Appendix 4G

Key to Disclosures Corporate Governance Council Principles and Recommendations

SenSen Networks Limited	
ABN/ARBN	Financial year ended:
67 121 257 412	30 June 2023
Our corporate governance statement ¹ for t	he period above can be found at:2

The Corporate Governance Statement is accurate and up to date as at 8 November 2023 and has been approved by the board.

www.sensen.ai/corporate-governance/

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

Date: 8 November 2023

This URL on our

website:

Name of authorised officer authorising lodgement:

David Smith

X

Name of entity

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.

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

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.

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.

ANNEXURE - KEY TO CORPORATE GOVERNANCE DISCLOSURES

(b) (a) (b) (b) (a) (a) (b)	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: 1.1 A listed entity should have and disclose a board charler setting out: (a) the respective roles and responsibilities of its board and management; and delegated to management. (b) those matters expressly reserved to the board and those delegated to management. A listed entity should: (C) A listed entity should: (A) listed entity should: (B) Where a box below is ticked, we have followed the recommendation in full for the whole of the period above. Our have disclosed this in our Corporate Governance Statement: (B) SenSen-Networks-Limited-May-2020.pdf (C) SenSen-Networks-Limited-May-2020.pdf (D) Set out in our Corporate Governance Statement OR (D) Set out in our Corporate Governance Statement OR (E) Set out in our Corporate Governance Statement OR
	where a box recommendar reasons for n set out ir we are a is thereful set out ir
box below is ticked, ⁴ we have followed the endation in full for the whole of the period above. We iclosed this in our Corporate Governance Statement: ave disclosed a copy of our board charter at: insen.ai/wp-content/uploads/2020/06/Board-Charter- Networks-Limited-May-2020.pdf	

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/"). ⁴ Tick the box in this column only if you have followed the relevant recommendation in <u>full</u> for the <u>whole</u> 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

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.

Corpo	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:		
	 have and disclose a process for evaluating the performance of its senior executives at least once every reporting period; and 	and we have disclosed the evaluation process referred to in paragraph (a) at:	we are an externally managed entity and this recommendation is therefore not applicable
	 disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period. 	[insert location] and whether a performance evaluation was undertaken for the	
		[insert location]	
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	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 director; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; 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 enable it to discharge its duties and responsibilities effectively. □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □	Corporate Governance Council recommendation Where a box below is tick recommendation in full fo have disclosed this in our
A listed entity should have and disclose a board skills matrix setting out the mix of skills that the board currently has or is locking to achieve in its membership and we have disclosed our board skills matrix at:	[If the entity complies with paragraph (a):] and we have disclosed a copy of the charter of the committee at: [Insert location] and the information referred to in paragraphs (4) and (5) at: [Insert location] [Insert location] [If the entity complies with paragraph (b):] 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: https://sensen.ai/wp-content/uploads/2020/06/Nomination-and-remuneration-committee-charter-SenSen-Networks-Limited-May-2020.pdf	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:
 □ set out in our Corporate Governance Statement OR □ we are an externally managed entity and this recommendation 	Set out in our Corporate Governance Statement <u>OR</u> we are an externally managed entity and this recommendation is therefore not applicable	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

Corporate	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: (a) the names of the directors considered by the board to be independent directors; (b) if a director has an interest, position, affiliation or	□ and we have disclosed the names of the directors considered by the board to be independent directors at:	
		[<i>insert location</i>] and, where applicable, the information referred to in paragraph (b) at:	
	(c) the length of service of each director.	[insert location] and the length of service of each director at:	
		[insert location]	
2.4	A majority of the board of a listed entity should be independent directors.		 ⊠ set out in our Corporate Governance Statement <u>OR</u> □ 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		⊠ set out in our Corporate Governance Statement <u>OR</u>
	person as the CEO of the entity.		 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		 □ set out in our Corporate Governance Statement <u>OR</u> □ we are an externally managed entity and this recommendation is therefore not applicable
	as directors effectively.		

Appendix 4G Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporat	Corporate Governance Council recommendation	Where a box below is ticked, ⁴ we have followed the recommendation in <u>full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:5
PRINCIP	PRINCIPLE $3-$ INSTIL A CULTURE OF ACTING LAWFULLY, ETHICALLY AND RESPONSIBLY	AND RESPONSIBLY	
3.1	A listed entity should articulate and disclose its values.	\boxtimes	□ set out in our Corporate Governance Statement
		and we have disclosed our values at: https://sensen.ai/wp-content/uploads/2022/01/Code-of-Conduct.pdf	
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	□ □ □	□ set out in our Corporate Governance Statement
ယ	A listed entity should: (a) have and disclose a whistleblower policy; and (b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.	⊠ and we have disclosed our whistleblower policy at: https://sensen.ai/wp-content/uploads/2022/06/Whistleblower-Policy.pdf	□ set out in our Corporate Governance Statement
3.4	A listed entity should: (a) have and disclose an anti-bribery and corruption policy; and (b) ensure that the board or committee of the board is informed of any material breaches of that policy.	□ □	□ set out in our Corporate Governance Statement

Corpora	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
PRINCIP	PRINCIPLE 4 – SAFEGUARD THE INTEGRITY OF CORPORATE REPORTS	S	
4.1	The board of a listed entity should:		⊠ set out in our Corporate Governance Statement ■ Corporate Governance Governance Statement ■ Corporate Governance Gove
	 (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 	[If the entity complies with paragraph (a):] and we have disclosed a copy of the charter of the committee at:	
	(2) is chaired by an independent director, who is not the chair of the board,	[insert location] and the information referred to in paragraphs (4) and (5) at:	
	and disclose:(3) the charter of the committee;(4) the relevant qualifications and experience of the	[insert location] [If the entity complies with paragraph (b):]	
	(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	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:	
	(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.	[insert location]	
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

Corpora	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
PRINCIP	PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE		
5.1	A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.	and we have disclosed our continuous disclosure compliance policy at: https://sensen.ai/wp-content/uploads/2020/06/Continuous-	□ set out in our Corporate Governance Statement
		https://sensen.ai/wp-content/uploads/2020/06/Continuous- Disclosure-and-Shareholder-Engagement-Policy-SenSen-Networks- Limited-May-2020.pdf	
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.ა	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
PRINCIP	PRINCIPLE 6 – RESPECT THE RIGHTS OF SECURITY HOLDERS		
6.7	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: www.sensen.ai	□ 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.	\boxtimes	□ set out in our Corporate Governance Statement
<u>ο</u> .	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: https://sensen.ai/wp-content/uploads/2020/06/Continuous-Disclosure-and-Shareholder-Engagement-Policy-SenSen-Networks-Limited-May-2020.pdf	□ set out in our Corporate Governance Statement

Corpora	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
6.4	A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands.		□ set out in our Corporate Governance Statement
6.5	A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.		□ set out in our Corporate Governance Statement
PRINCIP	PRINCIPLE 7 - RECOGNISE AND MANAGE RISK		
7.1	라 e c	[If the entity complies with paragraph (a):] and we have disclosed a copy of the charter of the committee at:	
	(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.	[insert location] and the information referred to in paragraphs (4) and (5) at: [insert location] [If the entity complies with paragraph (b):] 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: https://sensen.ai/wp-content/uploads/2022/09/SenSen-Corporate-Governance-Statement-FY-23-081123.pdf	
7.2	The board or a committee of the board should: (a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound and that the entity is operating with due regard to the risk appetite set by the board; and (b) disclose, in relation to each reporting period, whether such a review has taken place.	and we have disclosed whether a review of the entity's risk management framework was undertaken during the reporting period at: https://sensen.ai/wp-content/uploads/2022/09/SenSen-Corporate-Governance-Statement-FY-23-081123.pdf	□ set out in our Corporate Governance Statement

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Corpora	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:5
PRINCIP	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	[If the entity complies with paragraph (a):] and we have disclosed a copy of the charter of the committee at:	 ⊠ set out in our Corporate Governance Statement <u>OR</u> □ we are an externally managed entity and this recommendation is therefore not applicable
	 (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. 	[insert location] and the information referred to in paragraphs (4) and (5) at: [insert location] [If the entity complies with paragraph (b):] 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: https://sensen.ai/wp-content/uploads/2022/09/SenSen-Corporate-Governance-Statement-FY-23-081123.pdf	
8.2	A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.	and we have disclosed separately our remuneration policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives at: https://sensen.ai/wp-content/uploads/2022/09/SenSen-Corporate-Governance-Statement-FY-23-081123.pdf	 □ set out in our Corporate Governance Statement <u>OR</u> □ we are an externally managed entity and this recommendation is therefore not applicable
8.3 3	A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	and we have disclosed our policy on this issue or a summary of it at: https://sensen.ai/wp-content/uploads/2022/09/SenSen-Corporate-Governance-Statement-FY-23-081123.pdf	□ set out in our Corporate Governance Statement <u>OR</u> □ we do not have an equity-based remuneration scheme and this recommendation is therefore not applicable <u>OR</u> □ we are an externally managed entity and this recommendation is therefore not applicable

Corpora	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
ADDITIC	ADDITIONAL RECOMMENDATIONS THAT APPLY ONLY IN CERTAIN CASES	SES	
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.	and we have disclosed information about the processes in place at: [insert location]	 □ set out in our Corporate Governance Statement <u>OR</u> ☑ we do not have a director in this position and this recommendation is therefore not applicable <u>OR</u> □ 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 <u>OR</u> □ we are established in Australia and this recommendation is therefore not applicable <u>OR</u> □ we are an externally managed entity and this recommendation is therefore not applicable
9.3	A listed entity established outside Australia, and an externally managed listed entity that has an AGM, should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.		 □ set out in our Corporate Governance Statement OR □ we are established in Australia and not an externally managed listed entity and this recommendation is therefore not applicable □ we are an externally managed entity that does not hold an AGM and this recommendation is therefore not applicable
ADDITIO	ADDITIONAL DISCLOSURES APPLICABLE TO EXTERNALLY MANAGED LISTED ENTITIES	LISTED ENTITIES	
'	Alternative to Recommendation 1.1 for externally managed listed entities: The responsible entity of an externally managed listed entity should disclose:	$\hfill \square$ and we have disclosed the information referred to in paragraphs (a) and (b) at:	□ set out in our Corporate Governance Statement
	 (a) the arrangements between the responsible entity and the listed entity for managing the affairs of the listed entity; and 	N/A	
	(b) the role and responsibility of the board of the responsible entity for overseeing those arrangements.		

N/A

Corporate Governance Council recommendation

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