



CORPORATE GOVERNANCE STATEMENT 2020

INTRODUCTION

The board of directors of Strike Energy Limited (the **Board**) is responsible for the corporate governance of Strike Energy Limited (the **Company**). Details of the main corporate governance policies that form the basis of the Company's corporate governance framework are available [here](#).

In accordance with ASX Listing Rule 4.10.3, this corporate governance statement discloses the extent to which the Company has followed the current recommendations set by the ASX Corporate Governance Council (**Recommendations**) during the financial year ended 30 June 2020 (**Reporting Period**), by reference to the eight ASX Corporate Governance Council principles.

Unless otherwise indicated in this statement, the Company has complied with each of the Recommendations.

This corporate governance statement has been approved by the Board and is current as at 18 September 2020.

1 LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT

1.1 Roles of The Board and Management

(Recommendations 1.1, 1.3, and 1.4)

The Company's vision is to focus on delivering material gas production from its extensive gas portfolio in order to drive major value creation for its stakeholders.

The Board is a strong advocate of good corporate governance committed to providing a satisfactory return to its shareholders and fulfilling its corporate governance obligations and responsibilities in the best interests of the Company and its stakeholders.

The Board has adopted a formal charter, which is available [here](#). The Board Charter details the functions reserved for the Board and those delegated to management.

The Company Secretary is accountable directly to the Board, through the Chairman, on all matters to do with the proper functioning of the Board.

The Company has appropriate written agreements in place with each director and senior executive, setting out the terms of their appointment.

1.2 Appointment and Election of Directors

(Recommendation 1.2)

If it is necessary to appoint a new director to fill a vacancy on the Board or to complement the existing Board, a wide potential base of possible candidates is considered and external consultants are engaged where necessary to assist in the selection process. The Company's Nomination and Remuneration Committee and the Board, in turn, assesses the qualifications of the proposed new director against a range of criteria including background, experience, professional skills, personal qualities, potential for the candidate's skills to augment the existing Board and the candidate's availability to commit to the Board's activities. Background checks are undertaken before appointing a director or senior executive or putting any person putting forward for election as a director. If a director is appointed or is up for election, prior to background checks being implemented, the director will provide the Company an unequivocal undertaking from the person to resign if checks come back unsatisfactory.

The objectives and responsibilities of the Nomination and Remuneration Committee are set out in the Committee's charter which is available [here](#).

If these criteria are met and the Board appoints the candidate as a director, that director will fill a casual vacancy but must retire at the next annual general meeting. Such a director is not taken into account in determining the number of directors to retire by rotation at that annual general meeting under the constitution of the Company, which requires one third of the directors, other than alternate directors and a Managing Director, to retire from office at each annual general meeting.

Retiring directors are eligible for re-election by security holders. The Company provides security holders with all material information in its possession relevant to a decision on whether to elect or re-elect a director.

1.3 Diversity

(Recommendation 1.5)

The Company recognises that diversity in the workforce results in greater organisational strength and innovation, deeper problem-solving ability, and the generation of a wider range of new business opportunities. The Company is committed to attracting and retaining a diverse range of talented individuals to work in all levels of the organisation.

The Company has a diversity policy that complies with Recommendation 1.5 which is available [here](#).

The table below outlines the measurable objectives for achieving gender diversity set by the Board in accordance with the Company's diversity policy and the Company's progress towards achieving them.

Objectives	Progress achieved during the reporting period
Set and review development plans with female employees to set goals relevant to their career objectives and monitor achievement toward goals.	Discussions have been held with all female employees and training opportunities have been provided to assist with the achievement of this objective.
At least 1 female employee in a senior executive or Board position.	Ms Lucy Gauvin appointed as KMP in 2019.
Annually review flexible working arrangements to ensure individuals can maintain career development.	Flexible working arrangements have been implemented to female staff whenever requested and wherever practicable, having regard to the Company's size and the Company and employee requirements.

The table below outlines the respective proportions of male and female employees in the whole organisation, in senior executive positions and on the Board. For these purposes, the Company has defined "senior executives" to mean the Managing Director & Chief Executive Officer and those executives who report directly to the Chief Executive Officer.

Role	Female	Female %	Male	Male %
Whole Company	8	29%	20	71%
Senior Executives	1	20%	4	80%
Board	1	20%	4	80%

1.4 Evaluation of Performance

(Recommendations 1.6 and 1.7)

The Company's process for periodically evaluating the performance of the Board, its committees and individual directors is that the Company's Nomination and Remuneration Committee:

- evaluates and reviews performance against both measurable and qualitative indicators that are established by the Committee from time to time; and
- reviews and makes recommendations to the Board on the size and structure of the Board.

The Committee may obtain independent professional advice when necessary at the expense of the Company.

An evaluation of the performance of the Board, its committees and individual directors was carried out in accordance with this process during the Reporting Period.

The Company's process for annually evaluating the performance of the Company's senior executives is for the Chief Executive Officer to initially review the performance of these individuals. The Chief Executive Officer then reports the results of this review to and consults with both the Board and the Nomination and Remuneration Committee.

An evaluation of the performance of the Company's senior executives was carried out in accordance with this process during the Reporting Period.

2 STRUCTURE THE BOARD TO BE EFFECTIVE AND ADD VALUE

2.1 Nomination Committee

(Recommendation 2.1)

The Board has a Nomination and Remuneration Committee which consists of two non-executive, independent directors, namely Mr John Poynton and Mr Stephen Bizzell, who are responsible for assisting the Board with its responsibilities relating to nomination, appointment and remuneration of directors and senior executives including the administration of the Company's employee share incentive plan.

The Nomination and Remuneration Committee is chaired by Mr Poynton, a non-executive, independent director of the Company.

Throughout the Reporting Period, the Company has not followed Recommendation 2.1(a)(1) in that the Nomination and Remuneration Committee consisted of two members rather than three. This Recommendation was not followed because the Board is of the view that, given the current size of the Company, the Nomination and Remuneration Committee is of sufficient size and independence to effectively discharge its objectives and responsibilities and that it has an appropriate diversity of membership to avoid entrenching unconscious bias.

The charter of the Nomination and Remuneration Committee is available [here](#).

The number of meetings of the Nomination and Remuneration Committee during the Reporting Period and the number of attendances of the Committee members at those meetings are set out in the Directors' Report in the Company's Annual Report for the Reporting Period, which can be viewed [here](#).

2.2 Board Skills

(Recommendation 2.2)

The Board, with the assistance of the Nomination and Remuneration Committee, is collectively responsible for ensuring that the Board has the appropriate range and mix of expertise and experience to properly fulfil its responsibilities, including expertise in finance, business, the oil and gas industry, legal and executive management skills. The mix of skills and diversity relevant to the Company is regularly assessed by the Board, with the assistance of the Nomination and Remuneration Committee, and the skills and experience currently considered necessary and represented at the Board is set out in the following Board skills matrix.

Expertise	Experience	
<ul style="list-style-type: none"> Corporate governance Legal and regulatory Government relations Commercial acumen Health and safety 	Industry	Market
	<ul style="list-style-type: none"> Oil & gas Sub-surface technical Production Risk management 	<ul style="list-style-type: none"> Exploration and appraisal M&A and capital markets Commercial and contracting Finance and audit

2.3 Director Independence

(Recommendations 2.3, 2.4 and 2.5)

Details of the directors, both in office at the date of this statement and those who held office during the Reporting Period, are set out in the Directors' Report in the Company's Annual Report for the Reporting Period, which can be viewed [here](#). This information includes their length of service.

The Board assesses the independence of new directors prior to appointment and reviews the independence of all directors as and when considered appropriate.

In considering whether a director is independent, the Board has regard to the independence criteria set out in the Corporate Governance Principles and Recommendations published by the ASX Corporate Governance Council and other facts, information and circumstances that the Board considers relevant.

The directors considered by the Board to be independent are Mr John Poynton, Mr Stephen Bizzell, Mr Neville Power, Ms Jody Rowe, and Mr Andrew Seaton.

At the date of this report, the Board has five non-executive directors including the chair of the Board of which all are considered to be independent. The Board believes that it has independent directors involved in all areas of Board activity where director independence is critical, including chairmanship and involvement in the various Board committees.

2.4 Director Induction and Professional Development

(Recommendation 2.6)

The Company has a program for inducting new directors in accordance with the charter of the Nomination and Remuneration Committee, which is available [here](#).

To assist directors to maintain an appropriate level of knowledge, skill, and experience in the operations of the Company, directors are provided an opportunity to undertake site visits to familiarise themselves with the Company's operations. The Nomination and Remuneration Committee regularly assesses whether the Directors (as a group) have the skills, knowledge, and experience to deal with new and emerging business and governance issues. Directors are also encouraged to undertake continuing education relevant to the discharge of their legal duties and responsibilities under key legislation and ASX listing rules. Subject to prior approval by the Chairman, the reasonable cost of such education is met by the Company.

3 INSTIL A CULTURE OF ACTING LAWFULLY, ETHICALLY AND RESPONSIBLY

3.1 Company values

(Recommendation 3.1)

The Company's values are available [here](#).

3.2 Code of Conduct

(Recommendation 3.2)

The Company has a code of business conduct and ethics for its directors, officers, senior executives, employees, consultants, contractors and associates, which is available [here](#).

The code of business conduct and ethics addresses matters such as honesty and integrity, compliance with the law, conflicts of interest, confidentiality, protection of Company assets, responsibility for international operations, employment practices, record keeping and community relations. The purpose of this code is to ensure that directors, officers, senior executives, employees, consultants, contractors, and associates act honestly, responsibly, legally, ethically and in the best interests of the Company.

The Board has appointed the Company Secretary in the case of employees, and the chair of the Audit and Risk Committee in the case of directors and officers, as the person responsible for receiving reports of breaches of the code. The Board is informed of material breaches of the code.

3.3 Whistleblower policy and anti-bribery and corruption policy

(Recommendations 3.3 and 3.4)

The Company has adopted a whistleblower policy and an anti-bribery and corruption policy, each of which sets out the procedure to follow in the event of a reported violation of the relevant policy. The policies can be found [here](#). Material incidents under the whistleblower policy, and material breaches of the anti-bribery and corruption policy, are to be reported to the Board.

4 SAFEGUARD THE INTEGRITY OF CORPORATE REPORTS

4.1 Audit and Risk Committee

(Recommendation 4.1)

The Board has an Audit and Risk Committee which consists of Mr Stephen Bizzell, Ms Jody Rowe and Mr Andrew Seaton who are independent directors.

The Company did not follow Recommendation 4.1(a)(1), in that the Audit and Risk Committee consisted of two members rather than three for part of the Reporting Period. A third member was appointed to the Audit and Risk Committee to address Recommendation 4.1(a)(1). The committee is chaired by Mr Seaton, a non-executive, independent director who is not the chair of the Board. The relevant qualifications and experience of the members of the Audit and Risk Committee are set out in the Directors' Report contained within the Company's Annual Report for the Reporting Period, which can be viewed [here](#).

The Audit and Risk Committee is responsible for ensuring the Company complies with appropriate and effective accounting, auditing, internal control, business and risk management, compliance, and reporting practices. The charter of the Audit and Risk Committee is available [here](#).

The number of meetings of the Audit and Risk Committee during the Reporting Period and the number of attendances of the Committee members at those meetings are set out in the Directors' Report contained within the Company's Annual Report for the Reporting Period, which can be viewed [here](#).

4.2 Declarations of Chief Executive Officer and Chief Financial Officer

(Recommendation 4.2)

Before it approves the Company's financial statements for a financial period, the Board receives from the Chief Executive Officer and Chief Financial Officer a declaration that, in their opinion, the financial records of the Company 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 Company, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.

4.3 Integrity of periodic reports which are not audited

(Recommendation 4.3)

The Company has procedures in place to ensure that the report(s) is releases to the market are materially accurate, balanced and provide investors with appropriate information to make informed investment decisions.

The Company verifies unaudited periodic corporate reports by ensuring the reports are:

- Prepared by subject matter experts.
- Material statements are reviewed for accuracy and ASX Listing Rules compliance; and
- Company strategy, financial projections and statements, and changes to policy are approved by the Board.

5 MAKE TIMELY AND BALANCED DISCLOSURE

(Recommendations 5.1, 5.2 and 5.3)

The Company is committed to ensuring that security holders and the market are provided with full and timely information and that all stakeholders have equal and timely access to material information concerning the Company.

The Company acknowledges that timely disclosure of price sensitive information is central to the efficient operation of the Australian Securities Exchange, and has adopted a Continuous Disclosure Policy which is available [here](#). This policy reflects the commitment of the directors and senior management to promoting consistent disclosure practices aimed at accurate, timely and broadly disseminated disclosure of material information to the market and ensuring the Company complies with its continuous disclosure obligations under the ASX Listing Rules and the Corporations Act 2001 (Cth).

The policy requires that directors be provided, and directors are provided, with Company ASX announcements (other than administrative announcements) promptly after the announcement is made.

The policy also requires that, and the Company ensures that, new and substantive presentations are disclosed to ASX before the presentation is given.

6 RESPECT THE RIGHTS OF SECURITY HOLDERS

6.1 Communicating with security holders

(Recommendations 6.1, 6.2, and 6.5)

The Company places a high priority on communications with and accountability to security holders. The Board recognises that security holders, as the ultimate owners of the Company, are entitled to receive timely and relevant high-quality information about their investment. Similarly, prospective investors should be able to make an informed decision when considering the purchase of shares in the Company.

To safeguard the effective dissemination of information and to facilitate effective two-way communication with investors, in addition to its Continuous Disclosure Policy, the Board has implemented and adopted a Shareholder Communications Policy which is available [here](#).

The Company provides information about itself and its governance to investors via its website and gives security holders the option to receive communications from, and send communications to, the Company and its security registry electronically.

Information is communicated to security holders and prospective investors on a timely basis by:

- Ensuring that published financial and other statutory reports are prepared in accordance with applicable laws and industry best practice.
- Ensuring the disclosure of full and timely information about the Company's activities in accordance with the continuous disclosure principles in the ASX Listing Rules and the Corporations Act 2001 (Cth);
- Responding to queries raised by security holders and prospective investors in a timely and appropriate manner;
- Providing detailed reports from the Chairman and the Chief Executive Officer at the annual general meeting and as part of the Company's periodic reporting obligations; and
- Ensuring all material information released to the market is available on the Company's website as soon as practical following its release.

In addition, on the Company's website, interested parties can subscribe to receive public releases and other relevant material concerning the Company electronically.

6.2 Meetings of security holders

(Recommendation 6.3)

The participation of security holders at general meetings is facilitated and encouraged by the Board. At each general meeting, the chair ensures that security holders are given the opportunity to comment and ask questions of the Board and of the Company's auditors. In the event that security holders are unable to attend meetings, they are encouraged to lodge proxies signifying their approval or otherwise of the business to be considered and the Company gives them the opportunity to provide questions or comments ahead of the meeting.

In addition to actively engaging with security holders at general meetings, the Company meets up with security holders on request and responds to their queries from time to time, in a professional, respectful, and timely manner.

6.3 Substantive resolutions decided by poll

(Recommendation 6.4)

There were two security holder meetings conducted by the Company during the Reporting Period. Voting at the Company's AGM, held on 18 November 2019 was decided by a show of hands. All substantive resolutions at the General Meeting, held on 31 July 2020, were decided on a poll rather than a show of hands. The Company notes that it has not followed Recommendation 6.4 for the

entire reporting period (as resolutions at the 2019 AGM were decided by a show of hands, rather than a poll. The Company notes that the 4th edition of the ASX Corporate Governance Principles and Recommendations do not come into effect with respect to the Company until the financial year ending 30 June 2021. It is the Company's intention that for all future security holder meetings, all substantive resolutions will be decided by a poll rather than by a show of hands.

7 RECOGNISE AND MANAGE RISK

7.1 Managing Risks

(Recommendations 7.1, 7.2, 7.3)

The Board has a committee which has responsibility for identifying, assessing, and managing risks, namely the Audit and Risk Committee.

Details of the members and meetings of the Audit and Risk Committee are set out in the section of this statement entitled 'Audit and Risk Committee'.

Given its size, the Company does not have a formal internal audit function. The Company's management periodically undertakes an internal review of the effectiveness of the Company's risk management and internal control processes. The Audit and Risk Committee also monitors and reviews the effectiveness of the Company's implementation of its risk management system and internal controls as set out in the charter of the Audit and Risk Committee, which is available [here](#).

The Audit and Risk Committee reviews the Company's risk management framework at least annually to satisfy itself that it continues to be sound and that the Company is operating with due regard to the risk profile set by the board. Such a review took place during the Reporting Period.

7.2 Environmental and social risks

(Recommendation 7.4)

The Company has material exposure to environmental and social risks.

By the very nature of the Company's business, as an oil and gas exploration and development business, the Company has a material exposure to environmental risks connected with its in-field business activities and operations.

Key climate-related risks and opportunities relevant to our business include:

- The transition to a low carbon economy, such as the increased uncertainty, time and cost associated with regulatory bodies granting approvals/licences, the ongoing decarbonisation of energy markets, decreased demand for fossil fuels in some markets, reduced life of assets, changing government regulation and climate change policies at State and Federal levels, inability to attract and retain top talent, and changing community sentiment towards fossil fuel intensive projects. We believe this transition into a lower carbon economy also gives rise to opportunities for our gas focused portfolio. Natural gas is viewed as a key element to supporting society's sustainable energy transition.
- The physical impacts of climate change, including the increased frequency and severity of extreme weather events and chronic changes to weather patterns, which have the potential to impact demand for energy and the resilience of our assets and supporting infrastructure.

To manage its exposure to environmental risk, the Company promotes and requires an excellent standard of environmental performance across its business and has an associated policy. Further, the Company has developed and implemented environmental management systems to identify, assess and manage environmental risks, to ensure its employees and contractors are aware of their environmental responsibilities, to consult with the government and community in relation to the Company's operations and proposed projects, and to undertake regular audits and reviews on environmental performance.

The Board is considering the adoption of the Taskforce on Climate-related Financial Disclosures' (TCFD) Recommendations as a framework for guiding our climate-related risk management and disclosures in future reporting periods.

Key social risks relevant to the Company's business include damaging relationships or adversely affecting the local community, landholders, joint venture partners and/or traditional landowners.

The Company manages its social risks by maintaining good relationships with its joint venture partners and investors and maintaining an indigenous relations policy and a health and safety policy. The Company also has a code of business conduct and ethics for its directors, officers, employees, consultants, contractors and associates which is available [here](#). The code of business conduct and ethics addresses, among other things, equal opportunity, and community relations. The Company also has an Anti-Bribery and Corruption Policy (which is available [here](#)) which prohibits bribery, secret commissions, facilitation payments and money laundering, and a Whistleblower Policy (which is available [here](#)) to encourage honesty and integrity and compliance with all applicable laws and regulations. The Company also negotiates land access agreements fairly and develops Health, Safety and Environment Management Plans for particular projects from time to time.

8 REMUNERATE FAIRLY AND RESPONSIBLY

8.1 Remuneration Committee

(Recommendation 8.1)

The Board has a remuneration committee, namely the Nomination and Remuneration Committee. Details of the members, meetings and charter of the Nomination and Remuneration Committee are set out in the section of this statement entitled 'Nomination Committee'.

Throughout the Reporting Period, the Company has not followed Recommendation 8.1(a)(1) in that the Nomination and Remuneration Committee consists of two members rather than three. This Recommendation was not followed because the Board is of the view that, given the current size and nature of the Company, the Nomination and Remuneration Committee is of sufficient size and independence to effectively discharge its objectives and responsibilities and that it has an appropriate diversity of membership to avoid entrenching unconscious bias. The committee is chaired by Mr Poynton, a non-executive, independent director.

8.2 Remuneration

(Recommendations 8.2 and 8.3)

The Company's policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives are set out separately in the charter of the Nomination and Remuneration Committee, which is available [here](#) and in the Remuneration Report included as a component of the Directors' Report within the Company's Annual Report for the Reporting Period, which is available [here](#).

The Company's Securities Trading Policy, which is available [here](#), prohibits persons who have received equity-based remuneration in the form of share options under the Company's Employee Share Incentive Plan from hedging those options prior to vesting of those options.

The Company confirms that Recommendations 9.1, 9.2 and 9.3 do not apply to it.

CHECKLIST OF RECOMMENDATIONS

Recommendation	Complied	Reference (section of statement)
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.	Yes	1.1
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.	Yes	1.2
1.3 A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	Yes	1.1
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	1.1
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.	Yes	1.3
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.	Yes	1.4
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.	Yes	1.4
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	Yes, except for 2.1(a)(1)	2.1

Recommendation	Complied	Reference (section of statement)
appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.		
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.	Yes	2.2
2. A listed entity should disclose: 3 (a) the names of the directors considered by the board to be independent directors; (b) if a director has an interest, position 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.	Yes	2.3
2. A majority of the board of a listed entity should be independent directors. 4	Yes	2.3
2. 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. 5	Yes	2.3
2. 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. 6	Yes	2.4
Principle 3: Instil a culture of acting lawfully, ethically, and responsibly		
3. A listed entity should articulate and disclose its values. 1	Yes	3.1
3. A listed entity should: 2 (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	3.2
3. A listed entity should: 3 (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	3.3
3. A listed entity should: 4 (a) have and disclose an anti-bribery and corruption policy; and (b) ensure that the board or a committee of the board is informed of any material breaches of that policy.	Yes	3.3
Principle 4: Safeguard the integrity of corporate reports		
4. The board of a listed entity should: 1 (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, except for 4.1(a)(1) for part of the year	4.1

Recommendation	Complied	Reference (section of 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.	Yes	4.2
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	4.3
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.	Yes	5
5.2 A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	Yes	5
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	5
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.	Yes	6.1
6.2 A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	Yes	6.1
6.3 A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	Yes	6.2
6.4 A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than a show of hands.	Yes, except at the AGM on 18 Nov 2019	6.3
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	6.1
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.	Yes, except for 7.1(a)(1) for part of the year	7.1
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	Yes	7.1

Recommendation	Complied	Reference (section of statement)
set by the board; and (b) disclose, in relation to each reporting period, whether such a review has taken place.		
7. A listed entity should disclose: 3 (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.	Yes	7.1
7. A listed entity should disclose whether it has any material exposure to environmental or 4 social risks and, if it does, how it manages or intends to manage those risks.	Yes	7.2
Principle 8: Remunerate fairly and responsibly		
8. The board of a listed entity should: 1 (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.	Yes, except for 8.1(a)(1)	8.1
8. A listed entity should separately disclose its policies and practices regarding the 2 remuneration of non-executive directors and the remuneration of executive directors and other senior executives.	Yes	8.2
8. A listed entity which has an equity-based remuneration scheme should: 3 (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	8.2