## **Appendix 4G**

## Key to Disclosures Corporate Governance Council Principles and Recommendations

Name of entity:				
ROBO 3D LIMITED				
ABN / ARBN:	Financial year ended:			
20 009 256 535	30 JUNE 2017			
Our corporate governance statement <sup>2</sup> for the	above period above can be found at:3			
☐ These pages of our annual report:				
☐ This URL on our website:	https://robo3d.com/investor-relations/			
This URL on our website: https://robo3d.com/investor-relations/  The Corporate Governance Statement is accurate and up to date as at 30 June 2017 and has been approved by the board.  Date: 29 September 2017  Justin Mouchacca  Company Secretary:				

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 rule 4.10.3.

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 "<u>OR</u>" at the end of the selection and you delete the other options, you can also, if you wish, delete the "<u>OR</u>" at the end of the selection.

<sup>&</sup>lt;sup>1</sup> Under Listing Rule 4.7.3, an entity must lodge with ASX a completed Appendix 4G at the same time as it lodges its annual report with ASX. 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.

<sup>&</sup>lt;sup>2</sup> "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.

<sup>&</sup>lt;sup>3</sup> Mark whichever option is correct and then complete the page number(s) of the annual report, or the URL of the web page, where the entity's corporate governance statement can be found. You can, if you wish, delete the option which is not applicable.

## ANNEXURE – KEY TO CORPORATE GOVERNANCE DISCLOSURES

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed	We have NOT followed the recommendation in full for the whole of the period above. We have disclosed4
PRINC	IPLE 1 – LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVE	ERSIGHT	
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.	the fact that we follow this recommendation:  in our Corporate Governance Statement OR  at [insert location]  and information about the respective roles and responsibilities of our board and management (including those matters expressly reserved to the board and those delegated to management):  at [insert location]	<ul> <li>□ an explanation why that is so in our Corporate Governance Statement <u>OR</u></li> <li>□ we are an externally managed entity and this recommendation is therefore not applicable</li> </ul>
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.	the fact that we follow this recommendation:  in our Corporate Governance Statement OR  at [insert location]	<ul> <li>□ an explanation why that is so in our Corporate Governance Statement <u>OR</u></li> <li>□ we are an externally managed entity and this recommendation is therefore not applicable</li> </ul>
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	the fact that we follow this recommendation:  ☑ in our Corporate Governance Statement OR  ☐ at [insert location]	□ an explanation why that is so 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.	the fact that we follow this recommendation:  ⊠ in our Corporate Governance Statement OR  □ at [insert location]	□ an explanation why that is so in our Corporate Governance Statement <u>OR</u> □ we are an externally managed entity and this recommendation is therefore not applicable

<sup>4</sup> If you have followed all of the Council's recommendations in full for the whole of the period above, you can, if you wish, delete this column from the form and re-format it.

Corpo	rate Governance Council recommendation	We have followed the recommendation in full for the whole of the period above. We have disclosed	We have NOT followed the recommendation in full for the whole of the period above. We have disclosed $\ldots^4$
1.5	<ul> <li>(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;</li> <li>(b) disclose that policy or a summary of it; and</li> <li>(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: <ul> <li>(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</li> <li>(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.</li> </ul> </li> </ul>	the fact that we have a diversity policy that complies with paragraph (a):  in our Corporate Governance Statement OR  at [insert location]  at [insert location]  at [insert location]  and the measurable objectives for achieving gender diversity set by the board or a relevant committee of the board in accordance with our diversity policy and our progress towards achieving them:  in our Corporate Governance Statement OR  at [insert location]  and the information referred to in paragraphs (c)(1) or (2):  in our Corporate Governance Statement OR  at [insert location]  at [insert location]	<ul> <li>         □ an explanation why that is so in our Corporate Governance Statement OR         □ we are an externally managed entity and this recommendation is therefore not applicable     </li> </ul>
1.6	A listed entity should:	the evaluation process referred to in paragraph (a):  ⊠ in our Corporate Governance Statement OR  □ at [insert location]  and the information referred to in paragraph (b):  ⊠ in our Corporate Governance Statement OR  □ at [insert location]	<ul> <li>□ an explanation why that is so in our Corporate Governance Statement <u>OR</u></li> <li>□ we are an externally managed entity and this recommendation is therefore not applicable</li> </ul>
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.	the evaluation process referred to in paragraph (a):  ⊠ in our Corporate Governance Statement OR  □ at [insert location]  and the information referred to in paragraph (b):  ⊠ in our Corporate Governance Statement OR  □ at [insert location]	<ul> <li>□ an explanation why that is so in our Corporate Governance Statement <u>OR</u></li> <li>□ we are an externally managed entity and this recommendation is therefore not applicable</li> </ul>

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed	We have NOT followed the recommendation in full for the whole of the period above. We have disclosed $\dots^4$
PRINCIP	LE 2 - STRUCTURE THE BOARD TO 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.	[If the entity complies with paragraph (a):] the fact that we have a nomination committee that complies with paragraphs (1) and (2):  □ in our Corporate Governance Statement OR □ at [insert location] and a copy of the charter of the committee: □ at [insert location] and the information referred to in paragraphs (4) and (5): □ in our Corporate Governance Statement OR □ at [insert location] [If the entity complies with paragraph (b):] the fact that we do not have a nomination committee and the processes we employ to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively: □ in our Corporate Governance Statement OR □ at [insert location]	<ul> <li>         □ an explanation why that is so in our Corporate Governance Statement OR         □ we are an externally managed entity and this recommendation is therefore not applicable     </li> </ul>
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.	our board skills matrix:  in our Corporate Governance Statement OR  at [insert location]	<ul> <li>         ⊠ an explanation why that is so in our Corporate Governance         Statement OR              □ we are an externally managed entity and this recommendation is therefore not applicable      </li> </ul>

Corporat	e Governance Council recommendation	We have followed the recommendation in full for the whole of the period above. We have disclosed	 eve NOT followed the recommendation in full for the whole period above. We have disclosed4
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 director.	the names of the directors considered by the board to be independent directors:  ☑ in our Corporate Governance Statement OR ☐ at [insert location] and, where applicable, the information referred to in paragraph (b): ☑ in our Corporate Governance Statement OR ☐ at [insert location] and the length of service of each director: ☑ in our Corporate Governance Statement OR ☐ at [insert location]	an explanation why that is so in our Corporate Governance Statement
2.4	A majority of the board of a listed entity should be independent directors.	the fact that we follow this recommendation:  in our Corporate Governance Statement OR  at [insert location]	 an explanation why that is so in our Corporate Governance Statement <u>OR</u> we are an externally managed entity and this recommendation is therefore not applicable
2.5	The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	the fact that we follow this recommendation:  in our Corporate Governance Statement OR  at [insert location]	an explanation why that is so in our Corporate Governance Statement <u>OR</u> 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 provide appropriate professional development opportunities for directors to develop and maintain the skills and knowledge needed to perform their role as directors effectively.	the fact that we follow this recommendation:  ☐ in our Corporate Governance Statement OR  ☐ at [insert location]	an explanation why that is so in our Corporate Governance Statement <u>OR</u> we are an externally managed entity and this recommendation is therefore not applicable
PRINCIPI	E 3 – ACT ETHICALLY AND RESPONSIBLY		
3.1	A listed entity should:  (a) have a code of conduct for its directors, senior executives and employees; and  (b) disclose that code or a summary of it.	our code of conduct or a summary of it:  in our Corporate Governance Statement OR  at [insert location]	an explanation why that is so in our Corporate Governance Statement

Corpora	rate Governance Council recommendation  We have followed the recommendation in full for the whole of the period above. We have disclosed		We have NOT followed the recommendation in full for the whole of the period above. We have disclosed $\dots^4$	
PRINCIP	LE 4 – SAFEGUARD INTEGRITY IN CORPORATE REPORTING			
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.	[If the entity complies with paragraph (a):] the fact that we have an audit committee that complies with paragraphs (1) and (2):  □ in our Corporate Governance Statement OR □ at [insert location] and a copy of the charter of the committee: □ at [insert location] and the information referred to in paragraphs (4) and (5): □ in our Corporate Governance Statement OR □ at [insert location] [If the entity complies with paragraph (b):] the fact that we do not have an audit committee and the processes we employ that independently verify and safeguard the integrity of our corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner: □ in our Corporate Governance Statement OR □ at [insert location]	an explanation why that is so 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.	the fact that we follow this recommendation:  ☑ in our Corporate Governance Statement OR  ☐ at [insert location]	an explanation why that is so in our Corporate Governance Statement	

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed		ave NOT followed the recommendation in full for the whole e period above. We have disclosed4
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.	the fact that we follow this recommendation:  ⊠ in our Corporate Governance Statement OR  □ at [insert location]		an explanation why that is so in our Corporate Governance Statement <u>OR</u> we are an externally managed entity that does not hold an annual general meeting and this recommendation is therefore not applicable
PRINCIPI	E 5 – MAKE TIMELY AND BALANCED DISCLOSURE			
5.1	A listed entity should:     (a) have a written policy for complying with its continuous disclosure obligations under the Listing Rules; and     (b) disclose that policy or a summary of it.	our continuous disclosure compliance policy or a summary of it:  in our Corporate Governance Statement OR  at [insert location]		an explanation why that is so 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.	information about us and our governance on our website:  at www.robo3d.com/investor-relations		an explanation why that is so in our Corporate Governance Statement
6.2	A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.	the fact that we follow this recommendation:  in our Corporate Governance Statement OR  at [insert location]		an explanation why that is so in our Corporate Governance Statement
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.	our policies and processes for facilitating and encouraging participation at meetings of security holders:  in our Corporate Governance Statement OR  at [insert location]		an explanation why that is so in our Corporate Governance Statement <u>OR</u> we are an externally managed entity that does not hold periodic meetings of security holders and this recommendation is therefore not applicable
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.	the fact that we follow this recommendation:  ☑ in our Corporate Governance Statement OR  ☐ at [insert location]		an explanation why that is so in our Corporate Governance Statement

Corpora	te Governance Council recommendation	We have followed the recommendation in full for the whole of the period above. We have disclosed	We have NOT followed the recommendation in full for the whole of the period above. We have disclosed $\dots^4$
PRINCIP	PLE 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.	[If the entity complies with paragraph (a):] the fact that we have a committee or committees to oversee risk that comply with paragraphs (1) and (2):  □ in our Corporate Governance Statement OR □ at [insert location] and a copy of the charter of the committee: □ at [insert location] and the information referred to in paragraphs (4) and (5): □ in our Corporate Governance Statement OR □ at [insert location] [If the entity complies with paragraph (b):] the fact that we do not have a risk committee or committees that satisfy (a) and the processes we employ for overseeing our risk management framework: □ in our Corporate Governance Statement OR	an explanation why that is so 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  (b) disclose, in relation to each reporting period, whether such a review has taken place.	□ at [insert location]  the fact that board or a committee of the board reviews the entity's risk management framework at least annually to satisfy itself that it continues to be sound: □ in our Corporate Governance Statement OR □ at [insert location] and that such a review has taken place in the reporting period covered by this Appendix 4G: □ in our Corporate Governance Statement OR □ at [insert location]	an explanation why that is so in our Corporate Governance Statement

Corpora	te Governance Council recommendation	We have followed the recommendation in full for the whole of the period above. We have disclosed	We have NOT followed the recommendation in full for the whole of the period above. We have disclosed $\dots^4$
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 risk management and internal control processes.	[If the entity complies with paragraph (a):] how our internal audit function is structured and what role it performs:  □ in our Corporate Governance Statement OR □ at [insert location] [If the entity complies with paragraph (b):] the fact that we do not have an internal audit function and the processes we employ for evaluating and continually improving the effectiveness of our risk management and internal control processes: □ in our Corporate Governance Statement OR □ at [insert location]	an explanation why that is so in our Corporate Governance Statement
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.	whether we have any material exposure to economic, environmental and social sustainability risks and, if we do, how we manage or intend to manage those risks:  In our Corporate Governance Statement OR  at [insert location]	an explanation why that is so in our Corporate Governance Statement

Corpora	te Governance Council recommendation	We have followed the recommendation in full for the whole of the period above. We have disclosed	We have NOT followed the recommendation in full for the whole of the period above. We have disclosed $\ldots^4$
PRINCIP	PLE 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.	[If the entity complies with paragraph (a):] the fact that we have a remuneration committee that complies with paragraphs (1) and (2):  □ in our Corporate Governance Statement OR □ at [insert location] and a copy of the charter of the committee: □ at [insert location] and the information referred to in paragraphs (4) and (5): □ in our Corporate Governance Statement OR □ at [insert location] [If the entity complies with paragraph (b):] the fact that we do not have a remuneration committee and the processes we employ for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive: □ at [insert location] □ at [insert location]	<ul> <li>         ⊠ an explanation why that is so in our Corporate Governance Statement OR              □ we are an externally managed entity and this recommendation is therefore not applicable      </li> </ul>
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.	separately our remuneration policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives:  in our Corporate Governance Statement OR  at [insert location]	<ul> <li>□ an explanation why that is so in our Corporate Governance Statement <u>OR</u></li> <li>□ we are an externally managed entity and this recommendation is therefore not applicable</li> </ul>
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.	our policy on this issue or a summary of it:  in our Corporate Governance Statement OR  at [insert location]	<ul> <li>□ an explanation why that is so in our Corporate Governance Statement OR</li> <li>□ we do not have an equity-based remuneration scheme and this recommendation is therefore not applicable OR</li> <li>□ we are an externally managed entity and this recommendation is therefore not applicable</li> </ul>

Corporate Governance Council recommendation		We have followed the recommendation in full for the whole of the period above. We have disclosed	We have NOT followed the recommendation in full for the whole of the period above. We have disclosed $\dots^4$	
ADDITIO	NAL DISCLOSURES APPLICABLE TO EXTERNALLY MANAGED	LISTED ENTITIES		
-	Alternative to Recommendation 1.1 for externally managed listed entities:  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;  (b) the role and responsibility of the board of the responsible entity for overseeing those arrangements.	the information referred to in paragraphs (a) and (b):  in our Corporate Governance Statement OR  at [insert location]	an explanation why that is so in our Corporate Governance Statement	
-	Alternative to Recommendations 8.1, 8.2 and 8.3 for externally managed listed entities:  An externally managed listed entity should clearly disclose the terms governing the remuneration of the manager.	the terms governing our remuneration as manager of the entity:  in our Corporate Governance Statement OR  at [insert location]	an explanation why that is so in our Corporate Governance Statement	



## Corporate governance statement

This document discloses the extent to which Robo 3D Limited ACN 009 256 535 (**Company**) has followed the recommendations set by the ASX Corporate Governance Council in the third edition of its Corporate Governance Principles and Recommendations (**ASX Recommendations**) during the relevant part of the reporting period.

This document is current as at 30 June 2017 and has been approved by the board of the Company.

PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
Principle 1: Lay solid foundations for management and oversight		
Recommendation 1.1 A listed entity should disclose:	V	Defends the Common to Decod Charles for firstly and stail which is leasted as
(a) the respective roles and responsibilities of its board and management; and	Yes	Refer to the Company's Board Charter for further detail which is located on the Company's website at the following link:
(b) those matters expressly reserved to the board and those delegated to management.	Yes	https://robo3d.com/investor-relations/
Recommendation 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 relevant to a decision on whether or not to elect or re-elect a director.	Yes	Refer to the Company's Nomination Committee Charter for further detail which is located on the Company's website at the following link:  https://robo3d.com/investor-relations/ Information is included in the Company's Notice of Meetings to shareholders.
Recommendation 1.3  A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	Yes	Each director and senior executive is required to enter into a written agreement with the Company which sets out the terms of their appointment.  Details of executive contracts in place are also detailed in the Company's Annual Remuneration Report in the 2017 Annual Report.
Recommendation 1.4  The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.	Yes	The Company Secretary reports directly to the Board and advises the Board in relation to corporate governance matters.



Reco	mmend	tion 1.5							
Recommendation 1.5  A listed entity should:  (a) have a diversity policy which includes requirements for the board:  (i) to set measurable objectives for achieving gender diversity; and  (ii) to assess annually both the objectives and the entity's progress in achieving them;  (b) disclose that policy or a summary or it; and  (c) disclose as at the end of each reporting period:  (i) the measurable objectives for achieving gender diversity set by the board in accordance with the entity's diversity policy and its progress towards achieving them; and  (ii) either:		No No	The Company has not adopted an express policy specifically address achievement of gender diversity. Due to the current limited size of the the Board does not consider it necessary to have a gender diversity but will consider adopting a policy in the future. Furthermore, the Co has not set any objectives for achieving gender diversity. Should a diversity policy be considered appropriate for the Company in the futute to increases in size of the organisation, the policy will specifically dethe objectives for achieving diversity.  The Company's corporate code of conduct provides a framework undertaking ethical conduct in employment. Under the corporate conduct, the Company will not tolerate any form of discrimination harassment in the workplace.			ted size of the Board, nder diversity policy, rmore, the Company ity. Should a gender any in the future due specifically deal with es a framework for e corporate code of of discrimination or			
		<ul> <li>(A) 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</li> <li>(B) the entity's "Gender Equality Indicators", as defined in the Workplace Gender Equality Act 2012.</li> </ul>		Yes N/A	https://robo3d.com/investor-relations/			or executive positions	
					follows:	Gender No of women % women	<b>Board</b> 0 0%	Senior executive positions 0	Whole organisation 0 0%
Recommendation 1.6  A listed entity should:  (a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and  (b) disclose in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.			Yes Yes	enhancing raise and or with th Board. Refer to t which is lo	the Board's eff resolve issues. P e assistance of a	ectiveness as Performance re n external faci Nomination Co mpany's websi	well as providing views may be unlitator and cover on mittee Chart	ance are essential in ng an opportunity to undertaken internally or the activities of the eer for further detail ing link:	



			A performance evaluation was conducted during the reporting period ending 30 June 2017. A performance evaluation will be conducted annually.
Recommendation 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 considers that an annual review of its senior executives performance is essential in enhancing the Company's effectiveness as well as providing an opportunity to raise and resolve issues. Performance reviews may be undertaken internally or with the assistance of an external facilitator and cover the activities of the Board. Key performance indicators are initially set by the Board for the Managing Director and are then cascaded into the business.  Refer to the Company's Nomination Committee Charter for further detail which is located on the Company's website at the following link:  https://robo3d.com/investor-relations/ Performance evaluations for each of the Company's senior executives were not conducted during the reporting period ending 30 June 2017 due to the recent Board changes. This review will be completed annually going forward.
PRINC	CIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
Princi	iple 2: Structure the board to add value		'
Recoi	mmendation 2.1		
The b	oard of a listed entity should:		
(a)	<ul> <li>have a nomination committee which:</li> <li>(i) has at least three members, a majority of whom are independent directors; and</li> <li>(ii) is chaired by an independent director,</li> </ul>	No	Given the size of Company and its Board, there is no formal nomination committee. Acting in its ordinary capacity from time to time as required, the Board carries out the determining the need for, screening and appointment of new Directors.
and disclose:  (iii) the charter of the committee;			Refer to the Company's Nomination Committee Charter for further detail which is located on the Company's website at the following link:
	(iv) the members of the committee; and		https://robo3d.com/investor-relations/
	(v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or		
(b)	if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, experience, independence and knowledge of the entity to enable it to discharge its duties and	Yes	The Company intends to disclose the matters contemplated by Recommendation 2.1(b) in future Annual Reports.



responsibilities effectively.		
Recommendation 2.2  A listed entity should have and disclose a board skill matrix setting out the mix of skills and diversity that the board currently has or is looking to achieve in its membership.	No	Given the size of the Board, a formal board skills matrix has not been adopted. However, the current Board of Directors bring an expansive range of relevant industry experience and other skills and experience in order to meet the Company's objectives.  Details of the skills, expertise and experience of each director are provided in the Company's Director's Report in the 2017 Annual Report.
Recommendation 2.3  A listed entity should disclose:  (a) the names of the directors considered by the board to be independent directors;  (b) if a director has an interest, position, association or relationship of the type described in Box 2.3 of the ASX Corporate Governance Principles and Recommendation (3rd Edition), 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 N/A Yes	The Board has one independent Non-Executive Director Mr Patrick Glovac.  The Board considers Mr Patrick Glovac to be independent having regard to the indicia in Box 2.3 in the ASX Recommendations. The Board has considered the holdings of shares in the Company by Mr Patrick Glovac and is of the opinion that his respective interests in shares would not materially interfere with, or could be reasonably perceived to interfere with, the independent exercise of their judgement in his position as a Director. The Board also considers that Mr Patrick Glovac is otherwise free from any business or other relationship that could materially interfere with, or reasonably be perceived to interfere with, the independent exercise of their judgement, and that he is able to fulfil the role of independent Director for the purposes of the ASX Recommendations.  The lengths of service are as follows:  Mr Ryan Legudi (since December 2016)  Mr Timothy Grice (since December 2016)  Mr Patrick Glovac (since December 2016)  Mr Patrick Glovac (since December 2016)  A complete listing of the Board of Directors for the year ended 30 June 2017, is provided in the Company's Director's Report in the Company's 2017 Annual Report.
Recommendation 2.4  A majority of the board of a listed entity should be independent directors.	No	As noted above in Recommendation 2.3, the Board does not consist of a majority of independent directors. The Board recognises that although it is desirable for the majority of the Board to be independent directors the current Board composition reflects an appropriate balance of skills, expertise



		and experience to achieve its objective of creating and delivering long-term shareholder value.
Recommendation 2.5		
The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	No	There is currently no Chairman of the Board due to the size of the Company and its composition. A Chairman is appointed at the commencement of each Board Meeting. During the year this has been Managing Director, Mr Ryan Legudi.
		The roles of Chairman and Managing Director are anticipated to be exercised by different individuals should a Chairman be appointed.
Recommendation 2.6  A listed entity should have a program for inducting new directors and providing appropriate professional development opportunities for continuing directors to	Yes	The Company reviews its induction program for new Directors annually and ensures that ongoing training is available to Directors.
develop and maintain the skills and knowledge needed to perform their role as a director effectively.		Each Director has the right to access independent professional advice in order to properly perform their duties.
		Refer to the Company's Nomination Committee Charter for further detail which is located on the Company's website at the following link:
		https://robo3d.com/investor-relations/
PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
Principle 3: Act ethically and responsibly		
Recommendation 3.1		
A listed entity should:     (a) have a code of conduct for its directors, senior executives and employees; and	Yes	Refer to the Company's Code of Conduct further detail which is located on the Company's website at the following link:
(b) disclose that code or a summary of it.	Yes	https://robo3d.com/investor-relations/



PRIN	CIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
Princ	riple 4: Safeguard integrity in financial reporting		
	mmendation 4.1 poard of a listed entity should: have an audit committee which:  (i) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and  (ii) is chaired by an independent director, who is not the chair of the board, and disclose:  (iii) the charter of the committee;  (iv) the relevant qualifications and experience of the members of the committee; and  (v) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or  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 financial reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.	No	Given the size of the Company and its Board, the Board will fulfil the roles and responsibilities in relation to audit. The Board believes that, with only four Directors on the Board, the Board itself is the appropriate forum to deal with this function.  Refer to the Company's Audit Committee Charter for further detail which is located on the Company's website at the following link:  https://robo3d.com/investor-relations/  The main responsibilities of the Audit Committee as assumed by the Board are outlined below:  • reviewing the annual, half year and other financial accounts distributed externally;  • assessing the corporate risk assessment processes;  • reviewing the Company's policies and procedures for compliance with accounting standards;  • assessing whether non-audit services provided by the external auditor are consistent with maintaining auditor's independence;  • assessing the adequacy of the internal control framework; and  • monitoring the procedures to ensure compliance with Corporations Act 2001 and ASX Listing Rules and other regulatory requirements.  The Board reviews the performance of the external auditor on an annual basis and normally meets with them during the year. The Board is responsible for the selection and appointment of the external auditor.
The state the finan true	Recommendation 4.2  The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that 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		The Managing Director and Chief Financial Officer have declared in writing to the Board that the financial records of the Company for the financial year have been properly maintained, the Company's financial reports for the Financial Year ended 30 June 2017 comply with accounting standards and present a true and fair view of the Company's financial condition and



and internal control which is operating effectively.		operational results.
Recommendation 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.		The Company's external auditor attends the Company's Annual General Meeting and is available to answer questions from shareholders that are relevant to the audit.
PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
Principle 5: Make timely and balanced disclosure		
Recommendation 5.1  A listed entity should:  (a) have a written policy for complying with its continuous disclosure	Vos	Refer to the Company's Continuous Disclosure Policy for further detail which
(a) have a written policy for complying with its continuous disclosure obligations under the Listing Rules; and	Yes	is located on the Company's website at the following link:
(b) disclose that policy or a summary of it.	Yes	https://robo3d.com/investor-relations/
PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
Principle 6: Respect the rights of security holders		
Recommendation 6.1		Refer to the Company's website at the following link:
A listed entity should provide information about itself and its governance to investors via its website.	Yes	https://robo3d.com/investor-relations/
Recommendation 6.2  A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.	Yes	The Company provides shareholders with information through the Company's share registry, ASX platform, shareholder meetings, the Company's website and issuing media releases.  The Company provides a facility for written communications by shareholders through the Company's website and through personnel based at the
Recommendation 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.	Yes	Company's office.  This is disclosed in the Company's Notice of Meetings when dispatched to Shareholders.  Shareholders are entitled to vote on significant matters impacting the
and encourage participation at meetings of security holders.		Shareholders are entitled to vote on significant matters impacting th business, which include the election and remuneration of directors an changes to the constitution. The Board actively encourages shareholders to



		attend and participate at General Meetings of the Company, to lodge questions to be responded to by the Board and/or the Managing Director and to appoint proxies.
Recommendation 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	This is implemented by the Company's Share Registry.
PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
Principle 7: Recognise and manage risk		
Recommendation 7.1  The board of a listed entity should:  (a) have a committee or committees to oversee risk, each of which:  (i) has at least three members, a majority of whom are independent directors; and  (ii) is chaired by an independent director, and disclose:  (iii) the charter of the committee;  (iv) the members of the committee; and  (v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or  (b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the process it employs for overseeing the entity's risk management framework.	No	Given the size of the Company and its Board, the Board will fulfil the roles and responsibilities in relation to risk. The Board believes that, with only four Directors on the Board, the Board itself is the appropriate forum to deal with this function. The Board continuously reviews and addresses risk facing the Company.  Refer to the Company's Board Charter for further detail which is located on the Company's website at the following link:  https://robo3d.com/investor-relations/
Recommendation 7.2  The board or a committee of the board should:  (a) review the entity's risk management framework with management at least annually to satisfy itself that it continues to be sound, to determine whether there have been any changes in the material business risks the	No	The Managing Director has been delegated the task of implementing internal controls to identify and manage risks for which the Board provides oversight. The effectiveness of these controls is monitored and reviewed regularly.



(b)	entity faces and to ensure that they remain within the risk appetite set by the board; and disclose in relation to each reporting period, whether such a review has taken place.	Yes	The Company intends to disclose the matters contemplated by ASX Recommendation 7.2 in future Annual Reports.  Refer to the Company's Board Charter for further detail which is located on the Company's website at the following link:  https://robo3d.com/investor-relations/
Reco	mmendation 7.3		
A list	A listed entity should disclose:  (a) if it has an internal audit function, how the function is structured and what		Given the current size of the Company the Board directly oversees relevant risk areas as a whole and not through a separate internal audit function.
(b)	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	Yes	The Board remains committed to the effective management and control of these factors.
	risk management and internal control processes.		For further detail refer to the Company's Board Charter for further detail which is located on the Company's website at the following link:
			https://robo3d.com/investor-relations/
Recommendation 7.4  A listed entity should disclose whether, and if so how, it has regard to economic, environmental and social sustainability risks and, if it does, how it manages or intends to manage those risks.		Yes	The Board is not aware of any material exposure to economic, environmental or social sustainability risk to which the Company may be subject. All material risks are announced to the market in accordance with the requirements of the ASX Listing Rules and the Company's Continuous Disclosure Policy.  The Company details the associated risks in its Director's Report in the Company's 2017 Annual Report.
PRINCIPLES AND RECOMMENDATIONS		COMPLY (YES/NO)	EXPLANATION
Princ	iple 8: Remunerate fairly and responsibly		
Recommendation 8.1  The board of a listed entity should:  (a) have a remuneration committee which:  (i) has at least three members, a majority of whom are independent directors; and  (ii) is chaired by an independent director,		No	Given the size of the Company and its Board, the Board will fulfil the roles and responsibilities in relation to the remuneration of directors and senior executives and review of policies applicable to the Company.  For further detail refer to the Company's Remuneration Committee Charter which is located on the Company's website at the following link:
	and disclose: (iii) the charter of the committee;		https://robo3d.com/investor-relations/



<ul> <li>(iv) the members of the committee; and</li> <li>(v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</li> <li>(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.</li> </ul>	Yes	The Board seeks to retain professional services as it requires, at reasonable market rates, and seeks external advice and market comparisons where necessary.  The Company intends to disclose the matters contemplated by Recommendation 8.1(b) in future Annual Reports.
Recommendation 8.2		
A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.	Yes	Separate disclosure regarding the remuneration of the Company's directors (executive and non-executive) and senior executives is disclosed in the Company's Annual Report, as lodged with the ASX and issued to shareholders.
Recommendation 8.3		
A listed entity which has an equity-based remuneration scheme should:	N/A	The Company does not have a form equity based remuneration scheme in
(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		place. However, included in the Company's Share Trading Policy prohibiting participants of an equity based remuneration scheme from entering into transactions which limit the economic risk of participating in the scheme.
(b) disclose that policy or a summary of it.		A copy of the Company's Share Trading Policy is available on the Company's website at the following link:
		https://robo3d.com/investor-relations/