

Appendix 4G

Key to Disclosures

Corporate Governance Council Principles and Recommendations

Name of entity

Kalium Lakes Limited

ABN/ARBN

98 613 656 643

Financial year ended:

30 June 2021

Our corporate governance statement¹ for the period above can be found at:²

☐ These pages of our annual report:

☒ This URL on our website:

<http://www.kaliumlakes.com.au/corporate-governance>

The Corporate Governance Statement is accurate and up to date as at *[insert effective date of statement]* and has been approved by the board.

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

Date: 28 October 2021

Name of authorised officer
authorising lodgement:

Gareth Widger, 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: (a) the respective roles and responsibilities of its board and management; and (b) those matters expressly reserved to the board and those delegated to management.	☒ and we have disclosed a copy of in our Corporate Governance Plan at: http://www.kaliumlakes.com.au/corporate-governance	☐ set out in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable
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.	☒ and we have disclosed a copy of in our Corporate Governance Plan at: http://www.kaliumlakes.com.au/corporate-governance	☐ set out in our Corporate Governance Statement OR ☐ 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.	☒ and we have disclosed the process in our Corporate Governance Plan at: http://www.kaliumlakes.com.au/corporate-governance	☐ set out in our Corporate Governance Statement OR ☐ 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.	☒ and we have disclosed the process in our Corporate Governance Plan at: http://www.kaliumlakes.com.au/corporate-governance	☐ set out in our Corporate Governance Statement OR ☐ 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.

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, ⁴ we have followed the recommendation <u>in 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
1.5	A listed entity should: (a) have and disclose a diversity policy; (b) through its board or a committee of the board set measurable objectives for achieving gender diversity in the composition of its board, senior executives and workforce generally; and (c) disclose in relation to each reporting period: (1) the measurable objectives set for that period to achieve gender diversity; (2) the entity's progress towards achieving those objectives; and (3) either: (A) the respective proportions of men and women on the board, in senior executive positions and across the whole workforce (including how the entity has defined "senior executive" for these purposes); or (B) if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act. If the entity was in the S&P / ASX 300 Index at the commencement of the reporting period, the measurable objective for achieving gender diversity in the composition of its board should be to have not less than 30% of its directors of each gender within a specified period.	☐ and we have disclosed a copy of our diversity policy at: and we have disclosed the information referred to in paragraph (c) at: .	☒ set out in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.6	A listed entity should: (a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and (b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	☐ and we have disclosed the evaluation process referred to in paragraph (a) at:	☒ set out in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, ⁴ we have followed the recommendation <u>in 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
1.7	A listed entity should: (a) have and disclose a process for evaluating the performance of its senior executives at least once every reporting period; and (b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	☒ and we have disclosed the evaluation process referred to in paragraph (a) at: http://www.kaliumlakes.com.au/corporate-governance	☐ set out in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, ⁴ we have followed the recommendation <u>in 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
PRINCIPLE 2 - STRUCTURE THE BOARD TO BE EFFECTIVE AND ADD VALUE			
2.1	The board of a listed entity should: (a) have a nomination committee which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.	☒ and we have disclosed a copy of the charter of the committee at: http://www.kaliumlakes.com.au/corporate-governance and the information referred to in paragraphs (4) and (5) at: http://www.kaliumlakes.com.au/corporate-governance	☐ set out in our Corporate Governance Statement OR ☐ 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.	☒ and we have disclosed our board skills matrix at: http://www.kaliumlakes.com.au/corporate-governance	☐ set out in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, ⁴ we have followed the recommendation <u>in 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
2.3	A listed entity should disclose: (a) the names of the directors considered by the board to be independent directors; (b) if a director has an interest, position, affiliation or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position or relationship in question and an explanation of why the board is of that opinion; and (c) the length of service of each director.	☒ and we have disclosed the names of the directors considered by the board to be independent directors at: http://www.kaliumlakes.com.au/corporate-governance and, where applicable, the information referred to in paragraph (b) at: and the length of service of each director at: http://www.kaliumlakes.com.au/corporate-governance	☐ 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 ☐ 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.	☒ http://www.kaliumlakes.com.au/corporate-governance	☐ set out in our Corporate Governance Statement OR ☐ 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.	☒ http://www.kaliumlakes.com.au/corporate-governance	☐ set out in our Corporate Governance Statement OR ☐ we are an externally managed entity and this recommendation is therefore not applicable

Key to Disclosures Corporate Governance Council Principles and Recommendations

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.	☒ and we have disclosed our values at: https://www.kaliumlakes.com.au/join-our-team/	☐ set out in our Corporate Governance Statement
3.2	A listed entity should: (a) have and disclose a code of conduct for its directors, senior executives and employees; and (b) ensure that the board or a committee of the board is informed of any material breaches of that code.	☒ and we have disclosed our code of conduct at: http://www.kaliumlakes.com.au/corporate-governance	☐ set out in our Corporate Governance Statement
3.3	A listed entity should: (a) have and disclose a whistleblower policy; and (b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.	☒ and we have disclosed our whistleblower policy at: http://www.kaliumlakes.com.au/corporate-governance	☐ 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.	☒ and we have disclosed our anti-bribery and corruption policy at: http://www.kaliumlakes.com.au/corporate-governance	☐ set out in our Corporate Governance Statement

Key to Disclosures Corporate Governance Council Principles and Recommendations

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: (a) have an audit committee which: (1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and (2) is chaired by an independent director, who is not the chair of the board, and disclose: (3) the charter of the committee; (4) the relevant qualifications and experience of the members of the committee; and (5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.	☐ and we have disclosed a copy of the charter of the committee at: http://www.kaliumlakes.com.au/corporate-governance and the information referred to in paragraphs (4) and (5) at: http://www.kaliumlakes.com.au/corporate-governance	☒ 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

Key to Disclosures Corporate Governance Council Principles and Recommendations

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.	☒ and we have disclosed our continuous disclosure compliance policy at: http://www.kaliumlakes.com.au/corporate-governance	☐ 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.	☒ and we have disclosed information about us and our governance on our website at: http://www.kaliumlakes.com.au/corporate-governance	☐ 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.	☒ and we have disclosed our shareholder communication policy at: http://www.kaliumlakes.com.au/corporate-governance	☐ 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.	☒	☐ 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.	☒ http://www.kaliumlakes.com.au/corporate-governance	☐ set out in our Corporate Governance Statement

Key to Disclosures Corporate Governance Council Principles and Recommendations

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.	☒ http://www.kaliumlakes.com.au/	☐ set out in our Corporate Governance Statement
PRINCIPLE 7 – RECOGNISE AND MANAGE RISK			
7.1	The board of a listed entity should: (a) have a committee or committees to oversee risk, each of which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.	☒ and we have disclosed a copy of the charter of the committee at: http://www.kaliumlakes.com.au/corporate-governance and the information referred to in paragraphs (4) and (5) at: http://www.kaliumlakes.com.au/corporate-governance	☐ set out in our Corporate Governance Statement
7.2	The board or a committee of the board should: (a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound and that the entity is operating with due regard to the risk appetite set by the board; and (b) disclose, in relation to each reporting period, whether such a review has taken place.	☒	☐ set out in our Corporate Governance Statement

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, ⁴ we have followed the recommendation <u>in 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
7.3	A listed entity should disclose: (a) if it has an internal audit function, how the function is structured and what role it performs; or (b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its governance, risk management and internal control processes.	☐	☒ 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.	☒	☐ set out in our Corporate Governance Statement

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, ⁴ we have followed the recommendation <u>in 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
PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY			
8.1	The board of a listed entity should: (a) have a remuneration committee which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.	☒ and we have disclosed a copy of the charter of the committee at: http://www.kaliumlakes.com.au/corporate-governance and the information referred to in paragraphs (4) and (5) at: http://www.kaliumlakes.com.au/corporate-governance	☐ set out in our Corporate Governance Statement OR ☐ 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.	☒ 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: http://www.kaliumlakes.com.au/corporate-governance	☐ set out in our Corporate Governance Statement OR ☐ 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: (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: http://www.kaliumlakes.com.au/corporate-governance	☐ set out in our Corporate Governance Statement OR ☐ we do not have an equity-based remuneration scheme and this recommendation is therefore not applicable OR ☐ we are an externally managed entity and this recommendation is therefore not applicable

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, ⁴ we have followed the recommendation <u>in 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
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.	☐ and we have disclosed information about the processes in place at: [insert location]	☐ set out in our Corporate Governance Statement OR ☒ we do not have a director in this position and this recommendation is therefore not applicable OR ☐ 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 ☒ we are established in Australia and this recommendation is therefore not applicable OR ☐ 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
ADDITIONAL DISCLOSURES APPLICABLE TO EXTERNALLY MANAGED LISTED ENTITIES			
-	<i>Alternative to Recommendation 1.1 for externally managed listed entities:</i> The responsible entity of an externally managed listed entity should disclose: (a) the arrangements between the responsible entity and the listed entity for managing the affairs of the listed entity; and (b) the role and responsibility of the board of the responsible entity for overseeing those arrangements.	☐ and we have disclosed the information referred to in paragraphs (a) and (b) at: [insert location]	☐ set out in our Corporate Governance Statement

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, ⁴ we have followed the recommendation <u>in 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
-	<i>Alternative to Recommendations 8.1, 8.2 and 8.3 for externally managed listed entities:</i> An externally managed listed entity should clearly disclose the terms governing the remuneration of the manager.	☐ and we have disclosed the terms governing our remuneration as manager of the entity at: <i>[insert location]</i>	☐ set out in our Corporate Governance Statement

Corporate Governance Statement

The Board and management of Kalium Lakes Limited recognise the duties and obligations to shareholders and other stakeholders to implement and maintain a proper system of corporate governance. The Company believes that good corporate governance adds value to stakeholders and enhances investor confidence.

The Company's corporate governance documents are available in the Corporate Governance section of its website, <http://www.kaliumlakes.com.au/corporate-governance>

Kalium Lakes' compliance with the Principles and Recommendations (4th Edition) of the ASX Corporate Governance Council and a checklist cross-referencing these Principles and Recommendations to the relevant disclosures are outlined within ASX Appendix 4G.

Kalium Lakes also supports the intent of the Principles and Recommendations (4th Edition) of the ASX Corporate Governance Council and meets the specific requirements of the Principles and Recommendations, unless shown otherwise in the tables set out in this statement.

This Corporate Governance Statement sets out a description of the Company's key corporate practices and provides details of the Company's adoption of the Recommendations, including details on its departure from the Recommendations.

Committees

The Board has established Committees to assist in the execution of its duties and to ensure that important and complex issues are given the detailed consideration they require. The two Committees of the Board are the Risk and Audit Committee (RAC) and the Remuneration and Nomination Committee (RNC).

Each Committee has its own Charter approved by the Board, and under which authority is delegated by the Board. Each Committee is required to report the outcomes of its deliberations to the Board so that the Board is fully informed on all important matters before matters are resolved. Committee Charters are available in the Corporate Governance section of the Company's website.

Meeting Attendance

The Board and its Committees meet as often as necessary to fulfil the respective roles. Directors are required to allocate sufficient time to the Company to discharge their responsibilities effectively, including adequate time to prepare for Board and Committee meetings and in joining visits to the Company's operational sites.

Attendance at Board and Committee meetings during FY2021 is summarised below:

Director	Board		Risk & Audit Committee		Remuneration and Nomination Committee	
	Eligible to Attend	Attended	Eligible to Attend	Attended	Eligible to Attend	Attended
Malcolm Randall	7	7	1	2	1	1
Brett Hazelden	1	1	-	-	1	1
Stephen Dennis	13	13	2	2	2	2
Dale Champion	11	11	-	-	-	-
Mark Sawyer	13	13	2	2	2	2
Brent Smoothy	13	13	-	-	-	-
Sam Lancuba	6	6	2	2	2	2

Generally, Board meetings are three hours in duration and any Board Committee meetings precede the Board meeting. The majority of directors who held office in the 2021 Financial Year have each visited the Project (and the intention is that when COVID-19 restrictions are eased, all directors will visit), in conjunction with formal Board meetings.

This Statement is current as at 28 October 2021 and has been approved by the Board of Directors of Kalium Lakes.

A copy of the Corporate Governance Statement and ASX Appendix 4G is available on the Company's website at:

<http://www.kaliumlakes.com.au/corporate-governance>

Principle 1 – Lay solid foundations for management and oversight

Recommendation	Requirement	Comply Yes/No and Explanation															
1.1	A listed entity should disclose: (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.	Yes. The Board has established a clear distinction between the functions and responsibilities reserved for the Board and those delegated to management, which are set out in the Company’s Board Charter in its Corporate Governance Plan which was adopted in May 2021 and is regularly reviewed. Refer to the specific documents on the Company’s Corporate Governance Section on its website.															
1.2	A listed entity should: (a) Undertake appropriate checks before appointing a person, or putting forward to security holders a candidate 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.	Yes. Prior to appointing a director, the Company undertakes a rigorous process of evaluation and checks to ensure their suitability and capacity to discharge their duties as a Board member. This evaluation covers matters such as: • Skills and experience including the expected contribution to the collective skills and experience of the Board. • Current and prior directorships and/or executive roles. • Independence. • Any other matters (including interests, positions and associations) which could adversely affect their ability to effectively discharge their duties as a Board member. • Following appointment, directors are supported through a formal induction program to familiarise them with the operations of the business. This typically involves a combination of meetings with senior management, site visits and briefings on specific issues. This process continues throughout the director’s tenure.															
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	Yes. A letter of appointment which each director sets out the terms of their engagement including the basis of remuneration. Prior to appointment, or offering themselves for re-election, non-executive directors are required to specifically acknowledge that they have the time available to fully discharge their responsibilities to the Company.															
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.	Yes. Accountabilities are set out in the Board Charter.															
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 them; (b) Disclose the policy or a summary of it; and (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: 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 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 the Act.	Partial Compliance. Kalium Lakes is committed to providing a balanced and inclusive working environment underpinned by a documented Diversity Policy that is built on the Company’s values. The Board has implemented a number of measures but given the limited operational activities of the Company has not seen the need to establish measurable objectives which reflect Kalium Lakes’ commitment to ensuring that there are no impediments to diversity at any level of the Company. Following the establishment of operational activities the Board will review its position and over time will develop measurable objectives. <table><tr><th>Gender</th><th>Directors</th><th>Permanent</th><th>Casual</th><th>Contractor</th></tr><tr><td>Female</td><td>-</td><td>12</td><td>2</td><td>2</td></tr><tr><td>Male</td><td>4</td><td>47</td><td>4</td><td>1</td></tr></table>	Gender	Directors	Permanent	Casual	Contractor	Female	-	12	2	2	Male	4	47	4	1
Gender	Directors	Permanent	Casual	Contractor													
Female	-	12	2	2													
Male	4	47	4	1													

Recommendation	Requirement	Comply Yes/No and Explanation
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, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.	Partial Compliance. The Board and each of its two primary Committees have established a process to regularly evaluate performance. The Chairman is responsible for evaluating the Board using formal and informal processes. As the Company grows and develops, it will continue to consider the efficiencies and merits of different methods for performance evaluation for the Board, its committees and individual directors.
1.7	A listed entity should: (a) Have and disclose a process for periodically evaluating the performance of its senior executives; and (b) Disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.	Yes. The Board, through the Remuneration and Nomination Committee, periodically reviews the performance of senior executives. A review was performed in FY20 and the outcomes have been incorporated into remuneration results. Details of the remuneration policies and the remuneration paid to directors (executive and non-executive) and executives are set out in the Remuneration Report section of the 2021 Annual Report.

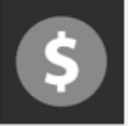
Principle 2 – Structure the Board to add value

Recommendation	Requirement	Comply Yes/No and Explanation
2.1	The board of a listed entity should: (a) Have a nomination committee which: 1) Has at least three members, a majority of whom are independent directors; and 2) Is chaired by an independent director, and disclose 3) The charter of the committee; 4) The members of the committee; and 5) As at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) If it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.	Yes. The role of the Remuneration and Nomination Committee (RNC) is to assist the Board in its oversight of Remuneration and Board member nominations. The RNC considers a diverse range of matters related to its role, including: • Annual Performance Review of CEO. • Succession planning. • Diversity Strategy. • Recruitment, retention and termination policies. • Nominations and review of applicants for the Board of Director position. • Board Committee appointments. As at the date of this Corporate Governance Statement, the Remuneration and Nomination Committee was comprised of Mr. Stephen Dennis (Chair and Non-Executive Director - Independent), Mr. Mark Sawyer (Non-Executive Director – Non-Independent) and Mr Sam Lancuba (Non-Executive Director – Independent). Refer to Table of Meeting Attendance (above).
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.	Yes. Refer to Board Skills Matrix below.
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 describe 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 director.	Yes Mr. Stephen Dennis (Appointed 26 April 2019) – Independent Non-Executive Director – Appointed as Chairman on 20 August 2020. Length of Service as Director: 2 years 6 months. Mr. Brent Smoothy (Appointed 1 May 2020) – Non-Independent Non-Executive Director. Length of Service as Director: 19 months. Mr. Mark Sawyer (Appointed 1 May 2020) – Non-Independent Non-Executive Director. Length of Service as Director: 19 months. Mr. Sam Lancuba (Appointed 14 October 2020) – Independent Non-Executive Director. Length of Service as Director – 12 months.

Recommendation	Requirement	Comply Yes/No and Explanation
2.4	A majority of the board of a listed entity should be independent directors.	No. As at the date of this Corporate Governance Statement there are four (4) Directors on the Board. Two (2) of these are Independent Directors. As at 30 June 2021, there were four (4) Directors on the Board. Two (2) of these are Independent Directors. The Company is currently in a transition period as it moves from construction to operations. The Board is actively working towards ensuring there is a majority of independent directors. Despite the above, the Board believes that its composition represents an appropriate balance of executive and non-executive directors to achieve the promotion of shareholder interests and effective governance of the business, given the Company's current size and stage of development (transitioning to operations). The Board also has access to, and the ability to engage with, senior executives who may also attend Board and Board Committee meetings by invitation.
2.5	The Chair of the board of a listed entity should be independent director and, in particular, should not be the same person as the CEO/Managing Director of the entity.	Yes. As at the date of this Corporate Governance Statement: Mr. Stephen Dennis (Appointed 20 August 2020) as Chairman. Prior to his appointment as Chair, Mr. Dennis was a Non-executive and Independent Director. As at 30 June 2021: Mr. Stephen Dennis (Appointed 20 August 2020) as Chairman. Prior to his appointment as Chair, Mr. Dennis was a Non-executive and Independent Director.
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.	Yes. Following appointment, directors are supported through a formal induction program to familiarise them with the operations of the business. This typically involves a combination of meetings with senior management, site visits and briefings on specific issues. This process continues throughout the director's tenure.

Kalium Lakes Limited Skills Matrix



Executive Leadership		Successful career as a senior executive or CEO and <i>Public listed company experience</i>	Advanced Competency = 75% Some Competency = 25%
Health, safety and Environment		Experience related to workplace health, safety and environmental in a large organisation	Advanced Competency = 75% Adequate Competency = 25%
Mining, Resources and Infrastructure		Large mining or project engineering and infrastructure organisation experience	Advanced Competency = 100%
Capital Projects		Experience in the delivery of large-scale capital projects including experience in project governance and risk management	Advanced Competency = 75% Adequate Competency = 25%
Strategy		Experience in developing and implementing successful strategy; ability to provide oversight of management for the delivery of strategic objectives	Advanced Competency = 75% Some Competency = 25%
Financial Acumen		Accounting and reporting, corporate finance and internal controls, including assessing quality of financial controls and experience in business analysis and financial forecasting	Advanced Competency = 75% Adequate Competency = 25%

Kalium Lakes Limited Skills Matrix

Risk and Compliance		Forward-looking, able to identify the key risks to the organisation and monitor effectiveness of risk management frameworks and practices	Advanced Competency = 75% Adequate Competency = 25%
Public Policy and Regulation		Experience in managing how organisations adapt and respond to changing public policy settings and overseeing the management of regulatory framework and processes designed to ensure that all regulatory obligations are met	Adequate Competency = 50% Some Competency = 50%
Business Development/Sales and Marketing		Commercial and business experience, including development of product, service or customer management strategies, and innovation	Advanced Competency = 75% Adequate Competency = 25%
Stakeholder Management		Experience with community relations, government affairs and human resources management including executive experience with industrial relations	Advanced Competency = 75% Adequate Competency = 25%
Corporate Governance		Knowledge, experience and commitment to the highest standards of governance, directors' duties and legal requirements.	Advanced Competency = 75% Some Competency = 25%

Principle 3 – Instil a culture of acting lawfully, ethically and responsibly

Recommendation	Requirement	Comply Yes/No and Explanation
3.1	A listed entity should articulate and disclose its values	Yes. Refer to the company's website. https://www.kaliumlakes.com.au/join-our-team/
3.2	A listed entity should: (a) have and disclose a code of conduct for its directors, senior executives and employees; and (b) ensure that the board or a committee of the board is informed of any material breaches of that code	Yes. Refer to the Company's Code of Conduct Policy on its website. http://www.kaliumlakes.com.au/corporate-governance
3.3	A listed entity should: (a) have and disclose a whistleblower policy; and (b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.	Yes. Refer to the Company's Whistleblower Policy on its website. http://www.kaliumlakes.com.au/corporate-governance
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.	Yes. Refer to the Company's Anti-Bribery and Corruption Policy on its website. http://www.kaliumlakes.com.au/corporate-governance

Principle 4 – Safeguard integrity of corporate reports

Recommendation	Requirement	Comply Yes/No and Explanation
4.1	The board of a listed entity should: (a) Have an audit committee which: 1) Has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and 2) Is chaired by an independent director, who is not the chair of the board, and disclose; 3) The charter of the committee; 4) The relevant qualifications and experience of the members of the committee; and 5) In relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) If it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.	Yes As at the date of this Corporate Governance Statement, the Risk and Audit Committee (RAC) comprised of Mr. Stephen Dennis (Chair -Non-Executive Director and Independent) Mr. Mark Sawyer (Non-Executive Director and Non-Independent) and Mr Sam Lancuba (Non-Executive Director – Independent). As at 30 June 2021, the Risk and Audit Committee (RAC) comprised of Mr. Stephen Dennis (Chair -Non-Executive Director and Independent) Mr. Mark Sawyer (Non-Executive Director and Non-Independent) and Mr Sam Lancuba (Non-Executive Director – Independent).. There are two Non-Executive and Independent Directors on the RAC at 30 June 2021. The Company transitioning into steady state operations and following attainment of that milestone it intends to reorganise its Board and sub-committees. Refer to Table of Meeting Attendance (above). The role of the RAC is to assist the Board in ensuring that there is effective oversight of published financial information, there are sound systems of internal control and effective management of risk. The RAC considers a diverse range of matters related to its role including: - Assisting the Board in its oversight responsibilities for all matters related to corporate governance and sustainability, financial management, tax governance, risk management and reporting of the Company. - Understanding and endorsing the Company's risk appetite - Reviews the extent to which management has established an effective system of risk management and internal control. - Reviews the Company's risk profile by comparison to its risk appetite. - Undertakes periodic reviews of the Company's most significant risks and whether risk management strategies are appropriate. - Oversight and monitoring the activities of the any internal audit functions including the external auditors.
4.2	The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive	Yes for the Half Year and Full Year Statutory Accounts. The Board does not receive declarations from the CEO (or equivalent) and CFO (or equivalent) in respect to the quarterly cash flow reports prepared

Recommendation	Requirement	Comply Yes/No and Explanation
	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.	and lodged in compliance with Appendix 5B of the Listing Rules, as these quarterly cash flow reports are considered by the Board: • Not to be a financial report or interim financial report as defined under Australian Accounting Standards and/or; • Not to be capable, as a standalone report, of giving a true and fair view of the financial position and performance of the Company, only its cash flows for the relevant reporting period.
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.	Yes. The Company has an effective system of internal control and multiple review and approval stages which it applies to public documents that are not reviewed or audited by its external auditor.

Principle 5 – Make timely and balanced disclosure

Recommendation	Requirement	Comply Yes/No and Explanation
5.1	A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.	Yes. The Board understands the importance of keeping shareholders and other stakeholders fully informed of material information in relation to the Company's activities on a timely basis. For this purpose, the Company has established a Shareholders Communication Policy and Continuous Disclosure Policy, copies of which are available in the Corporate Governance section of the Company's website.
5.2	A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	Yes. All market announcements are distributed to Directors promptly after release on the ASX platform.
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.	Yes. All new and substantive investor or analyst presentations are released on the ASX Market Announcements Platform ahead of the presentation.

Principle 6 – Respect the rights of security holders

Recommendation	Requirement	Comply Yes/No and Explanation
6.1	A listed entity should provide information about itself and its governance to investors via a website.	Yes. Refer to http://www.kaliumlakes.com.au
6.2	A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.	Yes. Shareholders are encouraged to attend the Annual General Meeting, which is the forum for shareholders to vote on key business issues, including election of directors, changes to the Company's Constitution, adoption of the Company's annual financial report and incentive arrangements. Shareholders are advised of the locations to access the Company's Annual Report and if requested, receive a printed copy of the Report. Documents relating to each General Meeting, being the Notice of Meeting, any Explanatory Memorandum and a Proxy Form are mailed to shareholders together with an invitation to attend these meetings. Shareholders may elect to receive communications electronically. With regard to general disclosures at media briefings or public presentations, only the Chairman, the CEO, the Company Secretary and/or their delegated persons are authorised to issue public comments on behalf of the Company or provide journalists and members of the investment community with information. Copies of announcements to the ASX, investor briefings, half yearly financial report, quarterly production results, the Annual Report and other relevant information are posted to the Company's website at: www.kaliumlakes.com.au
6.3	A listed entity should disclose the policies and processes it has in place to facilitate and encourage participation at meetings of its security holders.	Yes. Refer to http://www.kaliumlakes.com.au/corporate-governance
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.	Yes. Via the Computershare Investor Centre online facility www.investorcentre.com
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.	Yes. Subscription email service, contact email address and security registry electronic contact details via the Company's website at: www.kaliumlakes.com.au

Principle 7 – Recognise and manage risk

Recommendation	Requirement	Comply Yes/No and Explanation
7.1	The board of a listed entity should: (a) Have a committee or committees to oversee risk, each of which; - Has at least three members, a majority of whom are independent directors; and - Is chaired by an independent director and disclose; - The charter of the committee - The members of the committee; and - 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 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.	Yes As at the date of this Corporate Governance Statement, the Risk and Audit Committee (RAC) comprised of Mr. Stephen Dennis (Chair -Non-Executive Director and Independent) Mr. Mark Sawyer (Non-Executive Director and Non-Independent) and Mr Sam Lancuba (Non-Executive Director – Independent). As at 30 June 2021, the Risk and Audit Committee (RAC) comprised of Mr. Stephen Dennis (Chair -Non-Executive Director and Independent) Mr. Mark Sawyer (Non-Executive Director and Non-Independent) and Mr Sam Lancuba (Non-Executive Director – Independent).. There are two Non-Executive and Independent Directors on the RAC at 30 June 2021. The Company transitioning into steady state operations and following attainment of that milestone it intends to reorganise its Board and sub-committees. Refer to Table of Meeting Attendance (above). The role of the RAC is to assist the Board in ensuring that there is effective oversight of published financial information, there are sound systems of internal control and effective management of risk. The RAC considers a diverse range of matters related to its role including: - Assisting the Board in its oversight responsibilities for all matters related to corporate governance and sustainability, financial management, tax governance, risk management and reporting of the Company. - Understanding and endorsing the Company's risk appetite - Reviews the extent to which management has established an effective system of risk management and internal control. - Reviews the Company's risk profile by comparison to its risk appetite. - Undertakes periodic review of the Company's most significant risks and whether risk management strategies are appropriate. - Oversight and monitoring the activities of any internal audit functions including the external auditors.
7.2	The board or a committee of the board should; - Review the entity's risk management framework at least annually to satisfy itself that it continues to be sound; and - Disclose, in relation to each reporting period, whether such review has taken place.	Yes. For the 2021 financial year, management provided the Board the Company's Risk Register summarising the significance of each risk as well as actions taken by management to mitigate the risks. Management also provided to the Board a report on the effectiveness of the Company's management of its material business risks throughout the 2020/21 year.
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 risk management and internal control processes.	No. The Board has not established an internal audit function at this time. The Board as a whole oversees the effectiveness of risk management and internal control processes. Refer the Company's Risk Management Policy available on the Company's website. http://www.kaliumlakes.com.au/corporate-governance The Board believes that the Company is not of a size to justify having an internal audit function for efficiency purposes. The Company evaluates its risk management and internal control processes in consultation with its external auditor with a view to continually improving its effectiveness.
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.	Yes. The material risks faced by the Company that could have an effect on the Company's future prospects include: - Development of the Beyondie SOP Project - Future operations of the Beyondie SOP Project - Staff and owners team recruitment and retention - Compliance with Financing Arrangements - Contractual Risks - COVID-19 Risk - Dependence on key contractors - Going Concern - Underwriting risk - Future capital requirements - Operational risks - Commodity price volatility

Recommendation	Requirement	Comply Yes/No and Explanation
		(m) Currency volatility (n) Purification facility design, operation, recovery and product specification (o) Inability to abstract brine volume (p) Variability in brine (q) Resource and Reserve estimates and classification (r) Evaporation pond design (s) Title Risk (t) Exploitation, exploration and mining licenses (u) Change in regulations (v) Environmental risk (w) Environmental and other statutory approvals (x) Insurance (y) Third party risk (z) Contractual disputes (aa) Competition (bb) New commodity and lack of operational experience (cc) Inclement weather and Natural Disasters (dd) Risk of Shareholder dilution The key Risks for the BSOPP are also set out in the comprehensive list published on slides 32-35 of the Equity Capital Raising Investor Presentation lodged with the ASX on 13 October 2021.

Principle 8 – Remunerate fairly and responsibly

Recommendation	Requirement	Comply Yes/No and Explanation
8.1	The board of a listed entity should: (a) Have a remuneration committee which; - Has at least three members, a majority of whom are independent directors; and - Is chaired by an independent director, and disclose - The charter of the committee; - The members of the committee; and - 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.	Yes. The role of the Remuneration and Nomination Committee (RNC) is to assist the Board in its oversight of Remuneration and Board member nominations. The RNC considers a diverse range of matters related to its role, including: - Annual Performance Review of CEO. - Succession planning. - Diversity Strategy. - Recruitment, retention and termination policies. - Nominations and review of applicants for the Board of Director position. - Board Committee appointments. As at the date of this Corporate Governance Statement, the Remuneration and Nomination Committee was comprised of Mr. Stephen Dennis (Chair and Non-Executive Director - Independent), Mr. Mark Sawyer (Non-Executive Director – Non-Independent) and Mr Sam Lancuba (Non-Executive Director – Independent). Refer to Table of Meeting Attendance (above). Full details of the Committee’s activities on behalf of the Board related to remuneration matters are set out in the Remuneration Report.
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.	Yes. The Board, through the Remuneration and Nomination Committee, periodically reviews the performance of senior executives. A review was performed in FY21 and the results have been incorporated into remuneration results. Details of the remuneration policies and the remuneration paid to directors (executive and non-executive) and executives are set out in the Remuneration Report section of the 2021 Annual Report.

Recommendation	Requirement	Comply Yes/No and Explanation
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.	Yes. The Company's Directors and Executives must not enter into any hedge arrangement in relation to any performance rights or options they may be granted or otherwise entitled to under an incentive scheme or plan, prior to exercising those rights, or once exercised, while the securities are subject to a transfer restriction. Further details regarding the Company's hedging policy are set out in the Company's Securities Trading Policy which are available on the Company's website. http://www.kaliumlakes.com.au/corporate-governance