# Appendix 4G

# Key to Disclosures
## Corporate Governance Council Principles and Recommendations

Name of entity

Far East Gold Ltd

| ABN/ARBN | Financial year ended: |
|---|---|
| 639 887 219 | 30.06.2026 |

Our corporate governance statement[1] for the period above can be found at:[2]

☐ These pages of our annual report:

☒ This URL on our website: Governance | Far East Gold

The Corporate Governance Statement is accurate and up to date as at 30 October 2026 and has been approved by the board.

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

| | |
|---|---|
| Date: | 30.10.2026 |
| Name of authorised officer authorising lodgement: | Kyla Garic – Company Secretary |

[1] "Corporate governance statement" is defined in Listing Rule 19.12 to mean the statement referred to in Listing Rule 4.10.3 which discloses the extent to which an entity has followed the recommendations set by the ASX Corporate Governance Council during a particular reporting period.

Listing Rule 4.10.3 requires an entity that is included in the official list as an ASX Listing to include in its annual report either a corporate governance statement that meets the requirements of that rule or the URL of the page on its website where such a statement is located. The corporate governance statement must disclose the extent to which the entity has followed the recommendations set by the ASX Corporate Governance Council during the reporting period. If the entity has not followed a recommendation for any part of the reporting period, its corporate governance statement must separately identify that recommendation and the period during which it was not followed and state its reasons for not following the recommendation and what (if any) alternative governance practices it adopted in lieu of the recommendation during that period.

Under Listing Rule 4.7.4, if an entity chooses to include its corporate governance statement on its website rather than in its annual report, it must lodge a copy of the corporate governance statement with ASX at the same time as it lodges its annual report with ASX. The corporate governance statement must be current as at the effective date specified in that statement for the purposes of Listing Rule 4.10.3.

Under Listing Rule 4.7.3, an entity must also lodge with ASX a completed Appendix 4G at the same time as it lodges its annual report with ASX. The Appendix 4G serves a dual purpose. It acts as a key designed to assist readers to locate the governance disclosures made by a listed entity under Listing Rule 4.10.3 and under the ASX Corporate Governance Council's recommendations. It also acts as a verification tool for listed entities to confirm that they have met the disclosure requirements of Listing Rule 4.10.3.

The Appendix 4G is not a substitute for, and is not to be confused with, the entity's corporate governance statement. They serve different purposes and an entity must produce each of them separately.

[2] Tick whichever option is correct and then complete the page number(s) of the annual report, or the URL of the web page, where your corporate governance statement can be found. You can, if you wish, delete the option which is not applicable.

[3] Throughout this form, where you are given two or more options to select, you can, if you wish, delete any option which is not applicable and just retain the option that is applicable. If you select an option that includes "OR" at the end of the selection and you delete the other options, you can also, if you wish, delete the "OR" at the end of the selection.

See notes 4 and 5 below for further instructions on how to complete this form.

## ANNEXURE – KEY TO CORPORATE GOVERNANCE DISCLOSURES

| Corporate Governance Council recommendation | | Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement: | Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5] |
|---|---|---|---|
| **PRINCIPLE 1 – LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT** | | | |
| 1.1 | A listed entity should have and disclose a board charter setting out:<br>(a) the respective roles and responsibilities of its board and management; and<br>(b) those matters expressly reserved to the board and those delegated to management. | ☒<br>and we have disclosed a copy of our board charter at:<br>Governance \| Far East Gold<br>……<br>[*insert location*] | ☐ set out in our Corporate Governance Statement **OR**<br>☐ we are an externally managed entity and this recommendation is therefore not applicable |
| 1.2 | A listed entity should:<br>(a) undertake appropriate checks before appointing a director or senior executive or putting someone forward for election as a director; and<br>(b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director. | ☒ | ☐ set out in our Corporate Governance Statement **OR**<br>☐ we are an externally managed entity and this recommendation is therefore not applicable |
| 1.3 | A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment. | ☒ | ☐ set out in our Corporate Governance Statement **OR**<br>☐ we are an externally managed entity and this recommendation is therefore not applicable |
| 1.4 | The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board. | ☒ | ☐ set out in our Corporate Governance Statement **OR**<br>☐ we are an externally managed entity and this recommendation is therefore not applicable |

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

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

| **Corporate Governance Council recommendation** | | **Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:** | **Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]** |
|---|---|---|---|
| 1.5 | A listed entity should:<br>(a) have and disclose a diversity policy;<br>(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<br>(c) disclose in relation to each reporting period:<br>(1) the measurable objectives set for that period to achieve gender diversity;<br>(2) the entity's progress towards achieving those objectives; and<br>(3) either:<br>(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<br>(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.<br>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. | ☐<br>and we have disclosed a copy of our diversity policy at:<br>……<br>[*insert location*]<br>and we have disclosed the information referred to in paragraph (c) at:<br>……<br>[*insert location*]<br>and if we were included in the S&P / ASX 300 Index at the commencement of the reporting period our measurable objective for achieving gender diversity in the composition of its board of not less than 30% of its directors of each gender within a specified period. | ☒ set out in our Corporate Governance Statement **OR**<br>☐ we are an externally managed entity and this recommendation is therefore not applicable |
| 1.6 | A listed entity should:<br>(a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and<br>(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. | ☐<br>and we have disclosed the evaluation process referred to in paragraph (a) at:<br>……<br>[*insert location*]<br>and whether a performance evaluation was undertaken for the reporting period in accordance with that process at:<br>……<br>[*insert location*] | ☒ set out in our Corporate Governance Statement **OR**<br>☐ we are an externally managed entity and this recommendation is therefore not applicable |

| **Corporate Governance Council recommendation** | | **Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:** | **Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]** |
|---|---|---|---|
| 1.7 | A listed entity should:<br>(a) have and disclose a process for evaluating the performance of its senior executives at least once every reporting period; and<br>(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. | ☐<br>and we have disclosed the evaluation process referred to in paragraph (a) at:<br>……..<br>[*insert location*]<br>and whether a performance evaluation was undertaken for the reporting period in accordance with that process at:<br>……..<br>[*insert location*] | ☒ set out in our Corporate Governance Statement **OR**<br>☐ we are an externally managed entity and this recommendation is therefore not applicable |

| **Corporate Governance Council recommendation** | | **Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:** | **Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]** |
|---|---|---|---|
| **PRINCIPLE 2 - STRUCTURE THE BOARD TO BE EFFECTIVE AND ADD VALUE** | | | |
| 2.1 | The board of a listed entity should:<br>(a) have a nomination committee which:<br>(1) has at least three members, a majority of whom are independent directors; and<br>(2) is chaired by an independent director,<br>and disclose:<br>(3) the charter of the committee;<br>(4) the members of the committee; and<br>(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<br>(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. | ☒<br>and we have disclosed the fact that we do not have a nomination committee and the processes we employ 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 at:<br>The Corporate Governance Statement<br>Governance \| Far East Gold | ☐ set out in our Corporate Governance Statement **OR**<br>☐ we are an externally managed entity and this recommendation is therefore not applicable |
| 2.2 | A listed entity should have and disclose a board skills matrix setting out the mix of skills that the board currently has or is looking to achieve in its membership. | ☐<br>and we have disclosed our board skills matrix at:<br>……<br>[*insert location*] | ☒ set out in our Corporate Governance Statement **OR**<br>☐ we are an externally managed entity and this recommendation is therefore not applicable |

| **Corporate Governance Council recommendation** | | **Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:** | **Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]** |
|---|---|---|---|
| 2.3 | A listed entity should disclose:<br>(a) the names of the directors considered by the board to be independent directors;<br>(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<br>(c) the length of service of each director. | ☒<br>and we have disclosed the names of the directors considered by the board to be independent directors at:<br>The Corporate Governance Statement<br>……..<br>and, where applicable, the information referred to in paragraph (b) at: The Corporate Governance Statement<br>……..<br>and the length of service of each director at:<br>The Corporate Governance Statement<br>Governance \| Far East Gold<br>…….. | ☐ set out in our Corporate Governance Statement |
| 2.4 | A majority of the board of a listed entity should be independent directors. | ☐ | ☒ set out in our Corporate Governance Statement **OR**<br>☐ we are an externally managed entity and this recommendation is therefore not applicable |
| 2.5 | The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity. | ☒ | ☐ set out in our Corporate Governance Statement **OR**<br>☐ we are an externally managed entity and this recommendation is therefore not applicable |
| 2.6 | A listed entity should have a program for inducting new directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as directors effectively. | ☒ | ☐ set out in our Corporate Governance Statement **OR**<br>☐ we are an externally managed entity and this recommendation is therefore not applicable |

| Corporate Governance Council recommendation | | Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement: | Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5] |
|---|---|---|---|
| **PRINCIPLE 3 – INSTIL A CULTURE OF ACTING LAWFULLY, ETHICALLY AND RESPONSIBLY** | | | |
| 3.1 | A listed entity should articulate and disclose its values. | ☒<br>and we have disclosed our values at:<br>……<br>Governance \| Far East Gold | ☐ set out in our Corporate Governance Statement |
| 3.2 | A listed entity should:<br>(a) have and disclose a code of conduct for its directors, senior executives and employees; and<br>(b) ensure that the board or a committee of the board is informed of any material breaches of that code. | ☒<br>and we have disclosed our code of conduct at:<br>Governance \| Far East Gold<br>…… | ☐ set out in our Corporate Governance Statement |
| 3.3 | A listed entity should:<br>(a) have and disclose a whistleblower policy; and<br>(b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy. | ☒<br>and we have disclosed our whistleblower policy at:<br>Governance \| Far East Gold<br>…… | ☐ set out in our Corporate Governance Statement |
| 3.4 | A listed entity should:<br>(a) have and disclose an anti-bribery and corruption policy; and<br>(b) ensure that the board or committee of the board is informed of any material breaches of that policy. | ☒<br>and we have disclosed our anti-bribery and corruption policy at:<br>Governance \| Far East Gold…… | ☐ set out in our Corporate Governance Statement |

| Corporate Governance Council recommendation | | Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement: | Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5] |
|---|---|---|---|
| **PRINCIPLE 4 – SAFEGUARD THE INTEGRITY OF CORPORATE REPORTS** | | | |
| 4.1 | The board of a listed entity should:<br>(a) have an audit committee which:<br>(1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and<br>(2) is chaired by an independent director, who is not the chair of the board,<br>and disclose:<br>(3) the charter of the committee;<br>(4) the relevant qualifications and experience of the members of the committee; and<br>(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<br>(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. | ☒<br>and we have disclosed the fact that we do not have an audit committee and the processes we employ that independently verify and safeguard the integrity of our corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner at:<br>The Corporate Governance Statement<br>Governance \| Far East Gold…… | ☐ set out in our Corporate Governance Statement |
| 4.2 | The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively. | ☒ | ☐ set out in our Corporate Governance Statement |
| 4.3 | A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor. | ☒ | ☐ set out in our Corporate Governance Statement |

| Corporate Governance Council recommendation | | Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement: | Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5] |
|---|---|---|---|
| **PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE** | | | |
| 5.1 | A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1. | ☒<br>and we have disclosed our continuous disclosure compliance policy at:<br>Governance \| Far East Gold…… | ☐ set out in our Corporate Governance Statement |
| 5.2 | A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made. | ☒ | ☐ set out in our Corporate Governance Statement |
| 5.3 | A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation. | ☒ | ☐ set out in our Corporate Governance Statement |
| **PRINCIPLE 6 – RESPECT THE RIGHTS OF SECURITY HOLDERS** | | | |
| 6.1 | A listed entity should provide information about itself and its governance to investors via its website. | ☒<br>and we have disclosed information about us and our governance on our website at:<br>Governance \| Far East Gold<br>…… | ☐ set out in our Corporate Governance Statement |
| 6.2 | A listed entity should have an investor relations program that facilitates effective two-way communication with investors. | ☒ | ☐ set out in our Corporate Governance Statement |
| 6.3 | A listed entity should disclose how it facilitates and encourages participation at meetings of security holders. | ☒<br>and we have disclosed how we facilitate and encourage participation at meetings of security holders at<br>Governance \| Far East Gold | ☐ set out in our Corporate Governance Statement |
| 6.4 | A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands. | ☒ | ☐ set out in our Corporate Governance Statement |

| Corporate Governance Council recommendation | | Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement: | Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5] |
|---|---|---|---|
| 6.5 | A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically. | ☒ | ☐ set out in our Corporate Governance Statement |
| **PRINCIPLE 7 – RECOGNISE AND MANAGE RISK** | | | |
| 7.1 | The board of a listed entity should:<br>(a) have a committee or committees to oversee risk, each of which:<br>(1) has at least three members, a majority of whom are independent directors; and<br>(2) is chaired by an independent director,<br>and disclose:<br>(3) the charter of the committee;<br>(4) the members of the committee; and<br>(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<br>(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. | ☒<br>and we have disclosed the fact that we do not have a risk committee or committees that satisfy (a) and the processes we employ for overseeing our risk management framework at:<br>The Corporate Governance Statement<br>Governance \| Far East Gold | ☐ set out in our Corporate Governance Statement |
| 7.2 | The board or a committee of the board should:<br>(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<br>(b) disclose, in relation to each reporting period, whether such a review has taken place. | ☐<br>and we have disclosed whether a review of the entity's risk management framework was undertaken during the reporting period at:<br>……<br>[*insert location*] | ☒ set out in our Corporate Governance Statement |

| **Corporate Governance Council recommendation** | | **Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:** | **Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]** |
|---|---|---|---|
| 7.3 | A listed entity should disclose:<br>(a) if it has an internal audit function, how the function is structured and what role it performs; or<br>(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. | ☒<br>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:<br>The Corporate Governance Statement<br>Governance \| Far East Gold | ☐ set out in our Corporate Governance Statement |
| 7.4 | A listed entity should disclose whether it has any material exposure to environmental or social risks and, if it does, how it manages or intends to manage those risks. | ☒<br>and we have disclosed whether we have any material exposure to environmental and social risks at:<br>The Corporate Governance Statement<br>and, if we do, how we manage or intend to manage those risks at:<br>……<br>Governance \| Far East Gold | ☐ set out in our Corporate Governance Statement |

| Corporate Governance Council recommendation | | Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement: | Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5] |
|---|---|---|---|
| **PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY** | | | |
| 8.1 | The board of a listed entity should:<br>(a) have a remuneration committee which:<br>(1) has at least three members, a majority of whom are independent directors; and<br>(2) is chaired by an independent director,<br>and disclose:<br>(3) the charter of the committee;<br>(4) the members of the committee; and<br>(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<br>(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. | ☒<br>and we have disclosed the fact that we do not have a remuneration committee and the processes we employ for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive:<br>The Corporate Governance Statement<br>Governance \| Far East Gold | ☐ set out in our Corporate Governance Statement **OR**<br>☐ we are an externally managed entity and this recommendation is therefore not applicable |
| 8.2 | A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives. | ☒<br>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:<br>The Corporate Governance Statement<br>Governance \| Far East Gold | ☐ set out in our Corporate Governance Statement **OR**<br>☐ we are an externally managed entity and this recommendation is therefore not applicable |
| 8.3 | A listed entity which has an equity-based remuneration scheme should:<br>(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<br>(b) disclose that policy or a summary of it. | ☒<br>and we have disclosed our policy on this issue or a summary of it at:<br>The Corporate Governance Statement<br>Governance \| Far East Gold | ☐ set out in our Corporate Governance Statement **OR**<br>☐ we do not have an equity-based remuneration scheme and this recommendation is therefore not applicable **OR**<br>☐ we are an externally managed entity and this recommendation is therefore not applicable |

| Corporate Governance Council recommendation | | Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement: | Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5] |
|---|---|---|---|
| **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. | ☐<br>and we have disclosed information about the processes in place at:<br>……<br>[*insert location*] | ☐ set out in our Corporate Governance Statement **OR**<br>☒ we do not have a director in this position and this recommendation is therefore not applicable **OR**<br>☐ we are an externally managed entity and this recommendation is therefore not applicable |
| 9.2 | A listed entity established outside Australia should ensure that meetings of security holders are held at a reasonable place and time. | ☐ | ☐ set out in our Corporate Governance Statement **OR**<br>☒ we are established in Australia and this recommendation is therefore not applicable **OR**<br>☐ we are an externally managed entity and this recommendation is therefore not applicable |
| 9.3 | A listed entity established outside Australia, and an externally managed listed entity that has an AGM, should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit. | ☐ | ☐ set out in our Corporate Governance Statement **OR**<br>☒ we are established in Australia and not an externally managed listed entity and this recommendation is therefore not applicable<br>☐ we are an externally managed entity that does not hold an AGM and this recommendation is therefore not applicable |
| **ADDITIONAL DISCLOSURES APPLICABLE TO EXTERNALLY MANAGED LISTED ENTITIES** | | | |
| - | *Alternative to Recommendation 1.1 for externally managed listed entities:*<br>The responsible entity of an externally managed listed entity should disclose:<br>(a) the arrangements between the responsible entity and the listed entity for managing the affairs of the listed entity; and<br>(b) the role and responsibility of the board of the responsible entity for overseeing those arrangements. | ☐<br>and we have disclosed the information referred to in paragraphs (a) and (b) at:<br>……..<br>[*insert location*] | ☐ set out in our Corporate Governance Statement |

| **Corporate Governance Council recommendation** | | **Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:** | **Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]** |
|---|---|---|---|
| - | *Alternative to Recommendations 8.1, 8.2 and 8.3 for externally managed listed entities:*<br>An externally managed listed entity should clearly disclose the terms governing the remuneration of the manager. | ☐<br>and we have disclosed the terms governing our remuneration as manager of the entity at:<br>……..<br>[*insert location*] | ☐ set out in our Corporate Governance Statement |

**FAR EAST GOLD LTD**

ACN 639 887 219

**CORPORATE GOVERNANCE STATEMENT**

**For the year ended 30 June 2026**

The Board of Directors of Far East Gold Ltd is responsible for the corporate governance of the Company. The Board guides and monitors the business and affairs of the Company on behalf of the shareholders by whom they are elected and to whom they are accountable.

ASX Listing Rule 4.10.3 requires listed entities to disclose the extent to which they have followed the recommendations of the ASX Corporate Governance Council during the reporting period. This Statement has been prepared by reference to the ASX Corporate Governance Principles and Recommendations (4th edition, February 2019), which remains the edition in force. This Statement is current as at 30 October 2026 and has been approved by the Board.

Except where otherwise stated, the practices described were in place for the whole of the financial year ended 30 June 2026 (Reporting Period). The composition of the Board has changed since the end of the Reporting Period; those changes are described under Recommendation 2.4.

Following the service on 27 May 2026 of a bidder's statement in respect of the off-market takeover bid by Xingye Gold (Hong Kong) Mining Company Limited, the Board established an Independent Board Committee with effect from 28 May 2026 to evaluate and respond to the offer on behalf of the Company. The Committee comprised the Directors who were independent of the bidder and was delegated responsibility for all matters relating to the offer; Ms Tang, as the bidder's nominee director, was excluded from it. During the Reporting Period the Committee held one meeting, on 24 June 2026, and passed three circulating resolutions, and following the end of the Reporting Period it passed a further four. Mr Thirnbeck resigned from the Committee on 7 July 2026. The Committee was dissolved on 29 July 2026 following the close of the offer.

The Company's corporate governance policies are available in the corporate governance section of the Company's website at https://fareast.gold.

## PRINCIPLE 1: LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT

### Recommendation 1.1

*A listed entity should have and disclose a board charter setting out;*

a) *the respective roles and responsibilities of its board and management, and*

b) *those matters expressly reserved to the board and those delegated to management.*

The Company has a Board Charter which sets out the respective roles and responsibilities of the Board and management, and those matters expressly reserved to the Board and those delegated to management. The Board Charter is available on the Company's website.

**The Company followed this recommendation during the Reporting Period.**

### Recommendation 1.2

*A listed entity should;*

a) *undertake appropriate checks before appointing a director or senior executive or putting someone forward for election as a director, and*

b) *provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.*

The Company undertakes checks on any person being considered for appointment as a director or senior executive.

Material information in the Company's possession relevant to a decision whether to elect or re-elect a director is provided to security holders in the notice of meeting and explanatory memorandum for the relevant meeting.

**The Company followed this recommendation during the Reporting Period.**

**Recommendation 1.3**

*A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.*

The Company has a written agreement with each Director and senior executive setting out the terms of their appointment. Depending on the arrangement with the individual concerned, these take the form of a letter of appointment, a consultancy agreement or a services agreement.

**The Company followed this recommendation during the Reporting Period.**

**Recommendation 1.4**

*The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.*

The Company Secretary is accountable directly to the Board, through the Chair, on all matters to do with the proper functioning of the Board.

**The Company followed this recommendation during the Reporting Period.**

**Recommendation 1.5**

*A listed entity should*

- *(a) have and disclose a diversity policy;*
- *(b) through its board or a committee of the board set measurable objectives for achieving gender diversity in the composition of its board, senior executives and workforce generally; and*
- *(c) disclose in relation to each reporting period:*
  1. *the measurable objectives set for that period to achieve gender diversity;*
  2. *the entity's progress towards achieving those objectives; and*
  3. *either:*
     - *A. the respective proportions of men and women on the board, in senior executive positions and across the whole workforce (including how the entity has defined "senior executive" for these purposes); or*
     - *B. if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act*

The Company has a Diversity Policy, which is available on the Company's website. The Company has not set measurable objectives for achieving gender diversity and accordingly does not report progress against such objectives. The Company is not a "relevant employer" under the Workplace Gender Equality Act 2012 (Cth).

The respective proportions of men and women on the Board and in senior executive positions are set out below. For these purposes "senior executive" means a person who reports directly to the Chief Executive Officer.

As at 30 June 2026:

| | Male | Female | Total |
|---|---|---|---|
| Board of Far East Gold Ltd | 6 | 1 | 7 |
| Senior executives | 2 | 2 | 4 |
| Total | 8 | 3 | 11 |

As at the date of this statement:

| | Male | Female | Total |
|---|---|---|---|
| Board of Far East Gold Ltd | 4 | - | 4 |
| Senior executives | 2 | 2 | 4 |
| Total | 6 | 2 | 8 |

**The Company has and discloses a Diversity Policy, but did not set measurable objectives for achieving gender diversity during the Reporting Period and to that extent did not follow this recommendation.**

### Recommendation 1.6

*A listed entity should:*

a) *have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and*

b) *disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.*

The Board has not instituted a formal documented performance review program. The Board's process is for the Chairman to conduct an informal review during the financial year, in which the performance of the Board as a whole and the individual contributions of each Director are discussed. The Board considers that, at this stage of the Company's development and having regard to the nature of its operations, an informal process is appropriate.

No such review was conducted during the Reporting Period. The Board's attention in the latter part of the Reporting Period was directed to the Company's response to the off-market takeover bid by Xingye Gold (Hong Kong) Mining Company Limited, the bidder's statement for which was served on 27 May 2026. The review has been deferred and will be conducted once the composition of the Board is settled.

**The Company did not follow this recommendation during the Reporting Period.**

### Recommendation 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.*

Due to the size of the Company and the nature of its business, the Board has not instituted a formal documented performance review program for senior executives. The Board's process is for the Chairman to discuss with the Chief Executive Officer the approach toward meeting the short and long term objectives of the Company. The Board considers that, at this stage of the Company's development, an informal process is appropriate.

Performance is measured by the efficiency and effectiveness of the enhancement of the Company's mineral interest portfolio, the designing and implementation of the exploration and development program, and the securing of ongoing funding so as to continue its exploration and development activities. This evaluation is not based on specific financial indicators such as earnings or dividends, as the Company is at the exploration stage and is expected to incur operating losses.

No such review was undertaken during the Reporting Period. The review has been deferred and will be conducted once the composition of the Board is settled.

**The Company did not follow this recommendation during the Reporting Period.**

## PRINCIPLE 2: STRUCTURE THE BOARD TO BE EFFECTIVE AND ADD VALUE

### Recommendation 2.1

*The board of a listed entity should:*

a) *have a nomination committee with*

i. *at least three members, a majority of whom are independent directors,*

ii. *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 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*.

The Company does not have a separate nomination committee. The Board considers that the Company is not of a size, nor are its affairs of such complexity, to justify a separate nomination committee at this time. The full Board considers those matters that would usually be the responsibility of a nomination committee.

**Board succession**

Appointments to the Board were made in accordance with the Company's Constitution and, in a number of cases, under rights of nomination held by shareholders in connection with project acquisitions and a placement. The Company does not maintain a formal board succession plan. The full Board considers succession and composition requirements having regard to the Company's projects, its stage of development and the skills referred to below.

The composition of the Board has changed since the end of the Reporting Period and is subject to the outcome of the general meeting to be held on 3 November 2026, which is described under Recommendation 2.4. The Board will address succession planning once its composition is settled.

**Skills, knowledge and experience**

Directors are appointed under the terms of the Company's Constitution. Appointments to the Board are based on merit and against criteria directed to maintaining an appropriate balance of skills, expertise and experience on the Board. The skills the Board considers necessary for this purpose are set out under recommendation 2.2. Casual appointments must stand for election at the next annual general meeting.

**Independence**

Disclosure of Directors' interests and conflicts is a standing item at Board meetings, at which each Director is asked to declare any conflicts of interest, including in respect of the matters to be considered at the meeting, and to provide any updates to the Company Secretary. The Company maintains a Directors' Interests Register. A Board Member Conflict of Interest Checklist and a Director's Independence Questionnaire are circulated to Directors to support the Board's assessment of independence.

**Diversity**

The Company has a Diversity Policy. The Company's position in relation to that policy, and in relation to measurable objectives for achieving gender diversity is set out under Recommendation 1.5.

**Retirement and rotation**

Retirement and rotation of Directors are governed by the Corporations Act 2001 (Cth), the ASX Listing Rules and the Company's Constitution. All Directors other than the Managing Director serve for a maximum period of three years before they must retire and, if eligible, offer themselves for re-election.

**The Company does not have a nomination committee and has disclosed the processes it employs in accordance with this recommendation.**

**Recommendation 2.2**

*A listed entity should have and disclose a board skills matrix setting out the mix of skills that the board currently has or is looking to achieve in its membership*.

The Company does not maintain a formal board skills matrix. Given the size of the Company and the scale of its current operations, the Board does not consider that a formal matrix is warranted at this time.

The Board recognises the core skills required for effective stewardship of the Company. These include business and strategic expertise, experience with exploration and mining, industry knowledge in the jurisdictions in which the Company operates, financial and capital markets skills, project management experience and ethical management

skills. The Board considers that its members collectively hold technical, commercial, legal, financial and other skills, experience and knowledge relevant to overseeing the operations of an exploration company.

**The Company did not follow this recommendation during the Reporting Period.**

**Recommendation 2.3**

*A listed entity should disclose:*

a. *the names of the directors considered by the board to be independent directors;*

b. *if a director has an interest, position or relationship of the type described in Box 2.3 of the Principles (factors relevant to assessing the independence of a director) 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. *an explanation of why the board is of that opinion; and the length of service of each director.*

The Board assessed the independence of each Director by reference to the factors set out in Box 2.3 of the Principles.

During the Reporting Period the Board considered Dr Christopher Atkinson and Mr Justin Werner to be independent directors.

**Performance rights**

Each of the Directors other than Ms Tang and Mr Hastings holds performance rights issued by the Company under its Incentive Entitlements Plan and approved by security holders on 29 November 2024. The receipt of performance-based remuneration, including performance rights, is an interest of the type described in Box 2.3. The Board is of the opinion that it does not compromise the independence of Dr Atkinson or Mr Werner, for the following reasons.

- The Company is at the exploration stage and its cash resources are limited. Performance rights have been issued as a means of remunerating and retaining non-executive directors in circumstances where the Company's cash position does not permit remuneration wholly in cash. The practical alternative is a reduced capacity to attract and retain non-executive directors.
- The vesting conditions are directed to long-term project outcomes and to environmental, social, governance and health criteria. They comprise the definition of a new JORC Mineral Resource Estimate demonstrating potential to be economic, an increase in the overall JORC Mineral Resource Estimate of at least 0.5Moz of gold, or transition to a mining licence for at least one project (together 70%), and annually assessed environmental, social, governance and health criteria (30%). No vesting condition is referable to the Company's share price.
- The amounts disclosed in the Remuneration Report in respect of performance rights are share-based payment expense recognised under AASB 2, being the amortisation of fair value measured at grant date. They are not cash remuneration and do not represent value received by a Director. Whether the rights vest, and whether they have any value, depends on the achievement of the long-term conditions described above.

The Board notes the guidance in Box 8.2 of the Principles concerning performance-based remuneration for non-executive directors, and has formed the above opinion notwithstanding that guidance. The Company's position in relation to Recommendation 8.2 is set out below.

The Board did not consider the other Directors who held office during the Reporting Period to be independent directors. Transactions between the Company and Directors and their related parties during the Reporting Period are disclosed in the Remuneration Report and in the notes to the financial statements in the Company's 2026 Annual Report.

**Length of service**

The length of service of each Director who held office during the Reporting Period or since its end, as at the date of this Statement, is as follows.

- Mr Justin Werner — appointed 20 March 2020; Non-Executive Chairman from 15 July 2024; 6 years 7 Months

- Mr Shane Menere — appointed 20 March 2020; 6 years 7 Months
- Mr Paul Walker — appointed 20 March 2020; Executive Chairman until 15 July 2024 and Non-Executive Director from that date; 6 years 7 Months
- Dr Christopher Atkinson — appointed 1 April 2020' 6 years 6 Months
- Mr Michael Thirnbeck — appointed 20 May 2022; ceased 21 October 2026; 4 years 5 Months
- Ms Monique Tang (Herman De Groot) — appointed 19 March 2025; ceased 21 October 2026; 1 years 7 Months
- Mr Justin (Van Overloop) Hastings — appointed 24 June 2026; ceased 21 October 2026; 4 Months

**The Company followed this recommendation during the Reporting Period.**

**Recommendation 2.4**

*A majority of the board of a listed entity should be independent directors.*

A majority of the Board were not independent directors during the Reporting Period. During the Reporting Period the Board comprised up to seven Directors, of whom the Board considered two to be independent.

The Board considers that the composition of the Board during the Reporting Period reflected the Company's ownership structure, including the appointment of directors nominated by shareholders in connection with project acquisitions and a placement, and the stage of the Company's development.

Changes to the composition of the Board since the end of the Reporting Period are as follows. On 21 October 2026, at a general meeting convened following a request by members under section 249D of the Corporations Act 2001 (Cth), shareholders resolved under section 203D of that Act to remove Ms Monique Tang (Herman De Groot), Mr Michael Thirnbeck and Mr Justin (Van Overloop) Hastings as Directors. As at the date of this Statement the Board comprises Mr Justin Werner, Mr Shane Menere, Mr Paul Walker and Dr Christopher Atkinson, of whom the Board considers [two] to be independent. A majority of the Board are accordingly not independent directors as at the date of this Statement.

A further general meeting, convened by Xingye Gold (Hong Kong) Mining Company Limited under section 249F of the Corporations Act, is to be held on 3 November 2026, at which shareholders will consider resolutions to remove each of the current Directors. The outcome of that meeting was not known as at the date of this Statement.

**The Company did not follow this recommendation during the Reporting Period.**

**Recommendation 2.5**

*The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.*

Mr Justin Werner held the office of Non-Executive Chairman throughout the Reporting Period and holds that office at the date of this Statement. The Board considers Mr Werner to be an independent director for the reasons set out under Recommendation 2.3. The Chairman is not the Chief Executive Officer of the Company.

**The Company followed this recommendation during the Reporting Period.**

**Recommendation 2.6**

*A listed entity should have a program for inducting new directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as directors effectively.*

In accordance with the Board Charter, the Board is responsible for the approval and review of induction and continuing professional development programs and procedures for Directors, to ensure that they can effectively discharge their responsibilities. New Directors are provided with information regarding the Company's operations and the industry sectors in which it operates, its financial, strategic, operational and risk management position, its governance matters, policies and procedures, and the Director's rights, duties and responsibilities.

**The Company followed this recommendation during the Reporting Period.**

## PRINCIPLE 3: INSTIL A CULTURE OF ACTING LAWFULLY, ETHICALLY AND RESPONSIBLY

### Recommendation 3.1

*A listed entity should articulate and disclose its values.*

The Company has a Statement of Values which has been endorsed by the Board and applies to all employees, Directors and officers. A copy is available on the Company's website.

**The Company followed this recommendation during the Reporting Period.**

### Recommendation 3.2

*A listed entity should have and disclose a code of conduct for its directors, senior executives and employees; and ensure that the board or a committee of the board is informed of any material breaches of that code.*

The Company has a Code of Conduct which has been endorsed by the Board and applies to all employees, Directors and officers. The Code outlines the responsibility and accountability of Company personnel to report and investigate reports of unethical practices, and provides for the Board to be informed of any material breaches. A copy is available on the Company's website.

**The Company followed this recommendation during the Reporting Period.**

### Recommendation 3.3

*A listed entity should have and disclose a whistleblower policy; and ensure that the board or a committee of the board is informed of any material incidents reported under that policy.*

The Company has a Whistleblower Policy which has been endorsed by the Board and applies to all employees, Directors and officers. The policy provides for the Board to be informed of any material incidents reported under it. A copy is available on the Company's website.

**The Company followed this recommendation during the Reporting Period.**

### Recommendation 3.4

*A listed entity should have and disclose an anti-bribery and corruption policy; and ensure that the board or a committee of the board is informed of any material breaches of that policy.*

The Company has an Anti-Bribery and Anti-Corruption Policy which has been endorsed by the Board and applies to all employees, Directors and officers. The policy provides for the Board to be informed of any material breaches. A copy is available on the Company's website.

**The Company followed this recommendation during the Reporting Period.**

## PRINCIPLE 4: SAFEGUARD THE INTEGRITY OF CORPORATE REPORTS

### Recommendation 4.1

*The board of a listed entity should:*

a) *have an audit committee which:*

i. *at least three members, all of whom are non-executive directors and a majority of whom are independent directors, and*

ii. *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 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.*

The Company does not have a separate audit committee. The Board considers that the size of the Company and the complexity of its affairs do not presently justify a separate committee. During the Reporting Period the full Board performed the functions that would otherwise be performed by an audit committee. The Board has since adopted an Audit and Risk Committee Charter, which provides that the full Board discharges those responsibilities while no separate committee is constituted.

Papers supporting the Company's corporate reporting are circulated to Directors, and the Board considers and resolves upon them, together with the external auditor's reporting, before the relevant report is adopted.

The external auditor is appointed and may be removed by security holders, and the Directors may fill a vacancy in the office of auditor between annual general meetings. The Board reviews the performance of the external auditor and may request tenders for external audit services. The rotation of the audit engagement partner is governed by the Corporations Act.

**The Company does not have an audit committee and has disclosed the processes it employs in accordance with this recommendation.**

### Recommendation 4.2

*The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.*

The Board received a declaration from the Chief Executive Officer and the Chief Financial Officer in the terms contemplated by this recommendation before it approved the Company's financial statements for the Reporting Period.

**The Company followed this recommendation during the Reporting Period.**

### Recommendation 4.3

*A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.*

The periodic corporate reports released by the Company that are not audited or reviewed by an external auditor are the Quarterly Activities Report and the Appendix 5B (Quarterly Cash Flow Report).

Each report is prepared by management from the Company's records and circulated to Directors for review. The Board receives a declaration from the Chief Executive Officer and the Chief Financial Officer in relation to the Appendix 5B, and the reports are approved by resolution of the Board before the Company Secretary lodges them with ASX.

**The Company followed this recommendation during the Reporting Period.**

## PRINCIPLE 5: MAKE TIMELY AND BALANCED DISCLOSURE

### Recommendation 5.1

*A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.*

The Company has a Continuous Disclosure Policy which has been endorsed by the Board and is available on the Company's website. The policy is directed to compliance with the Company's obligations under the ASX Listing Rules and the Corporations Act to keep the market informed of information which may have a material effect on the price or value of its securities, and allocates accountability for that compliance. Consideration of any information that may require disclosure is a standing item at Board meetings. All ASX announcements are posted to the Company's website following confirmation of receipt from ASX.

**The Company followed this recommendation during the Reporting Period.**

### Recommendation 5.2

*A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.*

All Directors receive a copy of each market announcement by email promptly after it is made.

**The Company followed this recommendation during the Reporting Period.**

### Recommendation 5.3

*A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation.*

The Company releases new and substantive investor or analyst presentations on the ASX Market Announcements Platform ahead of the presentation.

**The Company followed this recommendation during the Reporting Period.**

## PRINCIPLE 6: RESPECT THE RIGHTS OF SECURITY HOLDERS

### Recommendation 6.1

*A listed entity should provide information about itself and its governance to investors via its website.*

Information about the Company and its governance practices, including its corporate governance policies, is available on the Company's website at https://fareast.gold.

**The Company followed this recommendation during the Reporting Period.**

### Recommendation 6.2

*A listed entity should have an investor relations program that facilitates effective two-way communication with investors.*

The Company has a Shareholder Communication Policy, which is available on its website. The Chief Executive Officer makes himself available to meet shareholders and responds to enquiries made by telephone or email. The Chief Executive Officer and the Chairman also deliver periodic investor presentations to facilitate engagement with investors and other financial market participants.

**The Company followed this recommendation during the Reporting Period.**

### Recommendation 6.3

*A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.*

The Board encourages full participation of shareholders at general meetings. The Company prepares notices of meeting and explanatory information so that shareholders are provided with the information relevant to the decisions to be made at the meeting, and allows shareholders a reasonable opportunity to ask questions of the Board and otherwise to participate. Substantive matters are presented as separate resolutions. The external auditor is invited to attend each annual general meeting and to be available to answer shareholder questions relevant to the conduct of the audit and the preparation and content of the auditor's report.

**The Company followed this recommendation during the Reporting Period.**

### Recommendation 6.4

*A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands.*

It is the Company's policy that all substantive resolutions at a meeting of security holders are decided by poll.

**The Company followed this recommendation during the Reporting Period.**

### Recommendation 6.5

*A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.*

Shareholders may receive communications from, and send communications to, the Company and its security registry electronically. Information about lodging email addresses and submitting information requests is available on the Company's website.

**The Company followed this recommendation during the Reporting Period.**

## PRINCIPLE 7: RECOGNISE AND MANAGE RISK

### Recommendation 7.1

*The board of a listed entity should:*

a. *have a committee or committees to oversee risk, each of which;*

   1. *has at least three members, a majority of whom are independent directors, and*
   2. *is chaired by an independent director,*

   *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.*

The Company does not have a separate risk committee. The Board considers that the Company is not of a size to require a separate committee to oversee risk. During the Reporting Period the full Board performed the functions that would otherwise be performed by a risk committee, and had responsibility for the risk management, compliance and internal control systems of the Company. The Board has since adopted an Audit and Risk Committee Charter, which provides that the full Board discharges those responsibilities while no separate committee is constituted.

Throughout the Reporting Period the Board maintained regular dialogue on the status of the Company's projects and on the tenure and status of its exploration licences and contracts of work, these being the principal operational risks facing the Company. Those matters were considered by the Board as they arose and as a recurring item of Board discussion, and where the Board considered it appropriate it obtained external legal advice in relation to them.

**The Company does not have a risk committee and has disclosed the processes it employs in accordance with this recommendation.**

**Recommendation 7.2**

*The board or a committee of the board should:*

a. *review the entity's risk management framework at least annually to satisfy itself that it continues to be sound and that the entity is operating with due regard to the risk appetite set by the board; and*

b. *disclose, in relation to each reporting period, whether such a review has taken place.*

The Board did not undertake a discrete review of the Company's risk management framework during the Reporting Period. The Board's consideration of risk during the Reporting Period was directed to the status of the Company's projects and exploration tenure and, from 27 May 2026, to the Company's response to the off-market takeover bid.

A review of the risk management framework will be undertaken during the current financial year.

**The Company did not follow this recommendation during the Reporting Period.**

**Recommendation 7.3**

*A listed entity should disclose if it has an internal audit function, how the function is structured and what role it performs; or, 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.*

The Company does not have an internal audit function. The Board considers that the Company is not of a size, nor are its affairs of such complexity, to justify an internal audit function at this time. The Audit and Risk Committee Charter adopted by the Board provides for an annual review of whether an internal audit function is warranted.

The Board evaluates the effectiveness of the Company’s governance, risk management and internal control processes through its review and approval of the Company’s periodic and annual financial reporting, including the declarations it receives from the Chief Executive Officer and the Chief Financial Officer in relation to that reporting, and through its engagement with the external auditor.

**The Company does not have an internal audit function and has disclosed the processes it employs in accordance with this recommendation.**

**Recommendation 7.4**

*A listed entity should disclose whether it has any material exposure to environmental or social risks and, if it does, how it manages or intends to manage those risks.*

A description of the Company's material business risks, including environmental and social risks, is set out in the Directors' Report in the Company's 2026 Annual Report.

The Board’s consideration of the Company’s exploration licences, contracts of work and approvals during the Reporting Period is described under Recommendation 7.1. The Board will consider the Company’s management of environmental and social risks as part of the review of its risk management framework referred to under Recommendation 7.2.

**The Company followed this recommendation during the Reporting Period.**

## PRINCIPLE 8: REMUNERATE FAIRLY AND RESPONSIBLY

### Recommendation 8.1

*The board of a listed entity should:*

*(a) have a remuneration committee which:*
1. *has at least three members, a majority of whom are independent directors; and*
2. *is chaired by an independent director, and*

*disclose:*
3. *the charter of the committee;*
4. *the members of the committee; and*
5. *as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or*

*(b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.*

The Company does not have a remuneration committee. The Board considers that the Company is not of a size, nor are its affairs of such complexity, to justify a separate committee at this time. The full Board considers those matters in accordance with the Company's Remuneration Policy.

The processes the Board employs for setting the level and composition of remuneration for Directors and senior executives, and for ensuring that such remuneration is appropriate and not excessive, are described in the Remuneration Report in the Company's 2026 Annual Report.

**The Company does not have a remuneration committee and has disclosed the processes it employs in accordance with this recommendation.**

### Recommendation 8.2

*A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.*

The Company's policies and practices regarding the remuneration of non-executive Directors and of executive Directors and other senior executives are disclosed separately in the Remuneration Report in the Company's 2026 Annual Report.

**The Company separately discloses its remuneration policies and practices in accordance with this recommendation.**

### Recommendation 8.3

*A listed entity which has an equity-based remuneration scheme:*

a. *should 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.*

The Company's Securities Dealing Policy prohibits recipients of equity-based remuneration, including incentive options and performance rights, from entering into any transaction, whether through the use of derivatives or otherwise, which would limit the economic risk of unvested entitlements. A copy of the Securities Dealing Policy is available on the Company's website.

**The Company followed this recommendation during the Reporting Period.**

## ADDITIONAL RECOMMENDATIONS APPLICABLE IN SPECIFIC CIRCUMSTANCES

### Recommendation 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.*

**This recommendation is not applicable to the Company.**

### Recommendation 9.2

*A listed entity established outside Australia should ensure that meetings of security holders are held at a reasonable place and time.*

**This recommendation is not applicable to the Company.**

### Recommendation 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.*

**This recommendation is not applicable to the Company.**

**This Corporate Governance Statement was approved by the Board on 30 October 2026.**