



WESTGOLD RESOURCES LIMITED

CORPORATE GOVERNANCE STATEMENT 2026



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Our Vision, Purpose and Values

Purpose

Our purpose is to unearth enduring value.

Ensuring lasting benefits for our people, communities, shareholders and future generations.

Vision

Our vision is to be Australia's leading gold company.

It guides where we're heading, while our purpose defines why we exist. Together, they shape how we work and the impact we strive to create.

Our Values

Our values, **Choose Safety, Show Respect and Create Value**, define how we bring our vision and purpose to life.



Choose Safety

We believe strong safety performance and strong operational performance go hand in hand, creating workplaces where everyone can do their best work and return home safely.



Show Respect

We value different perspectives, listen to one another and treat people with fairness and integrity.



Create Value

By working smarter and delivering excellence every day, we create lasting value for our people, communities and shareholders.

Acknowledgement of Country

We acknowledge the Traditional Custodians of the lands where we operate, including the Nharnuwangga Wajarri and Ngarlawangga people (Fortnum hub), the Yugunga-Nya, Ngoonooru Wadjarri and Minangu people (Cue and Meekatharra hubs), and Ngadju and Marlinyu Ghoorlie people (Higginsville hub) and the Whadjuk Noongar people (Perth and Maddington facilities). We recognise their continuing connection to Country and pay our respects to Elders past and present.

1 Introduction

1.1 Commitment to Good Governance

The Directors of Westgold Resources Limited (ASX: WGX) (**Westgold** or the **Company**) believe that effective corporate governance supports sustainable company performance, strengthens accountability and responsible business conduct, and creates long-term value for shareholders and other stakeholders.

The board of Directors (**Board**) has responsibility for the corporate governance of Westgold and its subsidiaries and has implemented a governance framework comprising policies, procedures and systems of control designed to provide practical means for ensuring good governance outcomes, which meet the expectations of all stakeholders.

Westgold recognises that governance practices are not a static set of principles, and Westgold will continue to review its corporate governance practices and policies at least annually to ensure they remain current, effective and aligned to accepted principles and good practice. Changes and improvements are made in a substance over form manner, which appropriately reflect the changing circumstances of Westgold as it grows and evolves.

Further details of Westgold's stakeholders and Westgold's approach to stakeholder engagement are contained in Westgold's 2026 Annual Report which can be found on our website at: <https://www.westgold.com.au/annual-reports>.

Westgold Board

*Ultimate accountability to shareholders for the strategy and performance of the Company,
in accordance with the Board Charter*

Board Committees

*Monitor, review and make recommendations to the Board,
in accordance with the Board Committee Charters*



Executive Leadership Team

Responsible for executing business activities in accordance with Board expectations, strategy and values - and leading the larger Westgold workforce

1.2 ASX Recommendations

Westgold reviews its corporate governance practices and policies on at least an annual basis to ensure they remain effective, fit for purpose and appropriate to the Company's size, operations and stage of development. The review of Westgold's corporate governance practices for the financial year ending 30 June 2026 (**FY26**) was made against the fourth edition of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (**ASX Recommendations**).

For the whole of FY26, Westgold followed all of the ASX Recommendations, as set out in the ASX Appendix 4G.

1.3 Corporate Governance Statement and Appendix 4G

This Corporate Governance Statement reports the governance processes and procedures in place at Westgold for FY26 and has been approved by the Board as at 23 October 2026. This Corporate Governance Statement is also provided on our website at: <https://www.westgold.com.au/corporate-governance>.

The ASX Appendix 4G, which is a checklist cross-referencing the ASX Recommendations to the relevant disclosures in Westgold's Corporate Governance Statement and 2026 Annual Report, is also provided on that webpage.

1.4 Charters and Policies

Copies of Westgold's Board and Board Committee Charters, and Westgold's key corporate governance policies referred to in this Corporate Governance Statement are provided on Westgold's website at: <https://www.westgold.com.au/corporate-governance>.

2 Board and management

2.1 Roles and Responsibilities

The roles and responsibilities of the Board, Managing Director and Chief Executive Officer and the Executive Leadership Team (being the senior management who report to the Managing Director and Chief Executive Officer) are detailed in the Board Charter.

The Board is collectively responsible for the overall governance of Westgold. The Board derives its authority from Westgold's Constitution which provides that the business and affairs of Westgold shall be managed, and all corporate powers shall be exercised by or under the direction of the Board. The role of the Board is to provide overarching strategic guidance and oversee operations, financial performance, risk management and governance, with a focus on the creation of sustainable long-term value for shareholders. In carrying out its responsibilities, the Board also has regard to the interests of Westgold employees, contractors, customers, suppliers and the communities in which Westgold operates.

The Board ensures that it and Westgold comply with the Constitution and all applicable legal and regulatory obligations including, but not limited to, the *Corporations Act 2001* (Cth) (**Corporations Act**) and the ASX Listing Rules.

The Board Charter provides that the responsibilities of the Board pertain to matters of strategy, appointment, management, performance monitoring, governance and risk management. In particular, the Board is responsible for:

- (a) setting the strategic objectives or direction of Westgold and directing, monitoring and assessing Westgold's performance against ongoing strategies, budgets and business plans;
- (b) appointing the Board chair (**Chair**);
- (c) appointing, and where appropriate, removing the Managing Director and Chief Executive Officer and any other officer or executive the Board has discretion to appoint in accordance with the Constitution;
- (d) evaluating, providing input into, approving and monitoring capital management, major capital expenditure and material acquisitions, divestments or other corporate transactions, including the issue of securities;
- (e) approving Westgold's employee remuneration policies and framework;
- (f) overseeing the integrity of Westgold's accounting and corporate reporting systems;
- (g) ensuring that Westgold establishes and maintains a risk management framework or policy appropriate to Westgold's profile and operations;
- (h) adopting and applying appropriate ethical standards in relation to the management of Westgold and the conduct of the business and monitoring compliance with the Code of Conduct and other policies, including the Whistleblower Policy and Anti-Bribery and Anti-Corruption Policy; and
- (i) promoting and demonstrating Westgold's desired culture and satisfying itself that the culture is aligned with Westgold's purpose and values, supports lawful, ethical and responsible conduct and incorporates risk management practices that support the achievement of strategic objectives.

The Board has delegated responsibility for the day-to-day administration and the implementation of strategies approved by the Board to the Managing Director and Chief Executive Officer, who is supported by the executive leadership team. The Managing Director and Chief Executive Officer's primary objective is to ensure the ongoing success of Westgold through being responsible for all aspects of the management and development of Westgold.

The Board Charter provides that the Managing Director and Chief Executive Officer's duties include, but are not limited to:

- (a) developing business plans, budgets and strategies for consideration by the Board and, to the extent approved by the Board, implementing those plans, budgets and strategies;
- (b) identifying and managing operational and other risks and, where those risks could have a material impact on Westgold's business, formulating strategies for managing and mitigating those risks, including for consideration and endorsement by the Board where appropriate;
- (c) managing Westgold's financial and other reporting mechanisms and internal control and monitoring systems to ensure material information is identified and reported in a timely manner and that those systems function effectively and support prudential risk management;
- (d) implementing Westgold's policies and procedures, including the Code of Conduct, and overseeing processes for monitoring, reviewing and reporting on compliance;
- (e) ensuring that the Board is regularly provided with sufficient and accurate information in regard to Westgold's operations and affairs and, in particular, with respect to Westgold's performance, financial condition, operations and prospects;

- (f) ensuring compliance with Westgold's continuous disclosure obligations, in accordance with ASX Listing Rules, the Corporations Act and applicable Canadian laws; and
- (g) faithfully and diligently performing the duties and exercising the powers assigned by the Board consistent with the position of a Managing Director and Chief Executive Officer and consistent with the best interests of Westgold.

2.2 Chair of the Board

The Chair has a primary responsibility to lead the Board and ensure the efficient organisation and conduct of the Board's function. A key part of the Chair's role is to facilitate effective contribution by all Board members and promote constructive and respectful relationships between the Board and Westgold's Executive Leadership Team. Further responsibilities of the Chair are set out in the Board Charter.

Hon. Cheryl Edwardes AO was appointed to the role of Non-Executive Chair by the Board in March 2022 and is considered to be independent.

2.3 Company Secretary

The Company Secretary is appointed and removed by the Board and is directly accountable to the Board, through the Chair, on all matters to do with the proper function of the Board and any Committee. The Company Secretary is responsible for facilitating Board and Committee meetings and the preparation of minutes, provision of advice on corporate governance matters, assisting with the induction and professional development of new Directors, management of communications with the ASX about listing rule matters. Further responsibilities of the Company Secretary are set out in the Board Charter.

Susan Park has served as the Company Secretary since her appointment in April 2022.

2.4 Board Composition

As at 30 June 2026, the Board comprised eight Directors, seven independent Non-Executive Directors and one executive Director (the Managing Director and Chief Executive Officer, Mr Wayne Bramwell). Messrs Gary Davison and Julius Matthys retired from the Board at the end of the financial year. The Board currently comprises six Directors, five independent Non-Executive Directors and one executive Director (the Managing Director and Chief Executive Officer, Mr Wayne Bramwell).

The Board met its gender diversity objective to comprise at least 30% women (37.5%, three of the eight Directors were women) on the Board throughout FY26. Following the retirements of Messrs Gary Davison and Julius Matthys, the Company currently still meets its gender diversity objective to comprise at least 30% women (currently 50%, three of the six Directors are women).

Under the Board Charter adopted by the Board, non-executive Directors will serve for a maximum of 10 years, unless the Board determines that there are exceptional circumstances. Despite this, a non-executive Director may serve an additional term of 12 months at the conclusion of their 10-year term where it is determined that the additional term would benefit the Company. This determination was made in respect of Ms Fiona Van Maanen, who is now expected to serve until the 2027 Annual General Meeting. The Board has assessed and determined that Ms Fiona Van Maanen remains independent notwithstanding her length of service. During the term of a non-executive Director's appointment, the Board will regularly assess if the Director's independence may have been compromised. The length of service of the Company's current Board of Directors is shown in the table below.

Table 1 Board Composition

Director	Role	Independent	Date of appointment	Tenure *
Hon. Cheryl Edwardes AO	Independent Non-Executive Chair	Yes	28 March 2022	4 years, 7 months
Mr Wayne Bramwell	Managing Director and Chief Executive Officer	No	3 February 2020	6 years, 9 months
Ms Fiona Van Maanen	Independent Non-Executive Director	Yes	6 October 2016	10 years
Mr David Kelly	Independent Non-Executive Director	Yes	5 November 2022	3 years, 11 months
Ms Shirley In't Veld	Independent Non-Executive Director	Yes	1 August 2024	2 years, 3 months
Mr Ivan Mullany	Independent Non-Executive Director	Yes	29 May 2025	1 year, 5 months

* As at date of this Corporate Governance Statement. Rounded to the nearest month.

The Remuneration and Nomination Committee shall, at least annually, review performance of the Board and its members (and Board Committee responsibilities, where relevant). The Remuneration and Nomination Committee is satisfied that all Directors have demonstrated that they have sufficient time available to effectively undertake their responsibilities.

2.5 Meeting Attendance

The number of Board meetings (including meetings of Committees of Directors) held during FY26, and the number of meetings attended by each Director is disclosed in the Company's 2026 Annual Report.

2.6 Director Independence

The Board has adopted a Board Skills Matrix that sets out the mix of skills and diversity that the Board currently has or is looking to achieve and, with the support of the Remuneration and Nomination Committee, will assess the independence of Non-Executive Directors at least annually against the criteria set out in the ASX Recommendations.

The Board has a majority of independent Directors. As at 30 June 2026, seven of the eight Directors were considered by the Board to be independent (87.5%). The Managing Director and Chief Executive Officer, Mr Wayne Bramwell, is not considered to be independent due to his executive position in the Company.

The Board Charter and the Board Committee Charters require that the Chair of the Board and the Chairs of each Board Committee are independent Directors. The Board considers the Chair of the Board and the Chairs of each of the Board Committees to be independent.

As recommended by the ASX Recommendations and stipulated in the Board Charter, the Chair, Hon. Cheryl Edwardes AO, is not the same individual as the Managing Director and Chief Executive Officer. Full details of Hon. Cheryl Edwardes AO's relevant skills and experience are available in the 2026 Annual Report.

The Board collectively, and each Director individually, may obtain independent professional advice at the Company's expense where considered necessary to assist in fulfilling their relevant duties and responsibilities. An individual Director who wishes to obtain such advice should seek the approval of the Chair (or, in the case of the Chair, the chair of the Audit, Risk and Compliance Committee), who, acting reasonably, may approve or deny the request.

The Board at least annually assesses its composition to ensure it is conducive to effective decision-making and meaningful discussion, of which independence is a key consideration.

2.7 Board Skills and Experience

Westgold is committed to maintaining a Board with an appropriate mix of skills, expertise, experience and diversity to effectively discharge its responsibilities and provide strong governance oversight. The Directors are all professionals with significant experience across a range of areas considered relevant to Westgold's business, strategy and long-term objectives. Westgold's 2026 Annual Report includes information about the Directors, including their qualifications, skills and experience.

The Board, supported by the Remuneration and Nomination Committee, annually reviews the composition of the Board and the Board skills to ensure it remains aligned with the current strategic goals and governance requirements of Westgold. The Board ensures that it monitors its skills to ensure the mix of skills and diversity that the Board has or is looking to achieve in its membership to support the effective oversight of Westgold's operations and strategic objectives, and takes these factors into account when reviewing, proposing or appointing Directors.

The Board is confident that the Directors, collectively, have a diverse and relevant range of skills, backgrounds, knowledge and experience across the range of areas identified in the Board Skills Matrix to ensure effective governance of Westgold in line with its current strategy and goals.

The Board Skills Matrix below details the mix of skills and experience pertinent to achievement of Westgold's purpose and strategy, as well as their representation within the current Board.

External independent governance specialists facilitated the development of the Board Skills Matrix during June and July 2026. There were 18 key skills categories identified as critical to the effective oversight of Westgold's business, strategy and long-term objectives. Directors participated in both self-assessments and peer assessments against each skill category using a three-point rating scale of 'highly skilled', 'skilled' and 'demonstrates knowledge and awareness'. The Board Skills Matrix below reflects the collective capabilities of the current Board and shows the number of Directors assessed at each proficiency level across the identified skill categories, based on peer-adjusted assessment results.

Table 2 Board Skills and Experience

SKILL	DESCRIPTION	RATING CURRENTLY HELD BY BOARD
LEGAL, RISK AND COMPLIANCE		
Risk Management Oversight	Experience in risk management systems, risk appetite and tolerance, risk reporting, crisis management, HR and people risk, integrated oversight of OHS, operational and commercial risks in mining, understanding specific risk and opportunity drivers	
Safety Oversight	Experience with safety reporting, safety culture, root cause analysis, safety KPIs, WHS legislation and safety reporting oversight and critical control effectiveness	
Corporate Governance Experience	Possessing skills and experience with governance frameworks, board experience, board/committee leadership, understanding board processes and procedures, safety reporting	
INDUSTRY SPECIFIC SKILLS		
Gold Mining Operations	Experience in gold mining, multi-site operational performance, mining engineering and technical foundations of gold production, gold sector regulatory and operational environments	
Gold Market Dynamics & Key Stakeholder Relations	Experience in the global gold market including macroeconomic drivers and hedging strategies, engagement with key stakeholders	
FINANCE AND MARKETS		
Accounting and Financial Reporting Oversight	Possessing skills and experience with external/internal audit oversight, financial statement preparation/analysis, budgeting and cost management, financial systems/processes, understanding the life-cycle cost of mining enterprises	
Financing/Funding Oversight	Experience with financing/fundraising, understanding debt/equity structures, financing and funding alternatives, investor appetite	
Mergers, Acquisition and Divestments Oversight	Experience with mergers, acquisitions and divestments, transaction structuring, deal execution and integration, valuation of mining assets/resource portfolios	
Investor Engagement Oversight	Experience and skills understanding investor expectations and narrative, investor communications, proxy advisor engagement	
LEADERSHIP & STRATEGY		
Strategy Oversight	Experience in strategic planning cycles and process, broad portfolio-based capital allocation across multi-asset gold operations, implementation of strategic measurement/accountability, understanding the drivers of growth and resilience in gold mining, prioritisation and articulation of operational improvement initiatives	
Major Projects Oversight	Experience in project based governance, budget and timeline monitoring, project based risk governance and mitigation, development and commissioning of large-scale mining and infrastructure projects	
Major Change and Transformation Oversight	Experience and skills in enterprise wide transformation, major change programs, including strategy, implementation and vendor management, project risk and oversight, post-acquisition integration and operational stabilisation	

SKILL	DESCRIPTION	RATING CURRENTLY HELD BY BOARD
Relevant Executive Experience	Experience in CEO/MD level accountability, significant P&L leadership, international leadership experience, industry level influence, track record of long-term value creation, managing complexity, volatility and uncertainty in resource environments	6
PEOPLE AND STAKEHOLDER ENGAGEMENT		
Culture Oversight	Experience and skills in organisational culture assessment, executive remuneration frameworks, measurement and reporting, cultural interventions during periods of organisational integration and transformation, establishing positive organisational culture, workforce planning, talent acquisition and retention	4 1 1
Talent and Leadership Oversight	Experience in leadership development, succession and talent management, diversity initiatives, building cultures that attract and retain talent in competitive mining labour markets	2 4
Remuneration Oversight	Experience in setting balanced remuneration frameworks including short / long term incentives, external remuneration engagement, remuneration benchmarking and positioning within the mining sector pay curve, linking remuneration strategy to talent attraction and retention in a competitive labour market	2 4
ENVIRONMENTAL, SOCIAL, AND GOVERNANCE		
Sustainability, Environment and Climate Oversight	Experience in sustainability, environment and climate-related risks and opportunities; sustainability, environment and climate-related strategies and targets; integration of sustainability, environment and climate-related risks with enterprise risk management across mining operations; climate change, energy, emissions, decarbonisation, rehabilitation and water stewardship; social responsibility, including community and Traditional Owner engagement, human rights and modern slavery	2 4
Community Engagement Oversight	Experience in community engagement, socially responsible operations, community partnerships, heritage/cultural management, Traditional Owner engagement and cultural heritage management	2 1 3

	Highly Skilled
	Skilled
	Demonstrates Knowledge and Awareness

2.8 Director and Executive Appointments

Westgold has guidelines for the appointment and selection of the Board and the Managing Director and Chief Executive Officer in its Board Charter and its Remuneration and Nomination Committee Charter. Under the Constitution and the ASX Listing Rules, a Director must not hold office (without re-election) beyond the third annual general meeting since their appointment or last re-election or three years (whichever is longer).

Westgold's Constitution provides that the Board shall be comprised of a minimum of three Directors. The maximum number of Directors is nine or such lower number as the directors determine, provided the Directors have been authorised at a general meeting to make such a

determination if required under the Corporations Act. The Board Charter provides that the Board should be comprised of, to the extent practicable given the size and composition of the Board from time to time, a majority of people who are independent directors and a mix of Executive and Non-Executive Directors with a broad range of skills, expertise, experience and diversity of backgrounds.

The Board ensures appropriate checks (including checks in respect of character, experience, criminal record and bankruptcy history, as appropriate) are undertaken before appointing a person, or putting forward to shareholders a candidate for election as a Director. These checks take place prior to putting forward a Director to shareholders for election at a general meeting or annual general meeting. Prior to appointing any new Director, a review process is undertaken to ensure any new Director's skill set aligns with Westgold's Board identified capability requirements and its strategic plan.

The Board ensures all material information relevant to a decision to elect or re-elect a Director (including details of the candidate's qualifications, skills and experience and a statement whether the Board considers the individual an independent director) is provided to shareholders in the notice of meeting containing the resolution to elect or re-elect a Director, together with all other information referred to in the commentary to ASX Recommendation 1.2. The Board will include this material information in the 2026 notice of annual general meeting.

The Directors and Executive Leadership Team are party to a written agreement with the Company, which sets out the terms of that Director's or senior executive's appointment, including their duties, rights and responsibilities. Throughout FY26, the Company maintained written agreements with each of its Directors and members of the Executive Leadership Team.

2.9 Remuneration

Westgold's remuneration policies and practices for the Chair, Non-Executive Directors, the Managing Director and Chief Executive Officer and any other Executive Directors and Executive Leadership Team, including its equity-based remuneration scheme, are detailed in the Board Charter, Remuneration and Nomination Committee Charter and the Remuneration Report contained in the 2026 Annual Report.

The Board believes our people are our most important resource, and the objective is to ensure that remuneration structures are competitive, equitable, transparent and non-discriminatory, while aligning executives' interests with those of shareholders. The Board ensures Westgold's remuneration framework and policies are aligned with the Company's purpose, values, strategic objectives and risk appetite.

Senior executive remuneration comprises fixed and variable components, with a significant proportion performance-based through Short-Term Incentives (**STIs**) and Long-Term Incentives (**LTIs**), with greater weighting on LTIs. A substantial proportion of at-risk remuneration is delivered through performance rights, which are subject to appropriate performance hurdles, vesting periods, clawback provisions and Board discretion.

An independent remuneration consultant was engaged to provide benchmarking data and insights on remuneration structures, levels and trends across the Australian mining sector. Following this review, the Board considered the remuneration of the Chair, Non-Executive Directors, the Managing Director and Chief Executive Officer and the Executive Leadership Team for FY27 having regard to role scope, market positioning, internal relativities and the Company's remuneration philosophy of targeting remuneration at up to the 75th percentile of comparable market peers. Further information on the remuneration arrangements of the Company is available in the Company's 2026 Annual Report.

2.10 Induction, Training and Continuing Education

To enable each new Director to participate fully and actively in Board decision-making at the earliest opportunity, Westgold provides a comprehensive induction process immediately after appointment tailored to each Director's background, experience and the Board Committee position(s) they will hold. The Remuneration and Nomination Committee is responsible for overseeing the induction program for new Directors, ensuring they are provided with the information, resources and support necessary to effectively discharge their duties and responsibilities from the commencement of their appointment. The Company Secretary assists in co-ordinating and facilitating inductions and professional development for Directors.

Westgold is committed to the continuing development of its Directors and Executives, who are encouraged to participate in relevant training and development programs. Each Director has direct access to the Company Secretary, who plays an important role in ensuring best governance practices are upheld by the Board and its Committees. The Company Secretary also regularly provides information to the Directors to facilitate Directors' ongoing professional development on relevant governance, legal, regulatory and industry developments. In FY26, this included Directors and the Sustainability Committee participation in externally facilitated training on directors' duties under Australia's mandatory climate-related disclosure regime, and the Chair of the Sustainability Committee undertook a site visit focused on operational sustainability and climate-related matters.

2.11 Performance Evaluation

The Board regularly monitors its own performance, the performance of individual Directors and Committees. This occurs through an internal and externally managed review process that is led by the Chair of the Board in line with the procedures outlined in the Board Charter and the Performance Evaluation Policy. The evaluation process incorporates survey tools and one on one meetings between the Chair and each Director.

During FY26, independent governance specialists facilitated a comprehensive review of the performance of the Board, its Committees and the Directors. The results of which will be discussed by the Board. In addition, the Chair maintained open and honest communication with all Board members and Committee Chairs throughout the year, with appropriate feedback provided in line with the procedures outlined in the Company's Board Charter.

The Board is responsible for overseeing annual performance reviews of the Managing Director and Chief Executive Officer and the Executive Leadership Team, in accordance with the Board Charter and the Remuneration and Nomination Committee Charter. The performance of the Executive Leadership Team is evaluated by the Managing Director and Chief Executive Officer, with input from the Board. The metrics and criteria applied to this evaluation is set out in the Company's 2026 Annual Report, which is available on the Company's website. The performance of the Managing Director and Chief Executive Officer is evaluated by the Chair, with input from the Remuneration and Nomination Committee and Board.

The Company completed performance evaluations in respect of the Managing Director and Chief Executive Officer and the Executive Leadership Team for the past financial year in accordance with the established performance assessment processes.

3 Board Committees

3.1 Board Committee Structure

During FY26, four Board Committees assisted the Board and Westgold to meet their responsibilities under the ASX Listing Rules and ASX Recommendations: (i) the Audit, Risk and Compliance Committee, (ii) Remuneration and Nomination Committee; (iii) the Sustainability Committee and the (iv) Technical Committee.

Table 3 Board Committee Structure During FY26

Audit, Risk and Compliance Committee	
Members	• Shirley In't Veld (Independent Chair) • Fiona Van Maanen • David Kelly • Gary Davison • Julius Matthys • Ivan Mullany All members are independent Non-Executive Directors.
Composition Requirements	• At least three members • Non-Executive Directors only • Majority independent Directors • Independent Director as Chair • At least one member must have expertise in financial and accounting matters
Responsibilities	The role of the Audit, Risk and Compliance Committee is to assist the Board in fulfilling its responsibilities relating to audit, financial reporting, compliance and risk management (which includes tax-related risks, information technology security and cybersecurity oversight). The Audit, Risk and Compliance Committee Charter sets out Westgold's approach to risk management, internal compliance and control systems, and defines the responsibilities of the Audit, Risk and Compliance Committee, which include overseeing, monitoring, reviewing and making recommendations to the Board in relation to, amongst others: (a) the implementation and effectiveness of Westgold's risk management system, including Westgold's related bodies corporate (together with Westgold, the Westgold Group); (b) the effectiveness of the Westgold Group's control environment, particularly in relation to balance sheet risk, relevant legal and regulatory compliance and financial reporting; (c) the adequacy of the control processes in place in relation to the preparation of financial and other information prepared by management, in particular those reports to be provided to shareholders, regulators and other stakeholders; (d) the Westgold Group's relationship with the external auditor and the external audit function; and (e) the implementation and effectiveness of Westgold's systems and processes for ensuring compliance with all applicable laws, regulations industry codes, company policies and material licenses, permits and agreements. Westgold's external auditors attend and present their closing audit report to the Audit, Risk and Compliance Committee prior to approval of both the Half Year and Full Year Financial Statements. The external auditor's closing report is also circulated to the full Board.

Remuneration and Nomination Committee	
Members	• Fiona Van Maanen (Independent Chair) • Shirley In't Veld • David Kelly • Gary Davison • Julius Matthys All members are independent Non-Executive Directors.
Composition Requirements	• At least three members • Majority independent Directors • One of the members as Chair
Responsibilities	The Remuneration and Nomination Committee Charter details the role of the Remuneration and Nomination Committee, which is to assist the Board in establishing policies and practices which: (a) enable Westgold to attract capable Directors and employees who achieve operational excellence and create value for shareholders; and (b) reward employees fairly and responsibly, regard being had to the results of the Westgold Group, individual performance and general remuneration conditions. The Remuneration and Nomination Committee's duties include, amongst others: (a) reviewing and making recommendations to the Board on Westgold's remuneration policies, including STIs and equity awards; (b) overseeing the formulation and review of Westgold's organisational development, and succession planning for the Managing Director and Chief Executive Officer and senior executives; (c) developing and regularly reviewing a policy on Board structure; (d) developing criteria for Board membership; (e) identifying and screening specific candidates for nomination; (f) ensuring that an appropriate induction and orientation program is in place; (g) ensuring that the performance of the Board and its members is regularly reviewed; and (h) reviewing the policy in respect of tenure, remuneration and retirement of Directors.

Sustainability Committee	
Members	• Julius Matthys (Independent Chair) • Wayne Bramwell (Managing Director and Chief Executive Officer) • Shirley In't Veld
Composition Requirements	• At least two Non-Executive Directors, one of whom will be the Chair • the Managing Director
Responsibilities	The role of the Sustainability Committee is to assist the Board to meet its oversight responsibilities in relation to Westgold's sustainability and environmental, social and governance (ESG) objectives.

Sustainability Committee	
	The Sustainability Committee Charter details the responsibilities of the Sustainability Committee, which includes providing counsel, guidance and governance on Westgold's strategies, frameworks and programs related to sustainability, and within the scope of its responsibility endorse matters for Board approval, including: (a) Environment: Climate and energy (including climate-related risks and opportunities and greenhouse gas emissions reduction), natural resource management, nature and biodiversity, pollution prevention and waste management; (b) Social: Worker safety, health and wellbeing, community and socioeconomic impacts, diversity, equity and inclusion, talent, employment and labour practices, human rights and supply chain management, cultural heritage management and stakeholder engagement; and (c) Governance: Ethical conduct and the integration of sustainability-related risks into the enterprise risk management framework. The Sustainability Committee also oversees certain activities related to sustainability and ESG, including, amongst others: (a) compliance with applicable laws, regulations and standards; (b) the accuracy, integrity, and relevancy of Westgold's sustainability reporting, including overseeing the external assurance process for ESG data to ensure reliability and mitigate greenwashing risk; (c) the communication of Westgold's sustainability performance to shareholders and stakeholders, and the oversight of Westgold's stakeholder engagement strategy regarding material ESG issues; and (d) the development of transition plans for decarbonisation and climate resilience and monitor performance and progress against targets.

The Company also has a Technical Committee which oversees key technical matters relating to the development and advancement of the Company's operating assets, including budgets and mine planning.

4 Diversity and Inclusion

4.1 Diversity and Equal Employment Opportunity Policies

Westgold acknowledges the positive outcomes and corporate benefits that can be achieved through a diverse workplace, including the ability to attract, retain and motivate directors, officers and employees from the widest possible pool of available talent. Westgold is actively managing diversity as a means of enhancing Westgold's performance by recognising and utilising the contributions of diverse skills and talent from its employees.

Westgold promotes equal opportunity and embraces diversity across gender, age, ethnicity, ability, and experience to strengthen its culture and performance. It is the Board's responsibility and objective to foster an environment within Westgold where individual differences are respected, employment and advancement opportunities are based on merit, skills and ability, and inappropriate behaviours and practices at all levels within the Westgold Group are addressed and eliminated. The Board has adopted a Diversity Policy, which provides a framework for Westgold to establish and achieve measurable diversity objectives, including gender diversity.

The Remuneration and Nomination Committee is responsible for making recommendations to the Board in relation to diversity and culture within Westgold and the setting of measurable objectives in respect of gender diversity.

4.2 Gender Diversity within the Westgold Group and Measurable Objectives

Female workforce participation has increased from 12% in FY23 to 15% in FY26, below the FY26 target of 25% set in FY24. While progress has been slower than intended, we continue to focus on practical actions to improve the attraction, retention and career progression of women across the business.

These actions include flexible work practices and employment measures intended to support fair access to opportunities and participation at different life stages. Available benefits include gender-neutral parental leave, dedicated leave for in vitro fertilisation, surrogacy and adoption, family and domestic violence leave, and menstrual and menopause support leave. We have also improved workforce data and remuneration governance to support our ongoing work on pay equity.

We recognise the contribution of workforce diversity to decision-making, innovation and business performance. Westgold also remains a WORK180-endorsed employer, providing external visibility of our employment practices and benefits relevant to women's careers and workplace experiences.

The Board has a measurable objective to achieve gender diversity to comprise at least 30% women on the Board. The Board achieved this measurable objective throughout FY26 with 37.5% of the Board being women, three of the eight Directors.

As at 30 June 2026, the number and proportion of men and women employed by Westgold or a member of the Westgold Group was as follows:

Table 4 Gender Diversity

	Number of Women	Percentage of Women	Number of Men	Percentage of Men	Total number ¹
Board ²	3	37.5% (30 June 2025: 37.5%)	5	62.5% (30 June 2025: 62.5%)	8
Senior Executives ³	1	14.3% (30 June 2025: 37.5%)	6	85.7% (30 June 2025: 62.5%)	7
Management	30	11.1% (30 June 2025: 9.3%)	240	88.9% (30 June 2025: 90.7%)	270
Professional	82	45.8% (30 June 2025: 49.3%)	97	54.2% (30 June 2025: 44.9%)	179
Technical	48	19.0% (30 June 2025: 18.4%)	204	80.6% (30 June 2025: 81.6%)	253
Operational	103	10.0% (30 June 2025: 10.7%)	926	90.0% (30 June 2025: 87.6%)	1,029

1 Total number includes non-binary and non-disclosed gender identities, based on employee self-disclosure. Therefore, the percentage of women and men may not total 100% in all instances.

2 Headcount, as at end of Financial Year, includes the Managing Director and CEO.

3 Senior executives are members of management who report to the Board, including the Managing Director and CEO.

Westgold reports its gender metrics annually to the Workplace Gender Equality Agency and in its 2026 Annual Report. Further information on diversity can be located in Westgold's Diversity Policy and 2026 Annual Report on Westgold's website.

5 ESG and Decision Making

5.1 Standards of Behaviour

Westgold aims to maintain the highest standard of lawful and ethical behaviour in business dealings and to act with integrity in all its dealings with Westgold's stakeholders, including shareholders, employees, governments, suppliers, Traditional Owners and the communities in which Westgold operates. Directors and employees are expected to perform their duties in a professional manner and act with the utmost integrity and objectivity, striving at all times to protecting the reputation and performance of Westgold.

The Board is responsible for setting the tone from the top and promoting a culture of lawful, ethical and moral conduct to ensure that Westgold maintains its reputation as a trusted and responsible corporate citizen. This involves considering the impact of Westgold's decisions on the industry, its stakeholders and the broader community.

Westgold's governance framework is built on transparency, accountability and ethical conduct and is guided by its Code of Conduct. The Code of Conduct articulates Westgold's values and sets expectations around behaviours to ensure Westgold conducts its business with integrity, behaves in a way that is aligned with its values and positively impacts its broader community and environment.

The Code of Conduct applies to all Directors (executive and non-executive), officers, employees, authorised representatives, contractors and consultants of the Westgold Group. Each Board meeting has a standard agenda item on '*continuous disclosure and corporate governance matters*' whereby material breaches, if any, of any codes, policies or charters including the Code of Conduct are disclosed to the Board.

5.2 Anti-Bribery and Anti-Corruption Policy

Westgold maintains a zero-tolerance stance on bribery and corruption. All business activities are conducted with integrity, transparency and in full compliance with applicable laws and ethical standards.

The Anti-Bribery and Anti-Corruption Policy provides information and guidance to those working for Westgold on how to recognise and deal with bribery and corruption issues. The Board is informed of any material breaches of the Anti-Bribery and Anti-Corruption Policy.

The Anti-Bribery and Anti-Corruption Policy is available on the Company's website.

5.3 Conflicts of Interest

Employees have a responsibility to avoid conflicts of interest between Westgold's interests and their own personal or commercial interests. In addition, the Board Charter provides that the Directors are expected to discharge their duties as directors in a manner which is consistent with the best interests of Westgold as a whole, free of any actual or possible conflicts of interest. Directors have an obligation to disclose to the Board any actual or perceived conflicts of interest, whether of a direct or indirect nature, of which the Director becomes aware and which the Director reasonably believes is material, in that it may or may be perceived to influence their vote, decision making or compromise the reputation or performance of Westgold.

Directors have an opportunity to declare any such interests upon appointment and should immediately consult with the Chair (or in the case of the Chair, the Chair should immediately consult with the Non-Executive Directors) if they believe that they may have a conflict of interest in relation to a particular matter.

During FY26 there were no interests, positions, associations or relationships of the type described in Box 2.3 of the ASX Recommendations that were assessed by Westgold as impacting on the independent judgement of the independent Directors.

The Board can request a Director to take reasonable steps to remove the conflict of interest. If a Director cannot or is unwilling to remove a conflict of interest, then the Director must absent themselves from the room when discussion and voting occur on matters to which the conflict relates, unless in accordance with the Corporations Act.

5.4 Speak Up Policy

Westgold is committed to conducting business with honesty, integrity and accountability, and to maintaining a culture in which people feel safe and supported to speak up about actual or suspected misconduct. Westgold recognises that early identification and reporting of concerns is critical to good governance, risk management and the protection of its people, assets and reputation.

The Speak Up Policy outlines the framework for reporting, investigating and responding to reportable conduct and for protecting individuals who make protected disclosures. It aims to promote a culture of transparency, integrity and accountability, and to ensure that concerns are raised and managed appropriately, confidentially and in accordance with applicable laws.

Westgold's Speak Up Policy is Westgold's whistleblower policy for the purposes of Recommendation 3.3, complies with Part 9.4AAA of the Corporations Act, and is available on the Company's website. All Westgold directors, officers, employees, consultants and contractors must comply with the Policy. The Board is informed of any material incidents reported under this Speak Up Policy.

5.5 Securities Trading Policy

The Securities Trading Policy outlines Westgold's policy for its Directors, officers, employees, consultants and contractors (irrespective of location) when dealing in Westgold securities.

Employees must not buy or sell shares in Westgold or any other companies at any time when they are aware of price sensitive information about Westgold, which has not been disclosed to the ASX. All employees must read and follow the Westgold Securities Trading Policy. Subject to specified exceptions, Directors and employees may not deal in Westgold securities during explicit black-out periods which are set predominately around financial reporting periods.

Westgold's Securities Trading Policy includes a prohibition applying to designated persons (as defined in the Securities Trading Policy) from entering into arrangements in relation to unvested equity instruments or vested Westgold securities that are subject to disposal restrictions (such as a holding lock) that would have the effect of limiting their economic exposure to holding the relevant securities.

6 Audit and Risk Management

6.1 Risk Management

Westgold has adopted a risk management framework to ensure that risk management is effective and that Westgold is operating with due regard to the risk appetite set by the Board.

The Audit, Risk and Compliance Committee Charter outlines the process of risk management and internal compliance and control. The Audit, Risk and Compliance Committee has overall responsibility for oversight of risk management and, at least annually, considers the overall risk management framework and risk profile and reviews its effectiveness in meeting sound corporate governance principles and keeps the Board informed of all material business risks. The risk registers are also reviewed by the Audit, Risk and Compliance Committee periodically during the year.

Westgold integrates risk management into strategic planning, business planning and material investment decisions across the business. Depending on the nature of the decision, relevant financial, operational, health and safety, environmental, social, climate-related and regulatory risks and opportunities are considered. These considerations help inform our strategic priorities, capital allocation, project design and implementation, and how we manage trade-offs between near-term performance and longer-term value creation.

Westgold operates in a complex environment with risks across safety, health, environment, heritage, climate, legal, financial, operational, social licence and governance matters. Westgold's enterprise risk management framework provides a structured approach to identifying, assessing, managing and monitoring risks across the business. It is aligned with ISO 31000 and forms part of our Risk Management Policy, Risk Management Plan and Integrated Management System. Material risks are overseen by the executive leadership team and reviewed by the Board through the Audit, Risk and Compliance Committee. The Company's Risk Management Policy is available on the Company's website.

Risks are managed through inspections, incident investigations, audits, task-based assessments, consultation and change management processes. Risk registers, procedures and frontline tools support hazard identification, control implementation and review. Controls are applied using the hierarchy of controls, with preference given to elimination, substitution, isolation and engineering controls over administrative controls and personal protective equipment.

Westgold's material risks are regularly presented to the Board by the Managing Director and Chief Executive Officer, and the Board discusses any material matters or changes to the risks during Board meetings. The Audit, Risk and Compliance Committee and the Board completed a review of Westgold's risk management framework during FY26 and the Board satisfied itself that the framework continues to be sound and that Westgold operates with due regard to the risk appetite set by the Board. The Board is encouraged to update and challenge the matters disclosed with respect to Westgold's risks at and between each Board meeting and to raise any material risks that they believe are not adequately dealt with.

6.2 External Audit

Westgold's external auditor has been Deloitte Touche Tohmatsu since 2024. Representatives from Deloitte attend each annual general meeting and are available to answer questions from security holders relevant to the external audit of Westgold and the preparation and content of the external auditor's report.

The Audit, Risk and Compliance Committee is responsible for reporting to the Board on external audit arrangements, including:

- (a) recommending to the Board the appointment and removal of the external auditors and reviewing the terms of engagement;
- (b) review and reporting on the performance and independence of external auditors;
- (c) review the audit plan and close out report of the external auditors;
- (d) monitoring the effectiveness and independence of the external auditor, including reviewing the level of non-audit services provided by the external auditor and ensuring it does not adversely impact on auditor independence;
- (e) obtaining assurances that the audit and sustainability assurance engagements are conducted in accordance with the Auditing and Assurance Standards and all other relevant accounting policies and standards;
- (f) reviewing and appraising the quality of audits conducted by the Westgold Group's external auditors and confirming their respective authority and responsibilities; and
- (g) monitoring the relationship between management and the external auditors.

6.3 Internal Audit

The Board oversees the effectiveness of governance, risk management and internal control processes. Management is charged with resourcing, operating and monitoring the system of internal control, incorporating risk responses in the form of controls into its management systems, and reporting results of the effectiveness of those systems to the Board. To assist in the management of internal controls and to increase the level of effectiveness of the control environment, the Board has appointed an independent third party as Westgold's independent internal audit partner. The third party assists in providing independent assurance over key financial and operational controls, including the review and confirmation that policies and procedures previously approved by the Audit, Risk and Compliance Committee and Board are being adhered to by the broader business and supports the Audit, Risk and Compliance Committee with structured reporting and insights across the Company's relevant enterprise risk items enhancing the Committee's overall governance and risk management practices.

Westgold commenced a three-year internal audit plan during FY26 to assess the design and operating effectiveness of controls across the Company's enterprise risks in the Company's risk register, which involves twenty-four (24) planned internal audits (mapped to relevant enterprise risk(s)), with two internal audits undertaken per quarter over the three-year period, ensuring consistent and balanced coverage. Individual audits may address multiple enterprise risks where appropriate to enable efficient and sufficient coverage. In addition, periodic follow-up reviews are performed to monitor the implementation of agreed internal audit actions, supporting accountability and timely remediation. The results of these internal audits are presented to the Company's Audit, Risk and Compliance Committee with any material matters escalated to the Board, if applicable.

Although no system of internal control can provide absolute assurance that the business risks will be fully mitigated, the internal control systems adopted by Westgold have been designed to meet Westgold's specific needs and the risks to which it is exposed. In addition to the Company's structured internal audit function, the Board has established and maintains a range of internal controls including:

- (a) monthly reporting to the Board in respect of safety, operational and financial performance;
- (b) authority limits established for management and a delegation of authority which must not be exceeded unless prior Board approval is obtained;
- (c) a compliance procedure for ensuring compliance with Westgold's continuous disclosure obligations; and
- (d) regular reports to the Board by appropriate members of the management team and, where appropriate, independent advisers, outlining the nature of particular risks and identifying measures which are either in place or can be adopted to manage or mitigate those risks.

6.4 Verification of Periodic Corporate Reports

Westgold prepares periodic corporate reports for the benefit of investors, which include annual reports, half year reports, quarterly reports and sustainability reports. Westgold's Executive Leadership Team ensures that the integrity of Westgold's periodic reports, which are not audited or reviewed by an external auditor, are materially accurate, balanced and provide investors with appropriate information to make informed investment decisions.

Where a periodic corporate report is not required to be audited or reviewed by an external auditor, Westgold conducts an internal verification process to confirm the integrity of the report, to ensure that the content of the report is materially accurate. Appropriate supporting information for such corporate reports is sought and retained on preparation of the report.

Copies of all material market announcements are also required to be circulated to the Board in draft for approval and promptly on release, to ensure the Board has timely oversight of the nature and quality of information being disclosed to the market.

6.5 Management Assurance

Before the Board approves Westgold's financial statements for each financial period, including the full-year and half-year financial statements, the Managing Director and Chief Executive Officer and the Chief Financial Officer provide the Board with a declaration in accordance with section 295A of the Corporations Act. The declaration states that, in their opinion, the financial records of Westgold have been properly maintained, the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of Westgold and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively. Westgold has obtained sign-offs on these terms for FY26.

6.6 Environmental, Social, Climate Change and Sustainability Risks

As a gold miner and producer, Westgold operates in a complex environment with inherent risks, spanning legal, financial, safety and health, heritage, environmental, social licence and governance. Managing these risks effectively is critical to achieving our safety, sustainability, growth and profitability objectives.

Westgold has material exposure to environmental and social risks, including climate, water, heritage, community, safety and human rights risks. In FY26, Westgold identified four material physical climate-related risks: drought and reduced rainfall affecting process water availability, heavy rainfall and storm events disrupting haulage and operations, water inrush into underground workings and worker exposure to extreme heat. No transition risks or opportunities met Westgold's materiality threshold.

The Sustainability Committee supports the Board in overseeing Westgold's sustainability frameworks and programs. It provides guidance and endorses key matters for Board approval, including risk identification, policy development, legal compliance and transparent sustainability reporting. As part of the Sustainability Committee's duties and responsibilities, it oversees the integration of sustainability and climate-related risks and opportunities and scenario analysis into the Company's broader corporate strategy, its decisions on major transactions and its risk management processes and related policies, considering trade-offs associated with those risks and opportunities. The Audit, Risk and Compliance Committee oversees Westgold's risk management system. The Audit, Risk and Compliance Committee Charter requires the Audit, Risk and Compliance Committee to review the disclosure by Westgold on whether it has any material exposure to economic, environmental and social sustainability risks and, if it does, how it manages or intends to manage those risks.

Westgold also transparently discloses environmental, social, climate change and sustainability data through its 2026 Annual Report where it reports against voluntary standards including the Global Reporting Initiative Standards (for reporting on material sustainability information) and the Sustainability Accounting Standards Board Metals and Mining Standards (which guides the disclosure of financially material sustainability information). In FY26, Westgold undertook a review and update of its Board, Sustainability Committee and ESG Working Group Charters to clarify responsibilities related to climate risk and opportunities, in alignment with AASB S2 requirements. Westgold's exposure to material economic, environmental and social sustainability risks and how Westgold manages those risks is included in the 2026 Annual Report and under its continuous disclosure obligations. Westgold also reports in accordance with the *Modern Slavery Act 2018* (Cth) and publishes its annual Modern Slavery Statement.

Westgold is committed to operating its business in line with the core principles of sustainable development, and to this end, has adopted a sustainability governance framework, which defines the roles of the Board, Board Committees, management and supporting functions in overseeing sustainability matters and delivering against the commitments in our Environmental, Social and Governance Policy. Further information on the Company's Sustainability Governance Framework is available in the Company's 2026 Annual Report.

7 Timely and Balanced Disclosure

7.1 Continuous Disclosure

The Continuous Disclosure Policy details how Westgold ensures compliance with its continuous disclosure obligations under the Corporations Act, ASX Listing Rules, Toronto Stock Exchange (TSX) Company Manual and other applicable securities laws. Under continuous disclosure laws, Westgold must notify the ASX and TSX of materially price sensitive information unless an exception applies. Westgold takes these obligations seriously and understands that complying with these obligations is essential to maintaining stakeholder confidence in Westgold.

The aim of the Continuous Disclosure Policy is to keep the market fully informed of information that may have a material effect on the price or value of Westgold's securities and ensure any material inaccuracies or misinformation in the market is promptly identified and corrected.

The Continuous Disclosure Policy applies to all Directors, officers, employees, contractors, consultants and representatives of the Westgold Group.

7.2 Periodic Reports and Material Announcements

The Audit, Risk and Compliance Committee reviews and makes recommendations to the Board regarding approval of all financial reports.

The Board has adopted a Continuous Disclosure Policy. Westgold is committed to complying with these continuous disclosure obligations and to ensuring that its shareholders, security holders and the market are provided with material information regarding Westgold in a timely, accurate and effective manner, and to complying with its continuous disclosure obligations.

The Board has the primary responsibility for Westgold's compliance with its continuous disclosure obligations and is responsible for overseeing and implementing the Continuous Disclosure Policy. It is a standing agenda item at all Board meetings to consider any information that must be disclosed to the ASX or by way of Canadian press release in compliance with the ASX Listing Rules, Canadian securities laws and applicable laws.

Westgold has appointed disclosure officers in order to streamline day-to-day compliance with its continuous disclosure obligations. All Westgold personnel, including Directors, must immediately notify a disclosure officer if they are in possession of potentially market sensitive information or are aware of any matter they consider may be material for continuous disclosure purposes.

Westgold has also appointed the Chair and Managing Director and Chief Executive Officer, or in their absence their delegate, as authorised spokespersons of Westgold.

Copies of all market announcements are circulated by the Company Secretary promptly to the Board to ensure the Board has timely oversight of the nature and quality of information being disclosed to the market.

The Continuous Disclosure Policy also mandates that Westgold must release to the market any new and substantive investor or analyst presentation ahead of the delivery of the presentation, irrespective of whether the presentation contains material new information required to be disclosed under ASX Listing Rule 3.1, and should promptly file the same under Westgold's profile on System for Electronic Data Analysis and Retrieval + (**SEDAR+**). If the presentation contains any material or price sensitive information of Westgold that has not been previously generally disclosed to the public in Canada, such information should be publicly disclosed in Canada by way of press release in accordance with Canadian securities laws. Westgold also makes the presentations available electronically as soon as it reasonably can.

8 Shareholder Communication and Engagement

8.1 Company Information

Westgold's website (<https://www.westgold.com.au/>) contains:

- (a) information about Westgold's corporate governance practices and policies (including links to Westgold's corporate governance policies and charters);
- (b) an overview of Westgold's business, history, projects, purpose and values, strategy, operations and sustainability;
- (c) information about the Board and executive leadership team;
- (d) various investor, sustainability and media content (see section 8.2 for further details); and
- (e) key contact details.

ASX announcements, notices of meeting, reports, results and other investor/external presentations are uploaded to Westgold's website following release to the ASX and, where applicable, TSX and content is updated regularly.

8.2 Investor Relations and Shareholder Communications

Westgold has adopted a Shareholder Communications Policy, which aims to promote and facilitate effective two-way communication with investors. The policy outlines a range of ways in which information is communicated to shareholders.

The Board aims to ensure that shareholders are provided with all of the information necessary to assess the performance of Westgold. Westgold is committed to complying with its continuous disclosure obligations and promoting transparent, timely and balanced communication with investors and the market. Westgold's website is the primary medium of providing information to shareholders and other stakeholders. The 'Investor Centre' section of the website includes information on Westgold's share price on the markets on which it trades (the ASX and TSX), financial reports and copies of investor presentations. The website also includes details on how to contact Westgold's share registry by phone or email and an online form for shareholders to send direct inquiries to Westgold as well as phone and email contact details for all media and investor relation enquiries. There is a subscription service available to receive investor updates from Westgold.

Westgold encourages all shareholders to provide an email address to enable Westgold to communicate with them electronically when shareholder notices become available online for items such as meeting documents and annual reports. Shareholders can also register with Westgold's share registry to receive communications electronically rather than via mail, where applicable.

Shareholders' queries are referred to the Company Secretary. Shareholders are able to make enquiries via telephone and Westgold also welcomes electronic communications from its shareholders via the following email address: investor.relations@westgold.com.au.

8.3 Shareholder Participation at Meetings

Westgold recognises the importance of shareholder interaction and supports shareholder participation at Company meetings.

Notices of annual general meetings (and notices of other general meetings) are posted on Westgold's website and, upon election, may be emailed or posted to shareholders. Westgold's annual general meeting provides an important opportunity for Westgold to provide information to its shareholders and a reasonable opportunity for informed shareholder participation. Shareholders are invited to submit questions about or make comments on the management or performance of Westgold.

Shareholders are encouraged to participate at all general meetings and annual general meetings of Westgold. Shareholder meeting materials include a statement encouraging all shareholders to participate in general meetings and shareholders are also able to submit a proxy voting form prior to the meetings if they are unable to attend. Shareholders who are not able to attend shareholder meetings also have the opportunity to provide questions ahead of the meeting. The annual general meeting provides an important occasion to update shareholders on Westgold's performance and offers an opportunity for shareholders to ask questions of, and to hear from, the Board, and is also attended by Westgold's external auditor (who can answer questions about the conduct of the audit, the preparation and content of the external audit report, the accounting policies adopted by Westgold and the independence of the external auditor in relation to the conduct of the external audit).

All resolutions at the annual general meeting and any general meetings of shareholders are decided by a poll, rather than a show of hands. Westgold's share registry assists with the running of the poll.

Disclosure Against ASX Recommendations

Except as otherwise stated, Westgold has followed the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (fourth edition) for the financial year ending 30 June 2026. The following table indicates where specific ASX Recommendations are addressed in this Corporate Governance Statement:

ASX Corporate Governance Council Principles and Recommendations		Met	Reference
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.	✓	Section 2.1
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.	✓	Section 2.8
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	✓	Section 2.8
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.	✓	Section 2.3
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: (i) the measurable objectives set for that period to achieve gender diversity; (ii) the entity's progress towards achieving those objectives; and (iii) 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 not have less than 30% of its directors of each gender within a specified period.	✓	Section 4

ASX Corporate Governance Council Principles and Recommendations		Met	Reference
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.	✓	Section 2.11
1.7	A listed entity should: (a) have and disclose a process for evaluating the performance of 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.	✓	Section 2.11
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: (i) has at least three members, a majority of whom are independent directors; and (ii) is chaired by an independent director, and disclose: (iii) the charter of the committee; (iv) the members of the committee; and (v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendance of the members at those meetings; or (b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.	✓	Sections 2.5 and 3.1
2.2	A listed entity should have and disclose a board skills matrix setting out the mix of skills and diversity that the board currently has or is looking to achieve in its membership.	✓	Section 2.7
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, association 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, association or relationship in question and an explanation of why the board is of that opinion; and (c) the length of service of each director.	✓	Sections 2.2, 2.4, 2.6 and 5.3
2.4	A majority of the board of a listed entity should be independent directors.	✓	Section 2.6
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.	✓	Section 2.2 and 2.6

ASX Corporate Governance Council Principles and Recommendations		Met	Reference
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.	✓	Section 2.10
Principle 3 – Instil a culture of acting lawfully, ethically and responsibly			
3.1	A listed entity should articulate and disclose its values.	✓	Page 1
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.	✓	Section 3.1 and 5.1
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.	✓	Section 5.4
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	✓	Section 5.2
Principle 4 – Safeguard the integrity of corporate reports			
4.1	The board of a listed entity should: (a) have an audit committee which: (i) has at least three members, all of whom are non executive directors and a majority of whom are independent directors; and (ii) is chaired by an independent director, who is not the chair of the board, and disclose: (iii) the charter of the committee; (iv) the relevant qualifications and experience of the members of the committee; and (v) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members of those meetings; or (b) if it does not have an audit committee, disclose the fact and the process 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.	✓	Sections 2.5, 3.1 and 6
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 the performance of the entity and that the opinion has	✓	Section 6.5

ASX Corporate Governance Council Principles and Recommendations		Met	Reference
	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.	✓	Sections 6.4 and 7.2
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.	✓	Section 7.1
5.2	A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made	✓	Section 7.2
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.	✓	Section 7.2
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.	✓	Section 8.1
6.2	A listed entity should have an investor relations program that facilitates effective two way communication with investors.	✓	Section 8.2
6.3	A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	✓	Section 8.3
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.	✓	Section 8.3
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.	✓	Section 8.2
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: (i) has at least three members, a majority of whom are independent directors; and (ii) is chaired by an independent director, and disclose: (iii) the charter of the committee; (iv) the members of the committee; and (v) 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.	✓	Sections 2.5, 3.1 and 6.1

ASX Corporate Governance Council Principles and Recommendations		Met	Reference
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.	✓	Section 6.1
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.	✓	Section 6.3
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.	✓	Sections 6.1 and 6.6
Principle 8 – Remunerate fairly and responsibly			
8.1	The board of a listed entity should: (a) have a remuneration committee which: (i) has at least three members, a majority of whom are independent directors; and (ii) is chaired by an independent director, and disclose: (iii) the charter of the committee; (iv) the members of the committee; and (v) 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.	✓	Sections 2.5 and 3.1
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.	✓	Section 2.9
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.	✓	Section 2.9 and 5.5



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