Appendix 4G

Key to Disclosures
Corporate Governance Council Principles and Recommendations

Name of entity

LOVISA HOLDINGS LIMITED

ABN

34 602 304 503

Financial year ended:

28 JUNE 2026

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

☒ This URL on our website: https://www.lovisa.com.au/pages/investor-centre

The Corporate Governance Statement is accurate and up to date as at 26 August 2026 and has been approved by the board.

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

Date: 23rd October 2026

Name of authorised officer authorising lodgement: Chris Lauder

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ANNEXURE – KEY TO CORPORATE GOVERNANCE DISCLOSURES

Corporate Governance Council recommendation		Where a box below is ticked, 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:
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: Board Charter	
1.2	A listed entity should: (a) undertake appropriate checks before appointing a director or senior executive or putting someone forward for election as a director; and (b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.	☒	
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	☒	
1.4	The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.	☒	

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Corporate Governance Council recommendation		Where a box below is ticked, 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:
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.		☒ set out in our Corporate Governance Statement Measurable objectives have not been formally set under the Diversity Policy. The Board considers female representation across the Company appropriate. The Company is below the benchmark level of representation of women on the Board as stated in Principle 1 of greater than 30%, with 29% representation at the current time. The Board continues to review its composition on an ongoing basis.
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: in our Corporate Governance Statement and whether a performance evaluation was undertaken for the reporting period in accordance with that process at: in our Corporate Governance Statement	

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Corporate Governance Council recommendation		**Where a box below is ticked, 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:**
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: in our Corporate Governance Statement and whether a performance evaluation was undertaken for the reporting period in accordance with that process at: in our Corporate Governance Statement	

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Corporate Governance Council recommendation		Where a box below is ticked, 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:
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: People and Remuneration Committee Charter and the information referred to in paragraphs (4) and (5) at: in our Corporate Governance Statement	
2.2	A listed entity should have and disclose a board skills matrix setting out the mix of skills that the board currently has or is looking to achieve in its membership.	☒ and we have disclosed our board skills matrix at: in our Corporate Governance Statement	

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Corporate Governance Council recommendation		Where a box below is ticked, 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:
2.3	A listed entity should disclose: (a) the names of the directors considered by the board to be independent directors; (b) if a director has an interest, position, affiliation or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position or relationship in question and an explanation of why the board is of that opinion; and (c) the length of service of each director.	☒ and we have disclosed the names of the directors considered by the board to be independent directors at: in our Corporate Governance Statement and, where applicable, the information referred to in paragraph (b) at: in our Corporate Governance Statement and the length of service of each director at: in the Directors' report contained within the Company's Annual Report	
2.4	A majority of the board of a listed entity should be independent directors.	☐	☒ set out in our Corporate Governance Statement The current composition of the Board does not reflect a majority of independent Directors, nor is the Chairman considered to be independent. It is the Board's view that this is appropriate given the significant skills in leading retail organisations that the non-independent Directors bring to the Board. In support of this position, and in alignment with ASX Recommendation 2.5, Bruce Carter continued to hold the role of Lead Independent Director throughout the financial year ended 28 June 2026 to help support the Company's Corporate Governance practices and all shareholders' interests.
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 Refer above.
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.	☒	

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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 cultural commitments at: Lovisa Cultural Commitments	
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: Code of Conduct	
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: Code of Conduct	
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: Code of Conduct	

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PRINCIPLE 4 – SAFEGUARD THE INTEGRITY OF CORPORATE REPORTS			
4.1	The board of a listed entity should: (a) have an audit committee which: (1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and (2) is chaired by an independent director, who is not the chair of the board, and disclose: (3) the charter of the committee; (4) the relevant qualifications and experience of the members of the committee; and (5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.	☒ and we have disclosed a copy of the charter of the committee at: Audit Business Risk and Compliance Committee Charter and the information referred to in paragraphs (4) and (5) at: in our Corporate Governance Statement	
4.2	The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.	☒	
4.3	A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.	☒	

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PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE			
5.1	A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.	☒ and we have disclosed our continuous disclosure compliance policy at: Continuous Disclosure Policy	
5.2	A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	☒	
5.3	A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation.	☒	
PRINCIPLE 6 – RESPECT THE RIGHTS OF SECURITY HOLDERS			
6.1	A listed entity should provide information about itself and its governance to investors via its website.	☒ and we have disclosed information about us and our governance on our website at: https://www.lovisa.com.au/pages/investor-centre	
6.2	A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	☒	
6.3	A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	☒ and we have disclosed how we facilitate and encourage participation at meetings of security holders at: in our Corporate Governance Statement	
6.4	A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands.	☒	
6.5	A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	☒	

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PRINCIPLE 7 – RECOGNISE AND MANAGE RISK			
7.1	The board of a listed entity should: (a) have a committee or committees to oversee risk, each of which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.	☒ and we have disclosed a copy of the charter of the committee at: Audit Business Risk and Compliance Committee Charter and the information referred to in paragraphs (4) and (5) at: 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 commenced during the reporting period and is ongoing at: 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 at: in our Corporate Governance Statement	

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Corporate Governance Council recommendation		Where a box below is ticked, 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:
7.4	A listed entity should disclose whether it has any material exposure to environmental or social risks and, if it does, how it manages or intends to manage those risks.	☒ and we have disclosed whether we have any material exposure to environmental and social risks at: in our Corporate Governance Statement and our Sustainability Report included in our Annual Report 2026	

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Corporate Governance Council recommendation		Where a box below is ticked, 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:
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.		☒ set out in our Corporate Governance Statement The Company was partially in compliance with ASX Recommendation 8.1 during the period with at least three members of the People, Leadership, Remuneration and Nomination Committee, two of whom are considered independent, however the committee was chaired by a Director who is not considered independent (Tracey Blundy). The Board believe that this is appropriate due to the significant people management and leadership experience in the retail industry that Ms Blundy brings to the Committee.
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: in our Corporate Governance Statement	
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: Policy for Dealing in Securities	

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Corporate Governance Council recommendation		Where a box below is ticked, 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:
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.	☐	☒ we do not have a director in this position 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.	☐	☒ we are established in Australia 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.	☐	☒ we are established in Australia and not an externally managed listed entity and this recommendation is therefore not applicable

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CORPORATE GOVERNANCE STATEMENT

The Board of Directors of Lovisa Holdings Limited is responsible for the corporate governance of the Group. This statement outlines the main corporate governance principles and practices followed by Lovisa Holdings Limited (the Company). These policies and practices are in accordance with the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (4th Edition) unless otherwise stated.

Below are the main corporate governance practices in place throughout the financial year ended 28 June 2026 (unless otherwise stated) in relation to the corporate governance principles and recommendations published by the ASX Corporate Governance Council and are current as at 26 August 2026 and have been approved by the Board. The Board is comfortable that the practices are appropriate for a company of Lovisa Holdings' size. Details of the Company's key policies and practices and the charters for the Board and each of its committees are available on the Company's website (https://www.lovisa.com.au/pages/investor-centre).

The individual attendances of the directors at board and committee meetings held during the year were as follows:

Director	Board		Audit, Business Risk and Compliance		People, Leadership, Remuneration & Nomination	
	Number attended	Number held	Number attended	Number held	Number attended	Number held
Brett Blundy	4	4	-	-	4	4
Tracey Blundy	4	4	4	4	4	4
John Cheston	4	4	4	4	4	4
Mark McInnes	4	4	4	4	4	4
Bruce Carter	4	4	4	4	4	4
John Charlton	4	4	4	4	4	4
Sei Jin Alt	4	4	4	4	4	4
Nico Van Der Merwe	-	-	4	4	-	-

Principle 1

Lay solid foundations for management and oversight

The Board monitors the operational and financial position and performance of the Company and oversees its business strategy including approving the strategic objectives, plans and budgets of the Company. The Board is committed to maximising performance, generating appropriate levels of Shareholder value and financial return, and sustaining the success of the Company. In conducting the Company's business with these objectives, the Board seeks to ensure that the Company is properly managed to protect and enhance Shareholder interests, and that the Company, its Directors, officers and personnel operate in an appropriate environment of corporate governance.

Accordingly, the Board has created a framework for managing the Company, including adopting relevant internal controls, risk management processes and corporate governance policies and practices which it believes are appropriate for the Company's business and which are designed to promote the responsible management and conduct of the Company. The Board's responsibilities are defined in the Board Charter.

A copy of the Board Charter is available on the Company's website.

The Charter includes an overview of:

- Board composition and process;
- the Board's role and responsibilities;
- the relationship and interaction between the Board and management; and
- the authority delegated by the Board to management and Board Committees.

The Board's role is to:

- represent and serve the interests of Shareholders by overseeing and appraising the Company's strategies, policies and performance. This includes overseeing the financial and human resources the Company has in place to meet its objectives and reviewing management performance;
- protect and optimise the Company's performance and build sustainable value for Shareholders in accordance with any duties and obligations imposed on the Board by law and the Company's Constitution and within a framework of prudent and effective controls that enable risk to be assessed and managed, including climate-related and other sustainability-related risks and opportunities;
- set, review and ensure compliance with the Company's values and governance framework (including establishing and observing high ethical standards), and ensure that Shareholders are kept informed of the Company's performance and major developments affecting its state of affairs.

The responsibilities/functions of the Board include:

- selecting, appointing and evaluating from time to time the performance of, determining the remuneration of, and planning succession of, the Global Chief Executive Officer (CEO) and his direct reports;
- contributing to and approving management development of corporate strategy, including setting performance objectives and approving operating budgets;
- reviewing, ratifying and monitoring systems of risk management and internal control and ethical and legal compliance. This includes reviewing

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procedures to identify the main risks associated with the Company's businesses and the implementation of appropriate systems to manage these risks;

- monitoring corporate performance and implementation of strategy and policy;
- approving major capital expenditure, acquisitions and divestitures, and monitoring capital management;
- monitoring and reviewing management processes aimed at ensuring the integrity of financial and other reporting including climate-related disclosures and sustainability reporting;
- developing and reviewing corporate governance principles and policies; and
- performing such other functions as are prescribed by law or are assigned to the Board.

Matters which are specifically reserved for the Board or its committees include:

- appointment of a Chair;
- appointment and removal of the Global Chief Executive Officer;
- appointment of Directors to fill a vacancy or as an additional Director;
- establishment of Board committees, their membership and delegated authorities;
- approval of dividends;
- approval of major capital expenditure, acquisitions and divestitures in excess of authority levels delegated to management;
- calling of meetings of shareholders; and
- any other specific matters nominated by the Board from time to time.

The management function is conducted by, or under the supervision of, the Global Chief Executive Officer as directed by the Board (and by officers to whom the management function is properly delegated by the Global Chief Executive Officer). Management must supply the Board with information in a form, timeframe and quality that will enable the Board to discharge its duties effectively. Directors are entitled to request additional information at any time they consider it appropriate. Ultimate responsibility for strategy and control rests with the Directors.

The Company undertakes appropriate checks before appointing a person as a Director and undertakes to 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.

The Company has written agreements in place with each Director and senior executive setting out the terms of their appointment.

The Company Secretary is accountable to the Board. The Company Secretary is responsible for coordination of all Board business, including agendas, board papers, minutes, communication with regulatory bodies and ASX, and all statutory and other filings. All Directors have direct access to the Company Secretary.

The following performance evaluation procedures are to occur in order to periodically evaluate the performance of the Board, its Committees and individual Directors:

- On an annual basis, Directors will provide written feedback in relation to the performance of the Board and its Committees against a set of agreed criteria.
- Feedback will be collected by the Chair of the Board, or an external facilitator, and discussed by the Board, with consideration being given as to whether any steps should be taken to improve performance of the Board or its Committees.
- The Global Chief Executive Officer will also provide feedback from senior management in connection with any issues that may be relevant in the context of the Board performance review.
- Where appropriate to facilitate the review process, assistance may be obtained from third party advisers.

A performance review of the board is currently in progress and will be completed in coming months.

The Board has delegated authority for the formal review of senior management performance assessment processes and results to the People, Leadership, Remuneration and Nomination Committee. This involves periodically reviewing the senior management performance assessment processes and results as they reflect the capability of management to realise the business strategy. Review of the performance of senior management occurs in each meeting of the People, Leadership, Remuneration and Nomination Committee.

The Board has formally approved a Diversity Policy in order to address the representation of women in senior management positions and on the Board, and to actively facilitate a more diverse and representative management and leadership structure. Measurable objectives have not been formally set under the Diversity Policy. The Board considers female representation across the Company appropriate. The Company is below the benchmark level of representation of women on the Board as stated in Principle 1 of greater than 30%, with 29% representation at the current time. The Board continues to review its composition on an ongoing basis.

The Board has included a summary of the Company's proportion of women across the company.

Proportion of women	Actual 2026	Actual 2025
Board	29%	29%
Senior Management	62%	46%
Company	93%	94%

Senior management is defined as direct reports to the Global Chief Executive Officer with executive level accountability.

Lovisa Holdings Limited is deemed to be a 'relevant employer' under the *Workplace Gender Equality Act 2012*, and has received notification that it is compliant with the provisions of the Act for the 2025-26 reporting period. A copy of the Company's most recent report can be found on the Corporate Governance page of our website.

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Overview

The Board of Directors of Lovisa Holdings Limited is responsible for the overall management of the Group, including guidance as to strategic direction, ensuring best practice corporate governance and oversight of management. The Company recognises that people are its most important asset and is committed to the maintenance and promotion of workplace diversity.

Diversity drives the Company's ability to attract, retain, motivate and develop the best talent, create an engaged workforce, deliver the highest quality services to its customers and continue to grow the business. The Board has formally approved this Diversity Policy (Policy) in order to address the representation of women in senior management positions and on the Board, and to actively facilitate a more diverse and representative management and leadership structure.

Scope

The Company's vision for diversity incorporates a number of different factors, including gender, ethnicity, disability, age and educational experience. At a Board and senior management level, gender has been identified as an area of focus for the Company. Accordingly, the primary focus of this Policy is achieving adequate representation of women in senior management positions and on the Board. The strategies outlined below aim to achieve the objectives of this Policy by:

- having appropriate consideration of gender in relation to appointments at all senior management and leadership levels;
- ensuring a broad field of potential candidates for senior management and board appointments;
- increasing the transparency of the board appointment process; and
- embedding the extent to which the Board has achieved the objective of this Policy in the evaluation criteria for the annual Board performance evaluation.

Promoting diversity

In order to continue to facilitate diversity in management and leadership roles, the Company will continue to:

- implement policies which address impediments to diversity in the workplace, and review these policies to ensure that they are available to and utilised by employees; and
- monitor the effectiveness of, and continue to expand on, existing initiatives designed to identify, support and develop talented employees from a diverse range of backgrounds.

Gender representation review

On an annual basis, the Board review the proportion of women who are employed by the Company as a whole, in senior management positions and who are on the Board.

Recruitment, selection and succession planning

The People, Leadership, Remuneration and Nomination Committee is responsible for the development and succession planning process for the Global Chief Executive Officer (CEO) and the CEO's direct reports. In discharging this responsibility, the People, Leadership, Remuneration and Nomination Committee will have regard to diversity criteria.

Board appointment process

Whilst skills such as leadership and previous experience as a chief executive, chair or board member of a large organisation with international operations have traditionally been prerequisites to appointment as a Director, the Board recognises that other skills gained from experience in the following areas are key skills and experience which the Board as a whole should comprise:

- marketing and sales;
- financial management;
- policy and regulatory development and reform;
- health, safety and environment and social responsibility; and
- human resources.

In identifying candidates for the Board, the People, Leadership, Remuneration and Nomination Committee will have regard to the selection criteria set out in the board appointment process, which will include:

- skills, expertise and background that add to and complement the range of skills, expertise and background of the existing Directors;
- diversity; and
- the extent to which the candidate would fill a present need on the Board.

Review of Policy

The People, Leadership, Remuneration and Nomination Committee is responsible for the review and oversight of this Policy and will review on an annual basis:

- the effectiveness of this Policy;
- the division of responsibilities and accountability for developing and implementing diversity initiatives across the organisation; and
- report to the Board on the outcomes of its review, including any recommendations for changes to those strategies or the way in which they are implemented.

A full copy of the Diversity policy is available on the Company's website.

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Principle 2

Structure the Board to add value

The experience and qualifications relevant to the position of Director held by each Director in office at the date of the Annual Report is included in the Lovisa Holdings Limited 2026 Directors' Report, as well as the length of service relevant to each Director. Their attendance at meetings held throughout the year is detailed on page 1.

The Board is currently made up of seven Directors, comprising of three independent Non-Executive Directors, two Non-Executive Directors (including the Chairman) and two Executive Directors (the Global CEO and Managing Director, and the Executive Deputy Chairman).

The Board considers a Director to be independent where he or she is not a member of management and is free of any business or other relationship that could materially interfere with, or could reasonably be perceived to interfere with the exercise of their unfettered and independent judgment. The Board will consider the materiality of any given relationship on a case by case basis. The Board reviews the independence of each Director in light of interests disclosed to the Board.

The Board considers that each of Bruce Carter, John Charlton and Sei Jin Alt were free from any business or any other relationship that could materially interfere with the independent exercise of their judgement and are able to fulfil the role of an independent Director for the purposes of the ASX Recommendations.

Brett Blundy, Tracey Blundy and Mark McInnes are currently considered by the Board not to be independent because they are nominees of a substantial shareholder of the Company, BB Retail Capital, and Mr McInnes is also performing an executive role for the Company. Despite their roles at BB Retail Capital, the Board considers that Mr Blundy, Ms Blundy and Mr McInnes add significant value to Board deliberations given their extensive experience and skills in leading retail organisations, and substantial ownership interests in the company.

John Cheston is an Executive Director and is considered not to be independent.

ASX Recommendation 2.4 provides that a majority of the board of a listed entity should be independent non-executive Directors. Whilst the current composition of the Board does not reflect a majority of independent Directors, nor is the Chairman considered to be independent, it is the Board's view that this is appropriate given the significant skills in leading retail organisations that the non-independent Directors bring to the Board. In support of this position, and in alignment with ASX Recommendation 2.5, Bruce Carter continued to hold the role of Lead Independent Director throughout the financial year ended 28 June 2026 to help support the Company's Corporate Governance practices and all shareholders' interests.

The role of the Lead Independent Director is to provide leadership to the independent directors, liaise with the Global CEO on behalf of the independent directors and advise (or arrange for advice to be provided to) the Board on matters where there may be an actual or perceived conflict of interest involving the Chair or the Global CEO. The Lead Independent Director is not an executive position and does not have any management role in the Company. The lead independent director may assume the role of Chair when the Chair is unable to act in that capacity due to unavailability or lack of independence.

A People, Leadership, Remuneration and Nomination Committee is in place. Further detail surrounding the People, Leadership, Remuneration and Nomination Committee and its Charter can be found in the Principle 8 'Remunerate fairly and responsibly' section. Part of the responsibilities of the committee involves assisting the Board to develop 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 as detailed below. Additionally, the People, Leadership, Remuneration and Nomination Committee is responsible for ensuring that an effective Director induction process is in place and regularly review its effectiveness and provide appropriate professional development opportunities for Directors.

A copy of the Committee's charter is available on the Company's website.

The Board believes that a highly credentialed Board, with a diversity of background, skills and perspectives, will be effective in supporting and enabling delivery of good governance for the Company and value for the Company's shareholders. The mix of skills comprised in the current Board, and that the Board would look to maintain with any new appointments, and build on, includes:

- Extensive retail expertise
- High level of business acumen
- Technical expertise (including finance and compliance)
- Ability to think strategically
- International business development experience
- Supply chain and procurement management
- Governance experience and expertise

The Board aspires to have a Board comprised of individuals diverse in gender, geographic location, culture, background, perspectives and experience and will be mindful of this when making appointments which will also be based on merit. Whilst the objective of maintaining at least equal representation of independent and non-independent Directors is not in compliance with ASX Recommendation 2.4, and was not achieved during the financial year ended 28 June 2026, the Board are of the view that having Directors with significant retail experience combined with significant ownership interests in the Company is important for delivering the long-term growth potential of the Company. As set out in this document, the Board is satisfied that its corporate governance policies and practices are sound and operate effectively within this Board structure. The Board continues to review its composition on an ongoing basis.

Principle 3

Act ethically and responsibly

The Board is committed to a high level of integrity and ethical standards in all business practices. Accordingly, the Board has adopted a formal Code of Conduct which outlines how the Company expects its representatives to behave and conduct business in the workplace and includes legal compliance and guidelines on appropriate ethical standards. All employees of the Company (including temporary employees, contractors and Directors) must comply with the Code of Conduct.

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The Code is designed to:

- provide a benchmark for professional behaviour throughout the Company;
- support the Company's business reputation and corporate image within the community; and
- make Directors and employees aware of the consequences if they breach the Policy.

A copy of the Code of Conduct is available on the Company's website.

The Company has adopted a Policy for Dealing in Securities which is intended to explain the types of conduct in dealings in securities that are prohibited under the Corporations Act and establish a best practice procedure for the buying and selling of securities that protects the Company and Directors and employees against the misuse of unpublished information which could materially affect the value of securities. The Policy applies to all Directors, officers and senior executives of the Company and its related bodies corporate and their connected persons.

The Policy provides that relevant persons must not deal in the Company's securities:

- when they are in possession of material price-sensitive or 'inside' information;
- on a short-term trading basis; and
- during trading blackout periods (except in exceptional circumstances).

Otherwise trading will only be permitted in trading windows or in all other periods by:

- Directors with prior approval from the Chairman of the Board;
- the Chairman of the Board with prior approval from the Board or the chair of the Audit, Business Risk and Compliance Committee; and
- senior executives with prior approval from the Global Chief Executive Officer.

A copy of the Policy for Dealing in Securities is available on the Company's website.

Principle 4

Safeguard integrity in corporate reporting

The Audit, Business Risk and Compliance Committee will assist the Board in carrying out its accounting, auditing, and financial reporting responsibilities including:

- overseeing the Company's relationship with the external auditor and the external audit function generally;
- overseeing the preparation of the financial statements and reports and other material reporting within the Committee's remit, including material climate-related disclosures and sustainability reporting reviewed by the Committee prior to Board approval;
- overseeing the Company's financial controls and systems; and
- managing the process of identification and management of financial risk.

The Committee's charter provides that the Committee must comprise of only Non-Executive Directors and a minimum of three members of the Board. The Audit, Business Risk and Compliance Committee comprised the following during the financial year:

- Bruce Carter (chair);
- John Charlton; and
- Tracey Blundy.

Non-committee members, including members of management and the external auditor, may attend meetings of the committee by invitation of the committee chair.

ASX Recommendation 4.1 provides that the board of a listed entity should have an audit committee which is chaired by an independent Director, who is not the chair of the board. Bruce Carter (independent non-executive Director) held the position of chair of the Audit, Business Risk and Compliance Committee during the financial year, meaning the company was in compliance with ASX Recommendation 4.1.

The Committee's primary roles with respect to the audit function are:

- to assist the Board in relation to the reporting of financial information;
- the appropriate application and amendment of accounting policies;
- the appointment, independence and remuneration of the external auditor; and
- to provide a link between the external auditors, the Board and management of the Company.

The Committee's audit responsibilities are included as part of the responsibilities table on page 8.

In accordance with ASX Recommendation 4.2 the Board received a declaration in accordance with section 295A of the Corporations Act from the Global Chief Executive Officer and the Group Chief Financial Officer that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with Australian accounting standards, give a true and fair view of the financial position and performance of the entity, that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively, and that the Consolidated Entity Disclosure Statement required by section 295(3A) of the Corporations Act included in the Annual Report is true and correct.

In accordance with ASX Recommendation 4.5, the Company's external auditor attends each Annual General Meeting and is available to answer questions from security holders relevant to the audit.

The experience and qualifications of each Committee member is included in the Lovisa Holdings Limited 2026 Directors' Report. Their attendance at meetings held throughout the year is detailed on page 1.

A copy of the Committee's charter is available on the Company's website.

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Principle 5

Make timely and balanced disclosure

The Company places a high priority on communication with Shareholders and is aware of the obligations it has under the Corporations Act and the ASX Listing Rules, to keep the market fully informed of any information concerning the Company which is not generally available and which a reasonable person would expect to have a material effect on the price or value of the Company's securities.

The Company has adopted a Continuous Disclosure Policy which establishes procedures to ensure that Directors and senior management are aware of and fulfil their obligations in relation to the timely disclosure of material price-sensitive information.

A copy of the Continuous Disclosure Policy is available on the Company's website.

Principle 6

Respect the rights of security holders

The Company's aim is to ensure that Shareholders (and other stakeholders) are kept informed of all major developments affecting the state of affairs of the Company. In order to achieve this the Company regularly communicates information through a range of forums, publications and the Company's website.

The Company's website contains all ASX announcements (as soon as practicable following the release by the ASX) made to the market, including the annual and half year financial results, the full text of all notices of meetings and explanatory material, the Company's Preliminary & Annual Reports and copies of all media briefings and investor presentations made to analysts. The website also contains a facility for shareholders to direct inquiries to the Company and to elect to receive communications from the Company via email (or to elect to discontinue receiving email communications from the Company). Shareholders are encouraged to attend the Group's AGM and use this opportunity to ask questions. A copy of the Communication Strategy is available on the Company's website.

Principle 7

Recognise and manage risk

The Audit, Business Risk and Compliance Committee will assist the Board in carrying out its accounting, auditing, and financial reporting responsibilities as per details contained in Principle 4.

The Committee's specific function with respect to risk management is to review and report to the Board that:

a. the Company's ongoing risk management program effectively identifies all areas of potential risk;
b. adequate policies and procedures have been designed and implemented to manage identified risks;
c. a regular program of audits is undertaken to test the adequacy of and compliance with prescribed policies; and
d. proper remedial action is undertaken to redress areas of weakness.

The Committee's risk and compliance responsibilities are included as part of the responsibilities table on page 8.

The Audit, Business Risk and Compliance Committee reviewed the Group's risk management framework during the reporting period and is satisfied that it remains sound and that the Group is operating with due regard to the risk appetite approved by the Board.

The Board, having regard for the Company's stage of development does not consider a separate internal audit function is necessary at this stage. One of the Audit, Business Risk and Compliance Committee's responsibilities is to evaluate and continually improve the effectiveness of its risk management and internal control processes.

Material risks and their associated mitigating factors applying to Lovisa have been detailed in Business Risks (section 6) of the Lovisa Holdings Limited 2026 Directors' Report. It is the responsibility of the Audit, Business Risk and Compliance Committee to oversee the identification, assessment, management, monitoring and reporting of these and other potential economic, environmental and social sustainability risks, including climate-related physical and transition risks and opportunities, on an ongoing basis and to ensure action is taken as necessary. The Company's material climate-related risks and opportunities, and the governance, strategy, risk management, metrics and targets applied to them (if any), are addressed in the Company's Sustainability Report which is part of the Annual Report 2026.

The Company was in compliance with ASX Recommendation 7.1 during the period with at least three members of the Audit, Business Risk and Compliance Committee during the year, two of whom are considered independent. The committee was also chaired by an independent director (Bruce Carter).

The experience and qualifications of each Committee member is included in the Lovisa Holdings Limited 2026 Directors' Report. Their attendance at meetings held throughout the year is detailed on page 1. A copy of the Committee's charter is available on the Company's website.

Principle 8

Remunerate fairly and responsibly

The Board recognises that the performance of the Group depends on the quality and motivation of its team members employed by the Group across its global operations. The company remuneration strategy therefore seeks to appropriately attract, reward and retain team members at all levels of the business, but in particular for management and key executives. The Board aims to achieve this by establishing executive remuneration packages that include a mix of fixed remuneration, short-term incentives and long-term incentives.

The People, Leadership, Remuneration and Nomination Committee is responsible for matters relating to succession planning, nomination and remuneration of the Directors and the CEO. The responsibilities of the People, Leadership, Remuneration and Nomination Committee are included as part of the responsibilities table on page 8.

In discharging its responsibilities, the Committee must have regard to the following policy objectives:

a. to ensure the Company's remuneration structures are equitable and aligned with the long-term interests of the Company and its shareholders and having regard to relevant Company policies;

- to attract and retain skilled executives in the global market in which the Group operates;
- to structure short and long-term incentives that are challenging and linked to the creation of sustainable shareholder returns; and
- to ensure any termination benefits are justified and appropriate.

b. In the discharge of the Committee's responsibilities, no executive should be directly involved in determining their own remuneration.

c. The Committee must at all times have regard to, and notify the Board as appropriate of, all legal and regulatory requirements, including any shareholder approvals which are necessary to obtain.

d. The Committee chair or if they are not available, a Committee member should attend the Annual General Meeting and make themselves available to answer any questions from shareholders about the Committee's activities or, if appropriate, the Company's remuneration arrangements.

A copy of the Committee's charter is available on the Company's website.

The Committee's charter provides that the Committee must consist of only Non-Executive Directors and a minimum of three Directors. The members of the Committee during and at the end of the financial year were:

- Tracey Blundy (Chair);
- Bruce Carter; and
- John Charlton.

The Company was partially in compliance with ASX Recommendation 8.1 during the period with at least three members of the People, Leadership, Remuneration and Nomination Committee, two of whom are considered independent, however the committee was chaired by a Director who is not considered independent (Tracey Blundy). The Board believe that this is appropriate due to the significant people management and leadership experience in the retail industry that Ms Blundy brings to the Committee. For the purposes of ASX Recommendations 2.1(4) and (5), the experience and qualifications of each Committee member are included in the Lovisa Holdings Limited 2026 Directors' Report, and the number of meetings of the Committee held during the financial year ended 28 June 2026 and the individual attendances of the members at those meetings are detailed on page 1.

In accordance with ASX Recommendation 8.2, the Company has separate remuneration policies and structures for its Non-Executive Directors and for its Executive Directors and other senior executives. Non-Executive Directors receive fixed fees (inclusive of superannuation) for their services as Directors and for service on Board Committees, within the aggregate fee pool approved by shareholders, and do not participate in the Company's short-term or long-term incentive plans or receive retirement benefits other than statutory superannuation. Executive Directors and other senior executives receive remuneration comprising fixed remuneration together with short-term and long-term incentives linked to Company and individual performance. Directors' and executives' remuneration has been disclosed in the remuneration report section of the annual report. The Company has a policy in relation to the hedging of Company securities as detailed within section 3.5 of the Policy for Dealing in Securities, available on the Company's website.

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People, Leadership, Remuneration and Nomination Committee	Audit, Business Risk and Compliance Committee	
Responsibilities	**Audit Responsibilities**	**Risk and Compliance Responsibilities**
• Assisting the Board in developing 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 • Reviewing and recommending to the Board the size and composition of the Board, including reviewing Board succession plans and the succession of the Chairman and CEO, having regard to the objective that the Board comprise Directors with a broad range of skills, expertise and experience from a broad range of backgrounds, including gender • Reviewing and recommending to the Board the criteria for Board membership, including the necessary and desirable competencies of Board members and the time expected to be devoted by Non-Executive Directors in relation to the Company's affairs • Reviewing and recommending to the Board the composition and membership of the Board, including making recommendations for the re-election of Directors and assisting the Board to identify individuals who are qualified to become Board members • Assisting the Board as required in relation to the performance evaluation of the Board, its committees and individual Directors, and in developing and implementing plans for identifying, assessing and enhancing Director competencies • Reviewing and making recommendations in relation to any corporate governance issues as requested by the Board from time to time • Ensuring that an effective Director induction process is in place and regularly reviewing its effectiveness and providing appropriate professional development opportunities for Directors • On an annual basis, reviewing the effectiveness of the Board Diversity Policy by assessing the Company's progress towards the achievement of measurable objectives and any strategies aimed at achieving the objectives and reporting to the Board recommending any changes to the measurable objectives, strategies or the way in which they are implemented • In accordance with the Board Diversity Policy, on an annual basis, reviewing the relative proportion of women and men in the workforce at all levels of the Company, and submitting a report to the Board, which outlines the committee's findings or, if applicable, providing the Board with the Company's most recent indicators as required by the Workplace Gender Equality Act 2012 • Reviewing and recommending to the Board remuneration arrangements for the CEO, executive Directors and other members of senior management, including contract terms, annual remuneration, and participation in the Company's short and long-term incentive plans • Review and recommend to the Board the remuneration arrangements for the Chairman and the non-executive Directors of the Board, including fees, travel and other benefits • Approving the appointment of remuneration consultants for the purposes of the Corporations Act.	• Engage in the proactive oversight of the Company's financial reporting and disclosure processes and overseeing and reviewing the outputs of that process (including review of the Company's financial statements for accuracy and to ensure they reflect a true and fair view, as a basis for recommendation to and adoption by the Board) • Assist the Board in determining the reliability and integrity of accounting policies and financial reporting and disclosure practices • Review financial statements for adherence to accounting standards and policies and other requirements relating to the preparation and presentation of financial results and oversee the financial reports and the results of external audit of those reports (including assessing whether external reporting is consistent with the Committee members' information and knowledge, and is adequate for shareholder needs) • Review the appropriateness of the accounting policies adopted by management in the composition and presentation of financial reports (or any changes made or contemplated in relation to the Company's accounting policies) and assess the management processes supporting external reporting • Establish procedures for the receipt, retention and treatment of complaints received by the Company regarding accounting, internal accounting controls and auditing matters, and procedures for the confidential, anonymous submission of concerns by employees regarding accounting and auditing matters • Review management processes supporting external reporting, and any complaints or concerns raised internally regarding financial or accounting processes and practices • Ensure that procedures are in place designed to verify the existence and effectiveness of accounting and financial systems and other systems of internal control which relate to financial risk management • Approve the scope of the audit for Board approval • Review the effectiveness of the annual audit, placing emphasis on areas where the Committee or the external auditors believe special attention is necessary • Review the performance, independence and objectivity of the external auditors • Review the procedures for selection and appointment of the external auditors and for the rotation of external audit engagement partners • Assume responsibility for the appointment (including the termination of an engagement), compensation, the terms of engagement and other contractual terms of the external auditors • Develop and oversee the implementation of the Company's policy on the engagement of the external auditor to supply non-audit services and ensure compliance with that policy • Provide advice to the Board as to whether the Committee is satisfied that the provision of non-audit services is compatible with the general standard of independence, and an explanation of why those non-audit services do not compromise audit independence, in order for the Board to be in a position to make the statements required by the Corporations Act 2001 (Cth) to be included in the Company's annual report.	• Evaluating the adequacy and effectiveness of the management reporting and control systems used to monitor adherence to policies and guidelines and limits approved by the Board for management of balance sheet risks • Evaluating the adequacy and effectiveness of the Group's financial and operational risk management control systems by reviewing risk registers and reports from management and external auditors • Evaluating the structure and adequacy of the Group's Business Continuity, Disaster Recovery and Crisis Management Plans • Evaluating the structure and adequacy of the Group's own insurances on an annual basis • Reviewing and making recommendations on the strategic direction, objectives and effectiveness of the Group's financial and operational risk management policies • Overseeing the establishment and maintenance of processes to ensure that there is: ▪ An adequate system of internal control, management of business risks and safeguard of assets; ▪ A review of internal control systems and the operational effectiveness of the policies and procedures related to risk and control, including identification and assessment of climate-related risks, information security risk and cyber resilience; and ▪ A review, at least annually, of the Company's risk management framework • Evaluating the Group's exposure to fraud and overseeing investigations of allegations of fraud or malfeasance • Reviewing the Group's main corporate governance practices for completeness and accuracy • Reviewing the procedures the Company has in place to ensure compliance with laws and regulations (particularly those which have a major potential impact on the Company in areas such as trade practices, occupational health and safety, and the environment) • Evaluating any material exposure of the Company to economic, environmental and social sustainability risks and, if necessary, consider management of those risks • Reviewing the procedures in place to ensure compliance with insider trading laws, continuous disclosure requirements and other best practice corporate governance processes (including requirements under the ASX Listing Rules, Corporations Act and AASB requirements) • Advising the Board on the appropriateness of significant policies and procedures relating to financial processes and disclosures and reviewing the effectiveness of the Company's internal control framework • Reviewing the Company's policies and culture with respect to the establishment and observance of appropriate ethical standards (including the Code of Conduct) • Reviewing and discussing with management and the external auditors the overall adequacy and effectiveness of the Company's legal, regulatory and ethical compliance programs.

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