

CORPORATE GOVERNANCE STATEMENT

The Directors and management of DomaCom Limited (the **Company**) are committed to conducting the DomaCom group's (the **Group**) business in an ethical manner and in accordance with the highest standards of corporate governance. Following its listing on the Australian Securities Exchange (**ASX**) (**Listing**), the Company intends to substantially comply with the *ASX Corporate Governance Principles and Recommendations (Third Edition)* (**Recommendations**) to the extent appropriate to the size and nature of the Group's operations.

The Company has prepared this statement which sets out the Recommendations which the Company intends to comply with from the time of its Listing. This statement also identifies any Recommendations that the Company intends not to follow and provides reasons for not following such Recommendations.

The Company's corporate governance policies and charters and policies will be available on the Company's website <http://www.domacom.com.au/investor-relations/corporate-governance/> (**Website**) following Listing.

ASX Recommendation		Status	Reference / Comment
<p>Principle 1 – Lay solid foundations for management and oversight</p> <p><i>A listed entity should establish and disclose the respective roles and responsibilities of its board and management and how their performance is monitored and evaluated</i></p>			
1.1	<p>A listed entity should disclose:</p> <p>(a) the respective roles and responsibilities of its board and management; and</p> <p>(b) those matters expressly reserved to the board and those delegated to management.</p>	Intends to Comply	<p>The board of the Company (Board) has adopted a written charter (Board Charter) to provide a framework for the effective operation of the Board, which sets out:</p> <ul style="list-style-type: none"> the roles, composition and responsibilities of the Board, including to provide the strategic direction of the Company, the effective monitoring of management and oversight of governance; the roles and responsibilities of the Chairman, Managing Director and Company Secretary; the membership of the Board, including in relation to the Board's composition, independence, term and size and the process of selection and re-election of directors of the Company (Directors), terms of appointment of Directors, independence of Directors and conduct of individual Directors; the delegations of authority of the Board to committees of the Board and to the

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			<p>Managing Director and other Management of the Company; and</p> <ul style="list-style-type: none"> Board roles and powers, induction and training and skills.
1.2	<p>A listed entity should:</p> <p>(a) undertake appropriate checks before appointing a person, or putting forward to security holders a candidate for election, as a director; and</p> <p>(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</p>	Intends to Comply	<p>The Remuneration and Nomination Committee at present comprises the full Board.</p> <p>The Board shall be responsible for making recommendations in relation to following remuneration matters:</p> <ul style="list-style-type: none"> the appropriate remuneration in relation to the level of Directors' fees and for the Chair of the Audit Committee and its Committee members; the appropriate remuneration in relation to the Chief Executive Officer/Managing Director's remuneration arrangements, including short and long term incentives and monitoring performance; and the appropriate remuneration policies for other senior executives of DomaCom, including the establishment of short term and long term incentives and assessing the senior executives' performance against their targets; all with a view to continue to retain and attract high calibre directors and employees with the skills required for DomaCom. <p>The Board shall be responsible for Director appointments, re-elections and evaluating the performance of the Directors and also:</p> <ul style="list-style-type: none"> setting out the factors to be considered when reviewing a potential candidate for appointment as a Director; a requirement to provide all Directors with detailed background information in relation to a potential candidate; and a requirement that appropriate checks are to be undertaken before appointing a potential candidate or putting forward a candidate to shareholders for approval, which should include checks as to the person's character, experience, education, criminal record and bankruptcy history. <p>The Board may be assisted by the use of external search organisations as appropriate.</p> <p>Following Listing, the Company will provide information to shareholders about Directors seeking re-election at a general meeting to enable them to make an informed decision</p>

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			<p>on whether or not to re-elect the Director, including:</p> <ul style="list-style-type: none"> ■ their relevant qualifications and experience and the skills they bring to the Board; ■ details of any other listed directorships held by the Director in the preceding 3 years; ■ the term of office already served by the Director; ■ whether the Director is considered to be independent; and ■ a recommendation by the Board in respect of the re-election of the Director. <p>The Company will, in the case of a candidate standing for election as a director for the first time, provide information to shareholders about the candidate to enable them to make an informed decision on whether or not to elect the candidate, including:</p> <ul style="list-style-type: none"> ■ their relevant qualifications and experience and the skills they will bring to the Board; ■ material adverse information revealed by any checks the Board has performed on the candidate; ■ details of any interest, position, association or relationship that might influence, or reasonably be perceived to influence, in a material respect, the candidate's capacity to exercise independent judgment on board matters or to act in the best interests of the Company and its shareholders generally; ■ the Board's view on whether the candidate will be considered to be an independent Director; and ■ a recommendation by the Board in respect of the election of the candidate.
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	Intends to Comply	<p>All Directors and senior executives have entered into written agreements with the Company.</p> <p>Specifically, each Non-Executive Director has been given a letter of appointment which outlines terms including the Director's duties, obligations, remuneration, expected time commitments and notification of the Company's policies. Similarly, senior executives including the Chief Executive Officer (CEO) and the Chief Financial Officer (CFO),</p>

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			<p>have a formal job description and services agreement or employment agreement with the Company describing their term of office, duties, rights and responsibilities, and entitlements on term.</p> <p>Generally, the Board requires a written agreement be entered into for each director and senior executive setting out the terms of their appointment.</p>
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.	Intends to Comply	<p>The Company Secretary is responsible for the day to day operations of the company secretary's office, including the administration of Board and committee meetings, overseeing the Company's relationship with its share registrar and lodgements with the ASX and other regulators.</p> <p>The Company Secretary is also responsible for communications with the ASX about listing rule matters, including making disclosures to the ASX.</p> <p>The Company Secretary supports the effectiveness of the Board and the Board committees by monitoring compliance with Board policies and procedures, and coordinating the timely completion and dispatch of Board and committee papers.</p> <p>The Company Secretary is accountable to the Board, and all Directors have access to the Company Secretary.</p> <p>The decision to appoint or remove the Company Secretary is made or approved by the Board.</p>
1.5	A listed entity should: (a) have a diversity policy which includes requirements for the board or a relevant committee of the board to set measurable objectives for achieving gender diversity and to assess annually both the objectives and the entity's progress in achieving	Intends to Comply	<p>The Board has adopted a written Diversity Policy to ensure a work environment where people are treated fairly and with respect notwithstanding their gender, ethnicity, disability, age or educational experience. The Diversity Policy will be available from the Website following Listing.</p> <p>The Board will include in the Company's annual report each year a summary of the Company's progress towards achieving the measurable objectives set under the Diversity Policy for the year to which the annual report relates and details of the measureable objectives set under the Diversity Policy for the subsequent financial year.</p>

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<p>them;</p> <p>(b) disclose that policy or a summary of it; and</p> <p>(c) disclose as at the end of each reporting period the measurable objectives for achieving gender diversity set by the board or a relevant committee of the board in accordance with the entity's diversity policy and its progress towards achieving them, and either:</p> <p>(1) the respective proportions of men and women on the board, in senior executive positions and across the whole organisation (including how the entity has defined "senior executive" for these purposes); or</p> <p>(2) 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.</p>		

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1.6	<p>A listed entity should:</p> <p>(a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and</p> <p>(b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.</p>	Intends to Comply	<p>In accordance with the Board Charter, the Board is required to:</p> <ul style="list-style-type: none"> develop and implement processes for the evaluation of the performance of its Board membership, its Committees and individual executive and non-executive directors and regularly review those processes; approve performance indicators (which include return to shareholders, cash flows, liquidity, etc) and review performance against them and initiate corrective action when required; evaluate the Chief Executive Officer's ongoing performance against predetermined criteria; ensure that policies on key issues are in place and appropriate and review compliance with policies; and review on the performance of executive directors, non-executive directors and senior executives.
1.7	<p>A listed entity should:</p> <p>(a) have and disclose a process for periodically evaluating the performance of its senior executives; and</p> <p>(b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.</p>	Intends to Comply	<p>In accordance with the Board Charter, the Board is required to review the performance of executive directors and senior executives.</p>

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<p align="center">Principle 2 – Structure the Board to add value</p> <p align="center"><i>A listed entity should have a board of an appropriate size, composition, skills and commitment to enable it to discharge its duties effectively</i></p>		
<p>2.1 The board of a listed entity should:</p> <p>(a) have a nomination committee which:</p> <p>(1) has at least three members, a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director,</p> <p>and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the members of the committee; and</p> <p>(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</p> <p>(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,</p>	<p>Intends to Comply</p>	<p>On Listing, the Remuneration and Nomination Committee at present comprises of the full Board.</p> <p>The Board considers that at this stage assuming the duties of a Remuneration and Nomination Committee is appropriate in light of the Company's operations and size, and the size of the Board. All of the Directors believe that they will be able to, individually and collectively, analyse the issues before them objectively in the best interests of all shareholders and in accordance with their duties as Directors.</p> <p>The Board will also address board succession issues and ensure that it has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.</p> <p>The Board Charter outlining duties relating to Remuneration and Nomination, will be made available on the website following Listing.</p>

ASX Recommendation		Status	Reference / Comment
	knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.		
2.2	A listed entity should have and disclose a board skills matrix setting out the mix of skills and diversity that the board currently has or is looking to achieve in its membership.	Intends to Comply	<p>As stated in the Board Charter, it is intended that the Board should comprise a mix of executive and non-executive Directors and comprise Directors with a broad range of skills, expertise and experience from a diverse range of backgrounds. Following Listing, and in order to identify any gaps in the collective skills of the Board, the Board should, establish a skills matrix setting out the mix of skills and diversity the Board has or is looking to achieve.</p> <p>The Prospectus of the Company sets out the skills, experience and expertise relevant to the position of director held by each Director at the time of Listing.</p>
2.3	A listed entity should disclose: (a) the names of the directors considered by the board to be independent directors; (b) if a director has an interest, position, association or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position, association or relationship in question and an explanation of why the board is of that opinion; and (c) the length of service of each	Intends to Comply	<p>From Listing, the Company will have 6 Directors:</p> <p>Arthur Naoumidis, Ross Laidlaw, Grahame Evans, Graeme Billings, David Archbold and Peter Church. As stated in the Prospectus of the Company, Grahame Evans, Graeme Billings, David Archbold and Peter Church are considered by the Board to be independent Directors on the basis that they are free from any interest, position, association or relationship that might influence, or reasonably be perceived to influence the independent exercise of their judgment.</p> <p>Arthur Naoumidis and Ross Laidlaw are currently considered by the Board not to be independent for the purpose of the Recommendations.</p> <p>Arthur Naoumidis is currently the Chief Executive Officer of the Company and therefore is not considered independent.</p> <p>Ross Laidlaw is currently Chief Financial Officer/Chief Operations Officer and not considered by the Board to be independent for the purpose of the Recommendations.</p> <p>Although Arthur Naoumidis and Ross Laidlaw are not considered to be independent (for the purpose of the Recommendations), the Board considers that they both add significant value to deliberations with their considerable experience and skills.</p>

ASX Recommendation		Status	Reference / Comment
	director.		<p>Furthermore, all Directors have the right to seek independent professional advice, subject to necessary approvals, as and when required.</p> <p>The Directors believe that they are able to objectively analyse the issues before them in the best interests of all Shareholders and in accordance with their duties as Directors.</p> <p>In reaching the conclusions set out above, the Board considered the guidelines of materiality for the purpose of determining director independence set out in the Board Charter and Box 2.3 of the Recommendations.</p>
2.4	A majority of the board of a listed entity should be independent directors.	Intends to Comply	On Listing, the Board will comprise 6 Directors being a Non-Executive Chairman (Grahame Evans), two Executive Directors (Arthur Naoumidis and Ross Laidlaw) and three independent Non-Executive Directors (Graeme Billings, David Archbold and Peter Church).
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.	Intends to Comply	<p>As noted in the Prospectus, the Non-Executive Chairman is Grahame Evans and an “independent” Director and will not be the same person as the CEO (Arthur Naoumidis) of the Company.</p> <p>The Chairman will bring objective and independent judgment to the Board’s deliberations.</p>
2.6	A listed entity should have a program for inducting new directors and provide appropriate professional development opportunities for directors to develop and maintain the skills and knowledge needed to perform their role as directors effectively.	Intends to Comply	<p>The Board is responsible for advising the Board on induction and continuing professional development programs for Directors.</p> <p>In addition, the Board pursuant to those duties in respect of Remuneration and Nomination that have been delegated to it, is required to:</p> <ul style="list-style-type: none"> ■ establish and facilitate an induction program for new Directors with all such information and advice which may be considered necessary or desirable for the director to commence their appointment to the Board, including information and advice regarding: <ul style="list-style-type: none"> • the Company’s financial, strategic, operational and risk management position;

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			<ul style="list-style-type: none"> the rights, duties and responsibilities of the Directors; the roles and responsibilities of senior executives; and the role of the Board committees; develop and review continuous professional development programs for Directors in order to enhance director competencies and develop and enhance Directors' skills and knowledge on key developments affecting the Group and the industry in which it operates.
<p>Principle 3 – Act ethically and responsibly</p> <p><i>A listed entity should act ethically and responsibly</i></p>			
3.1	<p>A listed entity should:</p> <p>(a) have a code of conduct for its directors, senior executives and employees; and</p> <p>(b) disclose that code or a summary of it.</p>	Intends to Comply	<p>The Board is committed to observing the highest standards of corporate practice and business conduct. Accordingly, the Board has adopted a Code of Conduct, a copy of which will be available on the Website following Listing. The Code of Conduct sets out the way in which the Group seeks to conduct business, namely in an honest and fair manner, acting only in ways that reflect well on the Group and to act in compliance with all laws and regulations.</p> <p>The Code of Conduct articulates acceptable practices for Directors, senior executives and employees, to guide their behaviour and to demonstrate the commitment of the Group to ethical practices. The Company also seeks to ensure that advisers, consultants and contractors are aware of the Company's expectations as set out in its Code of Conduct.</p>
<p>Principle 4 – Safeguard integrity in corporate reporting</p> <p><i>A listed entity should have formal and rigorous processes that independently verify and safeguard the integrity of its corporate reporting</i></p>			
4.1	<p>The board of a listed entity should:</p> <p>(a) have an audit committee which:</p> <p>(1) has at least three members,</p>	Intends to Comply	<p>The Board has established an Audit Committee of the Company. On Listing, the Audit Committee of the Company will comprise:</p> <ul style="list-style-type: none"> Graeme Billings

ASX Recommendation	Status	Reference / Comment
<p>all of whom are non-executive directors and a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director, who is not the chair of the board,</p> <p>and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the relevant qualifications and experience of the members of the committee; and</p> <p>(5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members of those meetings; or</p> <p>(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.</p>		<ul style="list-style-type: none"> ■ David Archbold ■ Peter Church <p>Graeme Billings, David Archbold and Peter Church are independent Directors (as determined by the Board, having regard to the Recommendations).</p> <p>The Audit Committee is chaired by Graeme Billings who is an independent director and also not the chairman of the board.</p> <p>The role of the Audit Committee is to assist the Board in the effective discharge of its responsibilities in relation to the external audit function, accounting policies, financial reporting, funding, financial risk management, business risk monitoring, insurance and certain compliance matters.</p> <p>The Committee has authority from the Board to review and investigate any matter within the scope of its Charter and make recommendations to the Board in relation to the outcomes. The Committee has no delegated authority from the Board to determine the outcomes of its reviews and investigations and the Board retains its authority over such matters.</p> <p>Section 10 of the Prospectus sets out the relevant qualifications and experience of the members of the committee. The Audit Committee Charter will be available on the Website following Listing, along with the biographies of the members of the Audit Committee.</p> <p>Following Listing, the Company will disclose in future annual reports the number of times the Audit Committee met throughout each financial year and the individual attendances of the members at those meetings.</p>

ASX Recommendation		Status	Reference / Comment
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.	Intends to Comply	<p>The Directors are committed to the preparation of financial statements that present a balanced and clear assessment of the Group's financial position and prospects.</p> <p>Following Listing, the Board intends to obtain from the Company's 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.</p>
4.3	A 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	Intends to Comply	Following Listing, the Company intends to ensure that its external auditor attends the Company's AGM and is available to answer questions from security holders regarding the conduct of the audit and preparation and content of the auditor's report.
<p align="center">Principle 5 – Make timely and balanced disclosure</p> <p align="center"><i>A listed entity should make timely and balanced disclosure of all matters concerning it that a reasonable person would expect to have a material effect on the price or value of its securities</i></p>			
5.1	A listed entity should: (a) have a written policy for complying with its continuous disclosure obligations under the	Intends to Comply	<p>The Board has adopted a Continuous Disclosure Policy to ensure that it complies with its disclosure obligations under the Corporations Act and the ASX Listing Rules, which applies to all Directors, officers, employees and consultants of the Company.</p> <p>The Board has delegated the authority to certain authorised spokespersons to manage</p>

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	Listing Rules; and (b) disclose that policy or a summary of it.		<p>the Company's compliance with its disclosure obligations and the Continuous Disclosure Policy. The authorised spokesperson is responsible for, among other things, seeking to ensure that announcements are made in a timely manner, are not misleading, do not omit material information and are presented in a clear, balanced and objective way.</p> <p>The Continuous Disclosure Policy covers the roles and responsibilities of directors, officers and employees in complying with the Company's disclosure obligations; safeguarding confidentiality of corporate information to avoid premature disclosure; how the Company engages with media contact and comments; external communications such as analyst briefings and responses to security holder questions; and measures for responding to or avoiding the emergence of a false market in the Company's securities.</p> <p>The Continuous Disclosure Policy will be available on the Website following Listing.</p>
<p align="center">Principle 6 – Respect the rights of security holders</p> <p align="center"><i>A listed entity should respect the rights of its security holders by providing them with appropriate information and facilities to allow them to exercise those rights effectively</i></p>			
6.1	A listed entity should provide information about itself and its governance to investors via its website.	Intends to Comply	<p>The Board has adopted a Shareholder Communication Policy to ensure shareholders are informed in a timely and readily accessible manner of all major developments affecting the Company.</p> <p>Following Listing, the Company will inform shareholders of all major developments affecting the Group's state of affairs as follows:</p> <ul style="list-style-type: none"> ■ placing all relevant announcements made to the market on the Website after they have been released to ASX; ■ publishing all corporate governance policies and charters adopted by the Board on the Website; ■ releasing information provided to analysts or media during briefings to ASX and placing such information on the Website; and

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			<ul style="list-style-type: none"> placing the full text of notices of meeting and explanatory material on the Website.
6.2	A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.	Intends to Comply	<p>Following Listing, the Company will communicate with its shareholders and investors by posting information on the Website and by encouraging attendance and participation of shareholders at general meetings. Investors will also be able to provide feedback and seek further information about the Company via the Website.</p> <p>Management or Directors may additionally meet with shareholders from time to time upon request and respond to any enquiries they may make.</p>
6.3	A listed entity should disclose the policies and processes it has in place to facilitate and encourage participation at meetings of security holders.	Intends to Comply	<p>Following Listing, shareholders will be encouraged to attend the Company's general meetings, and notice of such meetings will be given in accordance with the Company's Constitution, the Corporations Act, and the ASX Listing Rules.</p> <p>The Company's annual general meeting in particular will be an opportunity for shareholders to receive updates from the CEO and Chairman on the Group's performance, ask questions of the Board and vote on the various resolutions affecting the Company's business. Shareholders will be given an opportunity at annual general meetings to ask questions of the Company's auditors regarding the conduct of the audit and preparation and content of the auditor's report.</p> <p>The date, time and location of the Company's general meetings will be provided in the notices of meetings and on the Website. Whilst shareholders are encouraged to attend meetings in person, in the event that they are unable to do so, they will be encouraged to participate in the meeting by appointing a proxy, attorney or representative to vote on their behalf.</p>
6.4	A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	Intends to Comply	<p>Following Listing, investors will be able to communicate with the Company electronically via the Website.</p> <p>In addition, investors will be able to communicate with the Company's registry electronically by emailing the registry or via the registry's website.</p>

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<p align="center">Principle 7 – Recognise and manage risk</p> <p align="center"><i>A listed entity should establish a sound risk management framework and periodically review the effectiveness of that framework</i></p>		
<p>7.1 The board of a listed entity should:</p> <p>(a) have a committee or committees to oversee risk, each of which:</p> <p>(1) has at least three members, a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director,</p> <p>and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the members of the committee; and</p> <p>(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</p> <p>(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</p>	<p>Intends to Comply</p>	<p>The Board is responsible for reviewing the Company's risk management framework, including adopting relevant internal controls, risk management processes and corporate governance policies and practices which it believes are appropriate for the Company's business and which are designed to promote the responsible management and conduct of the Company.</p> <p>The Company regularly evaluates the effectiveness of its risk management framework to ensure that its internal control systems and processes are monitored and updated on an ongoing basis.</p> <p>The Company's Board is responsible for providing an independent and objective assessment regarding the adequacy, effectiveness and efficiency of the Company's risk management and internal control process.</p> <p>On listing the Company's Risk Management Policy will be available on the Company's website.</p>

ASX Recommendation		Status	Reference / Comment
	management framework.		
7.2	<p>The board or a committee of the board should:</p> <p>(a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound; and</p> <p>(b) disclose, in relation to each reporting period, whether such a review has taken place.</p>	Intends to Comply	<p>The Board is responsible for reviewing the Company's risk management framework, including adopting relevant internal controls, risk management processes and corporate governance policies and practices which it believes are appropriate for the Company's business and which are designed to promote the responsible management and conduct of the Company.</p> <p>The Board (at least annually) will report on the effectiveness of the Company's risk management and internal control policies and practices.</p> <p>Following Listing, the Board will disclose whether this review has taken place.</p>
7.3	<p>A listed entity should disclose:</p> <p>(a) if it has an internal audit function, how the function is structured and what role it performs; or</p> <p>(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 risk management and internal control processes.</p>	Intends to Comply	<p>The Company does not have an internal audit function and that this is appropriate in light of the Company's operations and size, and the size of the Board.</p> <p>The Audit Committee is informed of any control weakness identified by the external auditors through the annual Audit Findings Report and monitors the implementation proposed control enhancements.</p>
7.4	A listed entity should disclose whether it has any material exposure to economic, environmental and social sustainability risks and, if it does, how it manages or intends to manage those risks.	Intends to Comply	<p>Following Listing, the Board intends to disclose whether it has any material exposure to economic, environmental and social sustainability risks and, if it does, how it manages or intends to manage those risks.</p> <p>Section 7 of the Prospectus sets out the key risks currently affecting the Company.</p>

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<p align="center">Principle 8 – Remunerate fairly and responsibly</p> <p align="center"><i>A listed entity should pay director remuneration sufficient to attract and retain high quality directors and design its executive remuneration to attract, retain and motivate high quality senior executives and to align their interests with the creation of value of security holders</i></p>		
<p>8.1 The board of a listed entity should:</p> <p>(a) have a remuneration committee which:</p> <p>(1) has at least three members, a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director,</p> <p>and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the members of the committee; and</p> <p>(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;</p> <p>(b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level of composition of remuneration for directors and senior executives and ensuring</p>	<p>Intends to Comply</p>	<p>Presently and On Listing, the Remuneration Committee comprises of the full Board.</p> <p>The Board considers that assuming the role of a Remuneration Committee and is appropriate in light of the Company's operations and size, and the size of the Board. All of the Directors believe that they will be able to, individually and collectively, analyse the issues before them objectively in the best interests of all shareholders and in accordance with their duties as Directors.</p> <p>The Board will also address board succession issues and ensure that it has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.</p> <p>The Board Charter outlining duties relating to Remuneration and Nomination will be made available on the Website, following Listing.</p>

ASX Recommendation		Status	Reference / Comment
	that such remuneration is appropriate and not excessive.		
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.	Intends to Comply	<p>Details of Director's and key senior executive's remuneration are set out in section 10.2 of the Prospectus.</p> <p>Following Listing, the Company will disclose its policies and practices regarding remuneration of non-executive directors and the remuneration of executive directors and senior executives will be set out in the Company's annual report.</p>
8.3	A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	Intends to Comply	<p>The Company has established a long term incentive plan (LTIP) to assist in the motivation, reward and retention of executive directors and other selected employees. The LTIP is designed to align participants' interests with the interests of Shareholders by providing participants an opportunity to receive shares through the granting of options.</p> <p>Details of the LTIP are set out in section 12.4 of the Prospectus.</p>