

EVERLAST MINERALS LTD
(ACN 620 278 800)
("COMPANY")

CORPORATE GOVERNANCE STATEMENT

This corporate governance statement ("**Statement**") is current as at 30 September 2026 and has been approved by the Board of the Company on that date. This Statement covers the reporting period 1 July 2025 – 30 June 2026 ("**Reporting Period**").

The Company was admitted to the official list of ASX on 19 September 2025. This Statement discloses the extent to which the Company has followed the recommendations set by the ASX Corporate Governance Council in the Corporate Governance Principles and Recommendations 4th Edition ("**Recommendations**"). The Recommendations are not mandatory, however the Recommendations that have not been followed have been identified and reasons provided for not following them along with what (if any) alternative governance practices the Company adopts in lieu of such Recommendations.

The Company adopted corporate governance charters and policies on 15 May 2024, which provide the written terms of reference for its corporate governance duties. The corporate governance charters and policies adopted by the Company are available under the 'CORPORATE GOVERNANCE' section of the Company's website at <https://www.everlastminerals.com/corporate-governance/>.

In this Statement, all references to a "**Director**" are references to a director of the Company, all references to the "**Board**" are references to the board of Directors and all references to "**Shareholders**" are references to the shareholders of the Company.

By order of the Board,

Andrew Palfreyman
Secretary

RECOMMENDATIONS (4 TH EDITION)	COMPLY	EXPLANATION
Principle 1: Lay solid foundations for management and oversight		
Recommendation 1.1 A listed entity should have and disclose a board charter setting out: (a) the respective roles and responsibilities of its board and management; and (b) those matters expressly reserved to the board and those delegated to management.	YES	The Company has adopted a Board Charter which is available in the 'CORPORATE GOVERNANCE' section of the Company's website and sets out: (a) the respective roles and responsibilities of the Board and its management; and (b) those matters expressly reserved to the Board and those delegated to management.
Recommendation 1.2 A listed entity should: (a) undertake appropriate checks before appointing a director or senior executive or putting someone forward 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.	YES	(a) The Company has guidelines for the appointment and selection of the Board in its Board Charter and its Remuneration and Nomination Committee Charter. The Board will ensure that appropriate checks (including checks in respect of character, experience, criminal record and bankruptcy history) are undertaken before appointing a person, or putting forward to Shareholders a candidate for election, as a Director. These checks will be undertaken before a Director is put forward to Shareholders for election at any general meeting, or annual general meeting, of Shareholders. (b) The Board, in accordance with the Remuneration and Nomination Committee Charter, will ensure that all material information in its possession that is relevant to a decision on whether or not to elect or re-elect a Director, including the biographical details, qualifications and independence of that candidate or Director, and a statement from the Board as to whether it supports the existing directorships (if any) of that candidate or Director, is provided to Shareholders in all notices of meeting containing a resolution to elect or re-elect any Director.

RECOMMENDATIONS (4 TH EDITION)	COMPLY	EXPLANATION
Recommendation 1.3 A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	YES	Each Director and senior executive of the Company has entered into a written agreement with the Company which sets out the terms of the appointment of that Director or senior executive of the Company.
Recommendation 1.4 The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.	YES	The secretary of the Company is accountable directly to the Board, through the chair of the Board, on all matters to do with the proper functioning of the Board.
Recommendation 1.5 A listed entity should: (a) have and disclose a diversity policy; (b) through its board or a committee of the board set measurable objectives for achieving gender diversity in the composition of its board, senior executives and workforce generally; and (c) disclose in relation to each reporting period: (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	PARTIALLY	(a) The Company has adopted a Diversity Policy which sets out a framework for the Board to establish and achieve measurable objectives for achieving gender diversity in the composition of the Board, senior executives and workforce of the Company generally. A copy of the Diversity Policy is available in the 'CORPORATE GOVERNANCE' section of the Company's website. (b) The Company does not currently have measurable objectives for achieving gender diversity in the composition of the Board, senior executives or workforce of the Company generally. The Board considers that the setting of quantitative gender-based measurable targets is not necessarily consistent with the merit- and ability-based policies currently implemented by the Company. The Board will continue to monitor this position and will implement measurable objectives for achieving gender diversity in the composition of the Board, senior executives and workforce of the Company as and when it deems the Company to require them, having regard to the size and nature of the Company's operations. (c) As at the date of this document:

RECOMMENDATIONS (4 TH EDITION)	COMPLY	EXPLANATION
entity's most recent "Gender Equality Indicators", as defined in and published under that Act.		(1) the Company has not implemented specific measurable objectives regarding the proportion of females to be employed within the Company; (2) the Board is committed to monitoring its position with respect to the setting of quantitative gender-based measures, with reference to the size and nature of the Company's operations; and (3) the respective proportions of men and women on the Board, in senior executive positions and across the whole workforce of the Company is as follows: • 0% of the Board is female; • 50% of the senior executives of the Company, being any managing and executive Directors and any chief executive and financial officers of the Company, are female; and • 3% of the workforce of the Company is female.
Recommendation 1.6 A listed entity should: (a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and (b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	YES	(a) The Company has guidelines for the periodic evaluation of the performance of the Board, its committees and individual Directors in its Board Charter and each of its separate committee charters. The chair of the Board will have the overall responsibility for evaluating the performance of the Board with reference to the requirements set out in the Board Charter. (b) During the Reporting Period, an evaluation of the Board, its committees and directors was undertaken in accordance with the process above.
Recommendation 1.7 A listed entity should:	YES	(a) The Company has guidelines for the evaluation of the performance of the senior executives of the Company, which are disclosed in its Remuneration and Nomination

RECOMMENDATIONS (4 TH EDITION)	COMPLY	EXPLANATION
(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.		Committee Charter. The Remuneration and Nomination Committee will be responsible for evaluating the performance of senior executives, with reference to the requirements set out in the Remuneration and Nomination Committee Charter. (b) A performance evaluation was not undertaken during the Reporting Period.
Principle 2: Structure the board to be effective and add value		
Recommendation 2.1 The board of a listed entity should: (a) have a nomination committee which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of 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.	PARTIALLY	(a) The Company has a Remuneration and Nomination Committee which: (1) has at least three members, a majority of whom are not independent Directors (with the reasons for the Board not having a majority of independent Directors being set out in the explanation to Recommendation 2.4 below); (2) is chaired by George Edwards; (3) is governed by the Remuneration and Nomination Committee Charter, which is available in the 'CORPORATE GOVERNANCE' section of the Company's website; (4) has three members, being the full Board; and (5) did not meet during the relevant period. The Remuneration and Nomination Committee Charter provides that the Remuneration and Nomination Committee will comprise the full Board until such time as the activities or size of the Company warrant the creation of a separate Remuneration and Nomination Committee comprising only some of the Directors. The Board does not consider that the activities or size of the Company warrant the establishment of a separate Remuneration and Nomination Committee. The Board will continue to

RECOMMENDATIONS (4 TH EDITION)	COMPLY	EXPLANATION
		monitor this position and will establish a separate Remuneration and Nomination Committee when it deems the activities or size of the Company to warrant the establishment of a separate Remuneration and Nomination Committee comprising only some of the Directors.
Recommendation 2.2 A listed entity should have and disclose a board skills matrix setting out the mix of skills that the board currently has or is looking to achieve in its membership.	YES	The Company has a board skills matrix. The mix of skills the Board seeks to achieve includes: Industry & Sector Experience; Strategy & Commercial; Financial & Capital; Governance, Risk & Compliance; Sustainability & Stakeholder; People & Culture; and, Personal Attributes.
Recommendation 2.3 A listed entity should disclose: (a) the names of the directors considered by the board to be independent directors; (b) if a director has an interest, position or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position or relationship in question and an explanation of why the board is of that opinion; and (c) the length of service of each director.	YES	(a) The Company considers Greg Starr to be an independent Director. (b) No independent Director falls into this category. (c) The length of service of each Director is as follows: • Paul Qian has served as Director since the Company was incorporated in July 2017; • George Edwards has served as Director since 14 August 2024; and • Greg Starr has served as Director since 7 March 2025.
Recommendation 2.4 A majority of the board of a listed entity should be independent directors.	NO	The Board does not have a majority of independent Directors. Paul Qian is not considered an independent Director by virtue of being an executive Director and holding a relevant interest in shares of the Company greater than 5% of the issued share capital. George Edwards is not considered an independent Director by virtue of holding a relevant interest in shares of the Company greater than 5% of the issued share capital. The Board will ultimately aim for a majority of the Board to be independent Directors. However, the Board considers that

RECOMMENDATIONS (4 TH EDITION)	COMPLY	EXPLANATION
		having a Board comprising a majority of independent Directors may not always be possible, particularly while the Company's operations are in the initial exploration phase. The Company will continually assess the composition of the Board as its activities evolve and grow.
Recommendation 2.5 The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	NO	The chair of the Board, being Paul Qian, is a non-independent Director by virtue of being an executive Director. The Company will not have a CEO. The Board considers that it is appropriate for Mr Qian to hold the position of chair of the Board, notwithstanding his non-independence, given that he has acted as the chair of the Board (or in a similar position) since the Company was incorporated and is sufficiently informed of its operations to continue performing the duties associated with that position. The Board will continue to monitor this view with reference to the nature and size of the Company's operations.
Recommendation 2.6 A listed entity should have a program for inducting new directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as directors effectively.	YES	The Remuneration and Nomination Committee is responsible for the induction of Directors and the provision of adequate training and development opportunities for existing Directors. The Board is responsible for procuring appropriate professional development opportunities for Directors to develop and maintain the skills and knowledge needed to perform their role as Directors effectively.
Principle 3: Instil a culture of acting lawfully, ethically and responsibly		
Recommendation 3.1 A listed entity should articulate and disclose its values.	YES	The Company has adopted a set of values which are conveyed by the Code of Conduct. A copy of the Code of Conduct is available in the 'CORPORATE GOVERNANCE' section of the Company's website.
Recommendation 3.2 A listed entity should:	YES	(a) The Company has a Code of Conduct which applies to Directors, senior executives and employees of the

RECOMMENDATIONS (4 TH EDITION)	COMPLY	EXPLANATION
(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.		Company, and is available in the 'CORPORATE GOVERNANCE' section of the Company's website. (b) The Board is informed of any material breaches of the Code of Conduct.
Recommendation 3.3 A listed entity should: (a) have and disclose a whistleblower policy; and (b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.	YES	(a) The Company has a Whistleblower Policy which is available in the 'CORPORATE GOVERNANCE' section of the Company's website. (b) The Board is informed of any material incidents reported under the Whistleblower Policy.
Recommendation 3.4 A listed entity should: (a) have and disclose an anti-bribery and corruption policy; and (b) ensure that the board or a committee of the board is informed of any material breaches of that policy.	YES	(a) The Company has an Anti-Bribery and Corruption Policy which is available in the 'CORPORATE GOVERNANCE' section of the Company's website. (b) The Board is informed of any material breaches of the Anti-Bribery and Corruption Policy.
Principle 4: Safeguard the integrity of corporate reports		
Recommendation 4.1 The board of a listed entity should: (a) have an audit committee which: (1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and (2) is chaired by an independent director, who is not the chair of the board, and disclose:	PARTIALLY	(a) The Company has an Audit and Risk Committee which: (1) has at least three members, with one of whom being an executive Director and a majority of whom being non-independent Directors (with the reasons for the Board not having a majority of independent Directors being set out in the explanation to Recommendation 2.4 above); (2) is chaired by independent Director Greg Starr;

RECOMMENDATIONS (4 TH EDITION)	COMPLY	EXPLANATION
(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.		(3) is governed by the Audit and Risk Committee Charter that is available in the 'CORPORATE GOVERNANCE' section of the Company's website; (4) is comprised of the full Board of Directors, the relevant qualifications and experience of whom are disclosed in the 'BOARD OF DIRECTOR' section of the Company's website; and (5) did not meet during the relevant period. The Audit and Risk Committee Charter provides for the establishment of an Audit and Risk Committee comprising the full Board of Directors until such time as the activities or size of the Company warrant the creation of a separate Audit and Risk Committee comprising only some of the Directors. The Board does not consider that the activities or size of the Company warrant the creation of a separate Audit and Risk Committee. The Board will continue to monitor this position and will establish a separate Audit and Risk Committee when it deems the activities or size of the Company to warrant the creation of a separate Audit and Risk Committee comprising only some of the Directors.
Recommendation 4.2 The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance 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.	YES	The Board, before it approves the Company's financial statements for a financial period, receives from the chief financial officer of the Company 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.

RECOMMENDATIONS (4 TH EDITION)	COMPLY	EXPLANATION
Recommendation 4.3 A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.	YES	The Company's Continuous Disclosure Policy provides that periodic corporate reports that are not audited or reviewed by the Company's auditor will be circulated to all members of the Board prior to release for comment. The Company's Continuous Disclosure Policy is available in the 'CORPORATE GOVERNANCE' section of the Company's website.
Principle 5: Make timely and balanced disclosure		
Recommendation 5.1 A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.	YES	The Company has a Continuous Disclosure Policy for complying with the Company's continuous disclosure obligations under listing rule 3.1. The Company's Continuous Disclosure Policy is available in the 'CORPORATE GOVERNANCE' section of the Company's website.
Recommendation 5.2 A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	YES	The Company's Continuous Disclosure Policy provides that copies of all market announcements will be circulated to the Board promptly after they have been made to ensure that the Board has timely oversight of the nature and quality of information being disclosed to the market.
Recommendation 5.3 A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation.	YES	A copy of any presentation materials containing new and substantive information to be used in a briefing to media, institutional investors or analysts are circulated to the Board and released on the ASX Market Announcements Platform prior to the briefing commencing.
Principle 6: Respect the rights of security holders		
Recommendation 6.1 A listed entity should provide information about itself and its governance to investors via its website.	YES	Information about the Company and its governance is available on the Company's website.

RECOMMENDATIONS (4 TH EDITION)	COMPLY	EXPLANATION
Recommendation 6.2 A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	YES	The chair of the Board is responsible for the Company's relationship with major Shareholders, institutional investors and analysts. The chair of the Board is the primary contact for investors in the first instance, with support from a professional services firm.
Recommendation 6.3 A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	YES	Shareholders are encouraged to participate at all general meetings and annual general meetings of the Company. Meeting materials that are provided to Shareholders include a statement encouraging all Shareholders to participate in the relevant meeting.
Recommendation 6.4 A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands.	YES	All substantive resolutions at general meetings and annual general meetings of the Company are decided by a poll.
Recommendation 6.5 A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	YES	The Company, through its share registry provider, gives Shareholders the option to receive communications from, and send communications to, the Company via email or any other electronic means that is nominated by the relevant Shareholder.
Principle 7: Recognise and manage risk		
Recommendation 7.1 The board of a listed entity should: (a) have a committee or committees to oversee risk, each of which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director,	PARTIALLY	(a) The Company has an Audit and Risk Committee which: (1) has at least three members, a majority of whom are not independent Directors (with the reasons for the Board not having a majority of independent Directors being set out in the explanation to Recommendation 2.4 above); (2) is chaired by independent Director Greg Starr;

RECOMMENDATIONS (4 TH EDITION)	COMPLY	EXPLANATION
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.		(3) is governed by the Audit and Risk Committee Charter that is available in the 'CORPORATE GOVERNANCE' section of the Company's website; (4) is comprised of the full Board of Directors; and (5) did not meet during the relevant period. The Audit and Risk Committee Charter provides for the establishment of an Audit and Risk Committee comprising the full Board of Directors until such time as the activities or size of the Company warrant the creation of a separate Audit and Risk Committee comprising only some of the Directors. The Board does not consider that the activities or size of the Company warrant the creation of a separate Audit and Risk Committee. The Board will continue to monitor this position and will establish a separate Audit and Risk Committee when it deems the activities or size of the Company to warrant the creation of a separate Audit and Risk Committee comprising only some of the Directors.
Recommendation 7.2 The board or a committee of the board should: (a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound and that the entity is operating with due regard to the risk appetite set by the board; and (b) disclose, in relation to each reporting period, whether such a review has taken place.	YES	(a) The Board is responsible for satisfying itself that the Company has in place an appropriate risk management framework, setting the risk appetite within which the Board expects management to operate and reviewing the Company's risk management framework to satisfy itself that it continues to be sound. (b) The Board did not undertake a review during the relevant period given it was only admitted on ASX in September 2025.
Recommendation 7.3 A listed entity should disclose: (a) if it has an internal audit function, how the function is structured and what role it performs; or	YES	(b) The Company does not have an internal audit function. The Audit and Risk Committee will evaluate and continually improve the effectiveness of the Company's governance, risk management and internal control processes.

RECOMMENDATIONS (4 TH EDITION)	COMPLY	EXPLANATION
(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.		
Recommendation 7.4 A listed entity should disclose whether it has any material exposure to environmental or social risks and, if it does, how it manages or intends to manage those risks.	YES	The Annual Report and the prospectus issued by the Company dated 8 September 2025 set out the material environmental and social risks. The Board Charter discloses that the Board is responsible for overseeing the management of safety, occupational health and environmental matters. The Board is committed to managing its impact on the environment and its resources, as well as developing and maintaining strong relationships with the communities in which it operates.
Principle 8: Remunerate fairly and responsibly		
Recommendation 8.1 The board of a listed entity should: (a) have a remuneration committee which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the	PARTIALLY	(a) The Company has a Remuneration and Nomination Committee which: (1) has at least three members, a majority of whom are not independent Directors (with the reasons for the Board not having a majority of independent Directors being set out in the explanation to Recommendation 2.4 above); (2) is chaired by George Edwards; (3) is governed by the Remuneration and Nomination Committee Charter that is available in the 'CORPORATE GOVERNANCE' section of the Company's website; (4) has three members, being the full Board of Directors; and (5) did not meet during the relevant period.

RECOMMENDATIONS (4 TH EDITION)	COMPLY	EXPLANATION
level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.		The Remuneration and Nomination Committee Charter provides for the establishment of a Remuneration and Nomination Committee comprising the full Board of Directors until such time as the activities or size of the Company warrant the creation of a separate Remuneration and Nomination Committee comprising only some of the Directors. The Board does not consider that the activities or size of the Company warrant the creation of a separate Remuneration and Nomination Committee. The Board will continue to monitor this position and will establish a separate Remuneration and Nomination Committee when it deems the activities or size of the Company to warrant the creation of a separate Remuneration and Nomination Committee comprising only some of the Directors.
Recommendation 8.2 A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.	YES	The Remuneration and Nomination Committee Charter discloses that the Remuneration and Nomination Committee will be responsible for reviewing and recommending the remuneration structure for non-executive Directors. Non-executive Directors will be remunerated by way of annual fees, committee fees or retirement benefits, or a combination of such fees and benefits. Non-executive Directors will not be eligible for inclusion in any short-term incentive plan of the Company. Remuneration and Nomination Committee Charter discloses that the Remuneration and Nomination Committee will be responsible for reviewing the overall remuneration philosophy, strategy, plans, policies and practices for the recruitment, retention and termination of executive Directors and other senior executives of the Company. The Remuneration and Nomination Committee will ensure there is a clear link between executive performance and remuneration, balancing salaries with variable rewards to reflect the short-term and long-term performance of the executives and the Company.

RECOMMENDATIONS (4 TH EDITION)	COMPLY	EXPLANATION
Recommendation 8.3 A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	YES	(a) The Company has a Securities Trading Policy which provides that all participants in its equity-based remuneration scheme (among other restricted persons) are prohibited from entering into transactions in associated products which operate to limit the economic risk of security holdings in the Company over unvested entitlements. (b) A copy of the Securities Trading Policy is available in the 'CORPORATE GOVERNANCE' section of the Company's website.

Appendix 4G

Key to Disclosures

Corporate Governance Council Principles and Recommendations

Name of entity

Everlast Minerals Ltd

ABN/ARBN

19 620 278 800

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.everlastminerals.com/corporate-governance/>

The Corporate Governance Statement is accurate and up to date as at 30 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: Andrew Palfreyman 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.everlastminerals.com/corporate-governance/ .	☐ set out in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.2	A listed entity should: (a) undertake appropriate checks before appointing a director or senior executive or putting someone forward for election as a director; and (b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.	☒	☐ set out in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	☒	☐ set out in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.4	The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.	☒	☐ set out in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable

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

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

Corporate Governance Council recommendation	Where a box below is ticked, ⁴ we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: ⁵
1.5 A listed entity should: (a) have and disclose a diversity policy; (b) through its board or a committee of the board set measurable objectives for achieving gender diversity in the composition of its board, senior executives and workforce generally; and (c) disclose in relation to each reporting period: (1) the measurable objectives set for that period to achieve gender diversity; (2) the entity's progress towards achieving those objectives; and (3) either: (A) the respective proportions of men and women on the board, in senior executive positions and across the whole workforce (including how the entity has defined "senior executive" for these purposes); or (B) if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act. If the entity was in the S&P / ASX 300 Index at the commencement of the reporting period, the measurable objective for achieving gender diversity in the composition of its board should be to have not less than 30% of its directors of each gender within a specified period.	☐ and we have disclosed a copy of our diversity policy at: https://www.everlastminerals.com/corporate-governance/ and we have disclosed the information referred to in paragraph (c) 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
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.everlastminerals.com/corporate-governance/ and whether a performance evaluation was undertaken for the reporting period in accordance with that process in or Corporate Governance Statement.	☐ set out in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable

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.everlastminerals.com/corporate-governance/ 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

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
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.everlastminerals.com/corporate-governance/ and the information referred to in paragraphs (4) and (5) 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
2.2	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.	☒	☐ 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 at: https://www.everlastminerals.com/board-of-director-2/ and, where applicable, the information referred to in paragraph (b) in our Corporate Governance Statement and the length of service of each director) in our Corporate Governance Statement.	☐ set out 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 in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: ⁵
2.4	A majority of the board of a listed entity should be independent directors.	☐	☒ set out in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable
2.5	The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	☐	☒ set out in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable
2.6	A listed entity should have a program for inducting new directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as directors effectively.	☒	☐ set out in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable
PRINCIPLE 3 – INSTIL A CULTURE OF ACTING LAWFULLY, ETHICALLY AND RESPONSIBLY			
3.1	A listed entity should articulate and disclose its values.	☒ and we have disclosed our values at: https://www.everlastminerals.com/corporate-governance/ .	☐ 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.everlastminerals.com/corporate-governance/ .	☐ set out in our Corporate Governance Statement
3.3	A listed entity should: (a) have and disclose a whistleblower policy; and (b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.	☒ and we have disclosed our whistleblower policy at: https://www.everlastminerals.com/corporate-governance/ .	☐ set out in our Corporate Governance Statement
3.4	A listed entity should: (a) have and disclose an anti-bribery and corruption policy; and (b) ensure that the board or committee of the board is informed of any material breaches of that policy.	☒ and we have disclosed our anti-bribery and corruption policy at: https://www.everlastminerals.com/corporate-governance/ .	☐ set out 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 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 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.everlastminerals.com/corporate-governance/ and the information referred to in paragraphs (4) and (5) in our Corporate Governance Statement.	☒ 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

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
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.everlastminerals.com/corporate-governance/ .	☐ set out in our Corporate Governance Statement
5.2	A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	☒	☐ 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.everlastminerals.com/corporate-governance/ .	☐ set out in our Corporate Governance Statement
6.2	A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	☒	☐ 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
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

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
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.everlastminerals.com/corporate-governance/ and the information referred to in paragraphs (4) and (5) in our Corporate Governance Statement.	☒ 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
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.	☐ set out 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
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 Annual Report and the prospectus issued by the Company dated 8 September 2025 and, if we do, how we manage or intend to manage those risks in our Annual Report and the prospectus issued by the Company dated 8 September 2025.	☐ set out 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 in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: ⁵
PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY			
8.1	The board of a listed entity should: (a) have a remuneration committee which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.	☐ and we have disclosed a copy of the charter of the committee at: https://www.everlastminerals.com/corporate-governance/ and the information referred to in paragraphs (4) and (5) 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
8.2	A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.	☒ and we have disclosed separately our remuneration policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives at: https://www.everlastminerals.com/corporate-governance/.	☐ set out in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable
8.3	A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	☒ and we have disclosed our policy on this issue or a summary of it at: https://www.everlastminerals.com/corporate-governance/.	☐ 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

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
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.	☐	☐ 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.	☐	☐ set out in our Corporate Governance Statement
-	<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.	☐	☐ set out in our Corporate Governance Statement