

Company (XXX) – 2023

Evaluation Against ASA Guidelines

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| **G/Line** | **Name** | **Ev** | **Comment** |
| **Part A: Governance and Transparency** |
| 1 | Companies to observe good governance | ✓~🗶 |  |
| 2 | Composition of boards |
| 2.1 | Majority of directors and chair to be independent |  |  |
| 2.2 | CEO transition to non-executive role |  |  |
| 2.3 | Board diversity |  |  |
| 3 | Reaching a voting recommendation on director elections |
| 3.01 | Board skills matrix |  |  |
| 3.02 | Director performance elsewhere to impact election/re-election |  |  |
| 3.03 | Directors to speak to their nomination at AGM |  |  |
| 3.04 | Board evaluation |  |  |
| 3.05 | Tenure limits |  |  |
| 3.06 | Board size |  |  |
| 3.07 | Selection process |  |  |
| 3.08 | Workload of non-executive directors |  |  |
| 3.09 | Outside directorships for executives |  |  |
| 3.10 | Directors transitioning to an executive role |  |  |
| 4 | Board duty of care regarding risk management and communication to shareholders |
| 4.1 | Continuous disclosure |  |  |
| 4.2 | Environmental, Social and Governance (ESG) risks |  |  |
| 5 | Auditor rotation and performance |  |  |
| 6 | NED remuneration, including board and committee fees |  |  |
| 7 | Minimum shareholding requirement for KMP |  |  |
| 8 | Board responsibility for political donations |  |  |
| 9 | “Say on Climate” resolutions |  |  |
| 10 | Changes to constitution |
| 10.1 | Virtual-only shareholder meetings |  |  |
| 10.2 | Board size |  |  |
| 11 | Importance of annual report to retail shareholders |  |  |
| **Part B: Executive Remuneration** |
| 12 | Remuneration report |  |  |
| 13 | CEO remuneration |
| 13.1 | Directors and executives to exercise restraint |  |  |
| 13.2 | Board to seek shareholder approval for equity grant annually |  |  |
| 13.3 | Structure |  |  |
| 13.4 | Performance measures |  |  |
| 13.5 | Other potential performance measures |  |  |
| 13.6 | Disclosure |  |  |
| 14 | Voting in relation to the “two strikes” regime |  |  |
| **Part C: Capital Management** |
| 15 | Treating all shareholders equitably |
| 15.1 | Renounceable pro-rata entitlement offers |  |  |
| 15.2 | Non-renounceable entitlement offers |  |  |
| 15.3 | Selective placements |  |  |
| 15.4 | Share purchase plans |  |  |
| 15.5 | Communicating with shareholders when raising capital |  |  |
| 15.6 | Disclosure of allocation and scale-back policy |  |  |
| 15.7 | ASA response to unfair capital raising structures |  |  |
| 15.8 | Disclosure of fees paid when raising capital |  |  |
| 15.9 | Access to capital raisings |  |  |
| 16 | Dividends |  |  |
| 17 | Managing un-marketable parcels |  |  |
| 18 | Opposition to selective buybacks |  |  |