, Perth, WA in 2018,

following a 17-year career with them. He has also held roles with the Australian Securities and Investment Commission (ASIC) and KPMG.

The qualifications and experience of the other Committee members and members during the year together with the number of times the Committee met and individual attendance at meetings is set out in the Company's Annual Report.

Risk

The Board, through the Audit and Risk Committee, reviews Identitii's risk management framework at least annually to satisfy itself that it continues to be sound and that Identitii is operating with due regard to the risk appetite set by the Board. A review of the Company's risk management framework to ensure it continues to be sound and the Company is operating with due regard to the risk appetite set by the Board was undertaken in 2026.

Internal Audit

Identitii does not have an internal audit function at this time however, it employs processes for evaluating and continually improving the effectiveness of its governance, risk management and internal controls.

Environmental and Social Risks

Identitii does not have any material exposure to environmental or social risks.

8. Remunerate Fairly and Responsibly

Responsibility

Identitii's Board is responsible for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive. The Board is also responsible for administering short term and long-term incentive plans (including any equity plans).

Remuneration

Identitii discloses its policies and practices regarding the remuneration, including any equity-based remuneration, of non-executive directors and the remuneration of executive directors and other senior executives in its Remuneration Report found in the Annual Report each year, which is published on Identitii's website www.Identitii.com.

Equity Based Remuneration

Identitii has an Equity Incentive Plan in place for directors, officers, employees and contractors or consultants. Under the terms of that Plan, a participant must not sell, assign or otherwise deal or enter into any transactions which limit the economic risk of participating in the Plan.

Dealing in Identitii Securities

Identitii has adopted the Trading Policy which is intended to explain the types of conduct in dealings in securities that are prohibited under the Corporations Act and establish a best practice procedure for the buying and selling of securities that protects Identitii and Directors and employees against the misuse of unpublished information which could materially affect the value of securities. Subject to certain exceptions, including exceptional financial circumstances, the policy defines certain 'prohibited periods' during which trading in Shares by Identitii's Directors, officers and key management personnel is prohibited.

In all instances, buying or selling of Shares is not permitted at any time by any person who possesses price-sensitive information. A copy of the Policy is available at:

<https://Identitii.com/investors/#governance>.

9. Compliance and Recommendation

Through the corporate governance framework adopted by the Board (and summarised above), Identitii currently complies with 30 of the 35 ASX Recommendations, which are relevant to the Company. Given the nature and scale of the Company, the Board believes its compliance with the ASX Recommendations to be appropriate at this time.

The ASX Recommendations the Company does not comply with are:

Recommendation 1.5: While the Board has adopted a Diversity Policy, it has not set specific gender diversity objectives in the composition of its board, senior executives and workforce generally. This is not consistent with Recommendation 1.5 of the ASX Recommendations. Given the nature and scale of the Company, the Board is comfortable with this position however, it may choose to develop measurable objectives for gender diversity across the Company in the future.

Recommendation 2.4: The Company's Board Charter requires that, where practical, the majority of the Board should be independent. The Board is currently comprised of one

independent and two non-independent directors. This is not consistent with Recommendation 2.4 of the ASX Recommendations where the recommendation is for the majority of the Board to be independent. The Directors believe that they are able to objectively analyse the issues before them in the best interests of all Shareholders and in accordance with their duties as Directors. See Section 2.3 and 2.4 above for further information on Director independence.

Recommendation 2.5: The Board does not have an independent Chair. The Board considers that the Chairperson is suitably skilled to perform this role, notwithstanding his non-independence, due to his experience and expertise and is capable of doing so in an objective manner and in the best interests of all shareholders.

Recommendation 4.1 and 7.1: The Company's Audit and Risk Committee currently comprises three members, an independent non-executive director, an independent experienced business leader (Mr. Richard Thomas, Chair) and an executive director (during the year it comprised one non-independent non-executive director, one executive director and Mr. Richard Thomas, Chair). Despite the Committee's composition, the current Committee is confident that it has the skills, capacity and capability to independently verify and safeguard the integrity of the Company's financial statements and reporting, including the process for the appointment and removal of the external auditor and the rotation of the audit engagement partner and oversee the Company's risk management framework. The Company will re-assess the structure of this Committee should one or more additional Directors be appointed to the Board.