

BELLEVUE
GOLD

Corporate Governance Statement 2026

For personal use only

For personal use only

1. Introduction 4
2. Board and Management 6
3. Board Committees 14
4. Diversity and Inclusion 16
5. Lawful, Ethical and Responsible Decision Making 19
6. Audit and Risk Management 22
7. Timely and Balanced Disclosure 25
8. Shareholder Communication and Engagement 26
Disclosure against ASX recommendations 28

ACKNOWLEDGEMENT OF COUNTRY

Bellevue Gold acknowledges and respects the Tjiwarl Traditional Owners of the country on which we operate and recognises their continuing connection to *Tjukurrpa* / culture and *Parna* / country.

Bellevue Gold acknowledges and respects the Noongar Traditional Owners of the country where our office in *Boorloo* / Perth is located and recognises their continuing connection to this *Boodja* / country. Bellevue Gold pays our respects to their Elders past and present.

For personal use only

What we stand for



Bellevue Gold is committed to operating sustainably, with respect to environmental, social, governance and sustainable business practices in line with its PACE core values of Passion, Accountability, Care and Excellence

Our Vision

To be a sustainable gold mining company that enriches our shareholders, community and people.

Our Purpose

To create a high-performance organisation that delivers superior shareholder value, positive ESG outcomes and an environment for our people to thrive.

Our Objective

To maximise the value of the Bellevue Gold Project in order to create growth opportunities for the Company and our people.

Our Values

PASSION

Each day we will pursue our purpose with passion and belief – a fierce determination to succeed and an excitement about what we do.

ACCOUNTABILITY

We are all accountable to deliver value for our shareholders, community and people. We will always act with the highest level of integrity.

CARE

We care for the health, safety and wellbeing of our community and people. Respect for our people, stakeholders and the environment is critical to our success.

EXCELLENCE

We aim for the highest standards of performance and conduct in everything we do and support everyone in our team to achieve this.

For personal use only

1 Introduction

1.1 Commitment to Good Governance

The Directors of Bellevue Gold Limited (**Bellevue** or the **Company**) (ASX: BGL) believe that effective corporate governance improves company performance, enhances corporate social responsibility, and benefits all stakeholders. Governance practices are not a static set of principles, and Bellevue assesses its governance practices on an annual basis. Changes and improvements are made in a substance over form manner, which appropriately reflect the changing circumstances of the Company as it grows and evolves. Accordingly, the board of Directors (**Board**) has established practices and policies to ensure that these objectives are met and that all stakeholders are fully informed about the affairs of the Company. Further detail as to Bellevue's stakeholders and Bellevue's approach to stakeholder engagement is contained in Bellevue's 2026 Sustainability Report which can be found on our website at: www.bellevuegold.com.au/sustainability/.

Bellevue Gold Board

Ultimate accountability to shareholders for the strategy and performance of the Company, per the Board Charter

Board Committees

Monitor, review and make recommendations to the Board, per the Board Committee Charters

Audit and Risk Management Committee	Health, Safety and Sustainability Committee	Nomination and Remuneration Committee
Audit, financial reporting, risk management and tax governance matters	Health, safety, sustainability (including environmental and heritage), diversity and culture	Selection and appointment of Board members and MD/CEO, Board and Executive professional development and remuneration policies

Executive Management Team

Responsible for executing business activities in accordance with Board expectations, strategy and values - and leading the larger Bellevue workforce



1.2 ASX Recommendations

Bellevue reviews its corporate governance practices and policies on at least an annual basis to ensure they are appropriate for its current stage of development. The review of Bellevue's corporate governance practices for the financial year ending 30 June 2026 (**FY26**) was made against the fourth edition of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (**ASX Recommendations**).

1.3 Corporate Governance Statement and Appendix 4G

This Corporate Governance Statement reports the governance processes and procedures in place at Bellevue for FY26 and has been approved by the Board as at 21 September 2026. This Corporate Governance Statement is also provided on our website at: www.bellevuegold.com.au/company/#corporate-governance

The ASX Appendix 4G, which is a checklist cross-referencing the ASX Recommendations to the relevant disclosures in Bellevue's Corporate Governance Statement and 2026 Annual Report, is also provided on that webpage.

1.4 Charters and Policies

Copies of Bellevue's Board and Board Committee Charters, and Bellevue's key corporate governance policies referred to in this Corporate Governance Statement, are provided on Bellevue's website at: www.bellevuegold.com.au/company/#corporate-governance

For personal use only

2 Board and Management

2.1 Roles and Responsibilities

The roles and responsibilities of the Board and Executives (being the Managing Director & Chief Executive Officer and senior management who report to the Managing Director & Chief Executive Officer) are detailed in the Board Charter.

The Board is collectively responsible for the overall governance of Bellevue. In order to achieve this objective, the Board must promote and protect the interests of shareholders and other stakeholders. The Board must also ensure that Bellevue complies with its contractual, statutory, and legal obligations.

The conduct of the Board, as well as being governed by federal and state legislation, the ASX Listing Rules and common law, is also regulated by Bellevue's Constitution, Code of Conduct, and other Bellevue policies.

The Board Charter provides that the Board has the following key responsibilities:

(a) overseeing the development and implementation of an appropriate strategic direction for Bellevue;

(b) appointing the chairperson of the Board (Chair);

(c) appointing and, when necessary, removing the Managing Director & Chief Executive Officer;

(d) approving the appointment and, when necessary, removal of Executives (including the Chief Financial Officer and the Company Secretary);

(e) approving annual corporate budgets, operating budgets and capital expenditure budgets;

(f) approving creation, acquisitions or divestments of subsidiaries;

(g) ensuring the integrity of Bellevue's accounting systems, including the external audit;

(h) ensuring robust and effective risk management (for both financial and non-financial risks), compliance, continuous disclosure and control systems (including legal compliance) are in place and operating effectively; and

(i) ensuring that Bellevue's remuneration and nomination policies are aligned with the entity's purpose, values, strategic objectives and risk appetite.

The Board has delegated responsibility for the day-to-day management of Bellevue to the Managing Director & Chief Executive Officer, who is supported by the Executives. The Managing Director & Chief Executive Officer's primary objective is to ensure the ongoing success of Bellevue through being responsible for all aspects of the management and development of the Company.

The Board Charter provides that the Managing Director has the following key responsibilities:

(a) development of short, medium and long term corporate strategies and planning to achieve Bellevue's vision and overall business objectives;

(b) implementing and monitoring strategy;

(c) assessment of business opportunities of potential benefit to Bellevue;

(d) sustaining competitive advantage through maximising available resources, encouraging staff commitment and strategically aligning the corporate culture with the organisation's goals and objectives;

(e) ensuring statutory, legal and regulatory compliance and compliance with corporate policies and standards;

(f) ensuring appropriate risk management practices and policies are in place; and

(g) developing and motivating direct reports and their respective teams.

2.2 Chair of the Board

The Chair has a primary responsibility to lead the Board, to utilise his/her experience, skills and leadership abilities to facilitate the governance processes, and to promote Bellevue's interests, both internally and in the broader business context. A key part of the Chair's role is to develop a cohesive Board which operates effectively in protecting shareholders' interests and maintaining strong relationships with the Managing Director & Chief Executive Officer and Executives. Further responsibilities of the Chair are set out in the Board Charter.

Mr Kevin Tomlinson was appointed to the role of Non-Executive Chair by the Board in September 2019 and is considered to be independent.

2.3 Company Secretary

The Company Secretary is charged with facilitating Bellevue's corporate governance processes and holds primary responsibility for ensuring that the Board processes and procedures run efficiently and effectively. The Company Secretary is accountable to the Board, through the Chair, on all governance matters and reports directly to the Chair as the representative of the Board.

Further responsibilities of the Company Secretary are set out in the Board Charter.

2.4 Board Composition

During FY26, the Board undertook a planned refreshment of its composition. Mr Leigh Junk was appointed as an Independent Non-Executive Director on 3 September 2025 and Mr Stephen Parsons and Mr Michael Naylor retired as Non-Executive Directors on 20 January 2026.

The Company has announced that two additional independent Non-Executive Directors, Ms Debra Counsell and Ms Tanya Rybarczyk, will join the Board on 23 September 2026. Refer to section 2.7 for further information as to Ms Counsell and Ms Rybarczyk's experience.

Ms Shannon Coates has informed the Board that she does not intend to stand for re-election at this year's Annual General Meeting.

This renewal reflects the Board's ongoing commitment to succession planning and to maintaining an appropriate balance of experience, fresh perspective, and relevant skills.

Figure 1 Age of Directors as at 30 June 2026



Figure 2 Tenure of Directors as at 30 June 2026

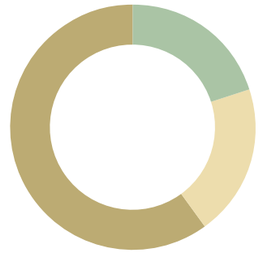


Table - Board composition as at 30 June 2026

Director	Role	Independent (80%)	Diversity (Women 40%)	Date of appointment	Length of service (years) as at 30 June 2026 (Average - 4.6 years)
Kevin Tomlinson	Independent Non-Executive Chair	Yes	Male	9 September 2019	6.8
Shannon Coates	Independent Non-Executive Director	Yes	Female	13 May 2020	6.1
Leigh Junk	Independent Non-Executive Director	Yes	Male	3 September 2025	0.8
Fiona Robertson	Independent Non-Executive Director	Yes	Female	13 May 2020	6.1
Darren Stralow	Managing Director & Chief Executive Officer	No	Male	1 March 2023	3.3

For personal use only

The Board met its gender diversity objective to comprise at least 30% women on the Board as at 30 June 2026, with 40% of the Board being women. The Board views diversity of gender, background, and perspective as a genuine contributor to the quality of its decision-making, not merely a compliance measure. This commitment to diversity extends beyond the Board to leadership and the broader workforce, and is reflected in the measurable objectives and outcomes set out in section 4.

As at 30 June 2026, the average age of the Directors was 58.3 years of age, and the standard deviation of Directors' ages was 8.95 years. All Directors are Australian nationals and two of the five directors have more than one nationality.

The Board Charter provides that Non-Executive Directors will serve for a maximum of 10 years unless there are exceptional circumstances. This is to balance the benefits of retaining corporate knowledge whilst ensuring a continual supply of new talent to the Board. As at 30 June 2026, the average tenure of the Board was 4.6 years and none of the Directors had a tenure greater than 10 years.

2.5 Meeting Attendance

The Nomination and Remuneration Committee Charter provides that the Nomination and Remuneration Committee shall, at least annually, review the time required by a Director to effectively undertake his or her Board responsibilities (and Board Committee responsibilities, where relevant) and determine whether each Director is meeting that requirement after identifying and considering details of that Director's other commitments. The Nomination and Remuneration Committee is satisfied that all Directors have demonstrated that they have sufficient time available to effectively undertake his or her responsibilities.

The number of Board meetings (including meetings of Committees of Directors) held during FY26, and the number of meetings attended by each Director, is as follows:

Director	Board		Audit & Risk Management Committee		Nomination & Remuneration Committee		Health, Safety & Sustainability Committee	
	Meetings held whilst a Director	Meetings attended	Meetings held whilst a committee member	Meetings attended	Meetings held whilst a committee member	Meetings attended	Meetings held whilst a committee member	Meetings attended
Kevin Tomlinson	12	11	6	6	4	4	3	3
Steve Parsons[1]	9	8	N/A	N/A	N/A	N/A	2	2
Michael Naylor[1]	9	9	N/A	N/A	2	2	N/A	N/A
Shannon Coates	12	12	6	6	4	4	N/A	N/A
Leigh Junk[2]	5	5	N/A	N/A	2	2	1	1
Fiona Robertson	12	12	6	6	4	4	3	3
Darren Stralow	12	12	N/A	N/A	N/A	N/A	N/A	N/A

1 Mr Stephen Parsons and Mr Michael Naylor were Non-Executive Directors until retiring from the Board on 20 January 2026.

2 Mr Leigh Junk joined the Board on 3 September 2025. Mr Junk became a member of the Nomination & Remuneration Committee and the Health, Safety & Sustainability Committee on 19 November 2025.

All Directors were eligible to attend all meetings held.

2.6 Director Independence

Bellevue assesses the independence of Non-Executive Directors at least annually against the criteria set out in the ASX Recommendations.

As at 30 June 2026, 80% of the Directors are considered by the Board to be independent.

The Board Charter and the Board Committee Charters require that the Chair of the Board and the Chairs of each Board Committee are independent Directors. The Board considers the Chair of the Board and the Chairs of each of the Board Committees to be independent.

As recommended by the ASX Recommendations and stipulated in the Board Charter, the Chair is not the same individual as the Managing Director & Chief Executive Officer.

To assist Directors in exercising considered and independent judgement on matters before them, Directors may seek independent professional advice at the Company's expense, subject to prior consultation with the Chair and Board approval.

The Board annually assesses its composition to ensure it is conducive to effective decision-making and meaningful discussion, of which independence is a key consideration.

2.7 Board Skills and Experience

Bellevue is committed to ensuring the Board is comprised of Directors who possess an appropriate mix of skills, expertise, experience, and diversity to adequately discharge its responsibilities and duties. Bellevue's Directors are all professionals with significant experience across a range of areas considered relevant to Bellevue's business. See pages 30 to 35 of Bellevue's 2026 Annual Report at www.bellevuegold.com.au/investor-centre/ for more information about the Directors, including their qualifications, skills and experience, and appointments at other organisations.

The Board Skills Matrix below details the mix of skills and experience pertinent to achievement of Bellevue's purpose and strategy, as well as their representation within the current Board. It also assists the Board in guiding succession planning and informing focus areas for professional development.

Skills and subsequent criteria are periodically reviewed to ensure they are aligned with the current strategic goals and requirements of Bellevue. The Board, supported by the Nomination and Remuneration Committee, conducts an assessment of the skills and experience of each Director annually by way of individual Director self-assessment questionnaires, to ensure that the Board Skills Matrix appropriately captures Directors' skills.

The Board is confident that the Directors, collectively, have a diverse and relevant range of skills, backgrounds, knowledge, and experience across the range of areas identified in the Board Skills Matrix, to ensure effective governance of Bellevue in line with its current strategy and goals. During FY26, the Board engaged external subject matter experts where appropriate to provide additional independent advice to the Board on various technical matters.

The Company has announced that two additional independent Non-Executive Directors, Ms Debra Counsell and Ms Tanya Rybarczyk, will join the Board on 23 September 2026. Ms Shannon Coates has informed the Board that she does not intend to stand for re-election at this year's Annual General Meeting.

Ms Counsell is an experienced company director, lawyer and senior executive with more than 30 years' global experience in a variety of sectors including mining and resources, heavy industry, infrastructure and energy.

Ms Tanya Rybarczyk is a finance professional and Chartered Accountant with more than 30 years' experience across finance, manufacturing, strategic planning, investor relations and executive management.

For further information refer to the Company's ASX announcement dated 26 August 2026.



For personal use only

Board members were asked to reflect on and rate their level of experience in each skill area as:

- Very experienced/Experienced
- Sufficient
- Limited experience/No experience

In the table below, each circle of the chart in the "Currently held by the Board" column indicates the rating of an individual Director.

Table - Board Skills and Experience

Skills and Experience	Currently held by the Board
Leadership	
Executive leadership and culture Senior executive experience in attracting, leading and retaining a high performing team to deliver on strategic objectives and overseeing organisational culture.	●●●●●
Strategy Senior executive experience in long-term strategy development, implementation and oversight.	●●●●●
Mining and Resources	
Industry knowledge Senior executive experience in, or extensive professional experience in advising mining resource companies on, the exploration, development, processing or production of gold and/or other minerals.	●●●●○
Exploration Senior executive experience in large, value-add exploration programs and resource development.	●○○○○
Operations Senior executive experience with technical operational experience skills, which may include skills in mineral economics, mining geology, mining engineering, design, method and risk.	●●●○○
International Senior executive experience in international operations with expertise in navigating other political, cultural, regulatory and business environments.	●●●●○
Health and safety Former or current health and safety professional, executive experience with responsibility for the management of workplace safety and physical and psychological health, implementation of health and safety strategies, and influencing safety culture, or membership of a board health and safety committee.	●●●●○

Table - Board Skills and Experience cont.

Skills and Experience	Currently held by the Board
Environment and Sustainability	
Environmental Former or current environmental professional, or executive experience with responsibility for the management of environmental matters, including formulating policies, standards, practices and implementing environmental impact assessments and environmental management systems (including for biodiversity, water and waste).	●●●○○
Sustainability Senior executive experience and knowledge relevant in sustainability matters which may include climate change, decarbonisation, human rights, sustainability disclosures, ESG frameworks, and engagement with ESG ratings agencies.	●●●●○
Stakeholder relations Senior executive experience in managing successful engagement with a range of key stakeholders at national, regional and local levels, which may include community relations, Traditional Owners, government affairs, non-government organisations (NGOs) and investor relations.	●●●●○
Finance, Risk and Governance	
Accounting, audit, corporate finance and tax Professional qualification in accounting, former or current experience in a CFO role, professional experience in corporate finance with experience in financial accounting, reporting, treasury or tax, or membership of a board audit committee.	●●●●○
Capital markets, mergers and acquisitions Senior executive experience in, or extensive professional experience in advising mining resource companies on, mergers and acquisitions transactions and capital management strategies (including debt financing and capital raisings).	●●●●●
Risk management Senior executive experience in risk management and insurance or membership of a board risk management committee.	●●●●●
Legal Professional qualification in law with experience as a former or current practicing lawyer or former or current general counsel.	●○○○○
Corporate governance Senior executive experience in the development and maintenance of corporate governance structure in an ASX-listed or other listed or complex organisation.	●●●●○
People	
Human resources and remuneration Senior executive experience in industrial and employee relations, including setting remuneration frameworks that attract and retain talent, and promote diversity, equality and inclusion or membership of a board people committee.	●●●●●

For personal use only



2.8 Director and Executive Appointments

The procedures for the selection and appointment of new Directors and the Managing Director & Chief Executive Officer are detailed in the Nomination and Remuneration Committee Charter. Under Bellevue's Constitution and the ASX Listing Rules, a Director must not hold office (without re-election) beyond the third annual general meeting since their appointment or last re-election or three years (whichever is longer).

The Board Charter provides that the Board shall be comprised of a minimum of four directors, three of whom shall be non-executive. There is no maximum number of directors who may sit on the Board.

As provided for in the Nomination and Remuneration Committee Charter, background checks are carried out on all new Directors prior to their appointment or submission to security holders for election. Background checks are also undertaken prior to the appointment of Executives. These checks include character references, confirming the experience and education of the individual, and checking the individual's criminal record and bankruptcy history.

Bellevue ensures that the relevant notice of meeting provides shareholders with all material information in its possession relevant to a decision on whether to elect or re-elect a Director, including the information referred to in the commentary to ASX Recommendation 1.2.

The Nomination and Remuneration Committee Charter provides that, prior to appointment or being submitted for re-election, Non-Executive Directors should specifically acknowledge that they have sufficient time to fulfil the requirements of the role.

Each Director and Executive has an agreement in writing with Bellevue which sets out the key terms and conditions of their appointment including their duties, rights and responsibilities and (to the extent applicable) the matters referred to in the commentary to ASX Recommendation 1.3.

2.9 Remuneration

Bellevue's policies and practices regarding the remuneration of Non-Executive Directors, Executive Directors and other Executives are detailed in the Board Charter, Nomination and Remuneration Committee Charter and Remuneration Report.

The Nomination and Remuneration Committee Charter provides that the Nomination and Remuneration Committee shall assist the Board by reviewing and recommending to the Board for approval a Non-Executive Director and Executive Remuneration Policy that clearly distinguishes the structure of Non-Executive Director remuneration from that of Executive Directors, Executives and any other key management personnel having authority and responsibility for planning, directing and controlling the activities of the Company, either directly or indirectly, as to ensure that Non-Executive Directors remain independent.

The principles in the Non-Executive Director and Executive Remuneration Policy for determining Non-Executive Director remuneration include the suggested guidelines for Non-Executive Director remuneration set out in the ASX Recommendations.

2.10 Induction, Training and Continuing Education

In order for a new Director to participate fully and actively in Board decision-making at the earliest opportunity, a comprehensive induction process is carried out immediately after appointment and is tailored for their background, experience, and the Board Committee position(s) they will hold. This induction is facilitated by the Company Secretary and involves:

- Meeting with other members of the Board, the Managing Director & Chief Executive Officer and other Executives.
- A strategy briefing.
- Briefings from management as to key business activities, projects, current market and economic conditions and outlook, and the legal and regulatory environment in which Bellevue operates.
- Being provided with an induction pack containing relevant documents and information.
- Visiting site-based operations at the first available opportunity.
- Opportunities to attend external training on relevant matters.
- Meeting with the external auditor without members of management present.

Bellevue is committed to the continuing development of its Directors and Executives, who are encouraged to participate in relevant training and development programs which will be at Bellevue's expense. The Nomination and Remuneration Committee is responsible for developing and implementing continuing education to ensure that Directors update and enhance their skills and knowledge, including in relation to key developments in the Company and the laws, regulations, industry and environment within which it operates. This may involve:

- Briefings from management on specific areas of the business.
- Briefing/training sessions on various ESG and sustainability topics (including Australian Carbon Credit Units).
- Legal education on relevant areas such as workplace health and safety (including sexual harassment and psychosocial hazards).
- External briefings on relevant matters or topics.
- Indigenous cultural awareness training and education on Bellevue's obligations under its Native Title Agreement with Tjiwarl (Aboriginal Corporation) RNTBC (**Tjiwarl AC**).
- Site visits to provide deeper insights into key issues at site and to provide an opportunity for direct engagement with a range of employees, community members, contractors and other stakeholders.
- Opportunities to participate in external courses and conferences.
- Encouraging new Directors to complete the Australian Institute of Company Directors (AICD) Company Directors course if they have not done so.

2.11 Performance Evaluation

The Nomination and Remuneration Committee is responsible for overseeing annual performance evaluations of the Board, Board Committees, individual Directors and Executives, in accordance with the Board Charter, Nomination and Remuneration Committee Charter and Performance Evaluation Policy. The reviews include an examination of the Board's interaction with management, reviewing the Board's performance in achieving Bellevue's objectives and strategies, assessing the performance of each Committee and identifying areas where improvements can be made. To assist in this process, an independent advisor may be used.

The performance of the Board as a whole, each of the Board Committees and individual Directors was formally evaluated internally for FY26 in accordance with Bellevue's processes. A formal annual performance evaluation for FY26 for each Executive was conducted by the Managing Director & Chief Executive Officer. The Managing Director & Chief Executive Officer's review was undertaken by the Chair. Since Bellevue is committed to continuous improvement and the development of its people, the results of the evaluation form the basis of each Executive's development plan.

For personal use only

3

Board Committees

3.1 Board Committee Structure

During FY26, three Board Committees assisted the Board and Bellevue to meet their responsibilities under the ASX Listing Rules and ASX Recommendations: the Audit and Risk Management Committee, the Nomination and Remuneration Committee and the Health, Safety and Sustainability Committee.

Bellevue is committed to conducting its business ethically and in accordance with its core principles of safe and sustainable development, taking into account the needs of future generations, and integrating health, safety, and sustainability (eg. environmental, social, governance (**ESG**) and people) considerations into all aspects of its decision making.

Table - Board Committee Structure

Audit and Risk Management Committee	
Members (as at 30 June 2026)	✓ Fiona Robertson (Independent Chair) ✓ Shannon Coates ✓ Kevin Tomlinson As at 30 June 2026, all Members are independent Non-Executive Directors
Composition Requirements	✓ At least three Members ✓ Non-Executive Directors only ✓ Majority independent Directors ✓ Independent Director as Chair
Responsibilities	The role of the Audit and Risk Management Committee is to assist the Board in fulfilling its responsibilities relating to audit, financial reporting, tax governance and risk management (which includes information security and cybersecurity oversight). The Audit and Risk Management Committee Charter details the responsibilities of the Audit and Risk Management Committee, which includes reviewing and making recommendations to the Board in relation to: (a) Bellevue's financial statements prepared by Executives, reporting whether they provide a true and fair view of the financial position and performance of Bellevue (including but not limited to conducting reviews of the Annual Report, Directors' Report, Annual Financial Statements and Half Yearly Financial Statements); (b) the integrity, adequacy and effectiveness of Bellevue's financial reporting and governance processes; (c) the scope, adequacy and quality of audits conducted by both Bellevue's external and internal auditors (if and when appointed); (d) any significant internal or external audit findings and Executives' responses and related actions; (e) the appointment or removal of auditors; (f) the implementation of legislated major accounting changes; (g) the adequacy of policies and systems established to identify and disclose related-party transactions and assess the propriety of any related party transactions; (h) Bellevue's tax governance; (i) management's performance against Bellevue's risk management framework, including whether it is operating within the risk appetite set by the Board; (j) review of any material incident involving fraud or a breakdown of Bellevue's risk controls and the "lessons learned"; (k) reports from management on new and emerging sources of risk and the risk controls and mitigation and the measures that management has put in place to address those risks; (l) changes that should be made to Bellevue's risk management framework or to the risk appetite set by the Board; and (m) Bellevue's insurance program, having regard to Bellevue's business and the insurable risks associated with its business, including appointment or replacement of Bellevue's insurance brokers.

Table - Board Committee Structure cont.

Nomination and Remuneration Committee	
Members (as at 30 June 2026)	✓ Shannon Coates (Independent Chair) ✓ Leigh Junk ✓ Fiona Robertson ✓ Kevin Tomlinson As at 30 June 2026, all Members are independent Non-Executive Directors. Leigh Junk became a member of the Nomination & Remuneration Committee on 19 November 2025. Michael Naylor was a member of the Nomination & Remuneration Committee until 20 January 2026, when he retired from the Board.
Composition Requirements	✓ At least three Members ✓ Non-Executive Directors only ✓ Majority independent Directors ✓ Independent Director as Chair
Responsibilities	The Nomination and Remuneration Committee Charter details the role of the Nomination and Remuneration Committee which is to monitor, review and make recommendations to the Board with regards to: (a) the selection and appointment of members of the Board, so that it has an effective balance of skills, knowledge, experience, independence and diversity in order to effectively discharge its responsibilities and duties, and add value through effective decision-making; (b) the selection and terms of appointment of the Managing Director & Chief Executive Officer; (c) Board and Executive professional development and succession planning; and (d) Bellevue's remuneration policies, to ensure that remuneration is sufficient and reasonable and that its relationship with performance is clear. The Nomination and Remuneration Committee also oversees the annual performance evaluation of: (a) the Board; (b) the Board Committees; (c) individual Directors; and (d) the Executives, on an annual basis.

Health, Safety and Sustainability Committee	
Members (as at 30 June 2026)	✓ Kevin Tomlinson (Independent Chair) ✓ Leigh Junk ✓ Fiona Robertson As at 30 June 2026, all Members are independent Non-Executive Directors. Leigh Junk became a member of the Nomination & Remuneration Committee on 19 November 2025. Stephen Parsons was a member of the Health, Safety & Sustainability Committee until 20 January 2026, when he retired from the Board.
Composition Requirements	✓ At least three Members ✓ Independent Director as Chair
Responsibilities	The role of the Health, Safety and Sustainability Committee is to monitor, review and make recommendations to the Board with regards to Bellevue's health, safety and sustainability (eg. ESG and people) strategies, processes and considerations in line with Bellevue's values to: (a) ensure workplace health and safety; (b) minimise and manage environmental (including climate change) risks and impacts, whilst optimising environmental opportunities; (c) demonstrate community and social responsibility; (d) promote sound business ethics, and fair and ethical dealings with stakeholders; (e) promote sustainable actions for Bellevue; (f) achieve Bellevue's long-term health, safety and sustainability strategic goals; and (g) support Bellevue's culture and diversity, consistent with Bellevue's PACE Core Values and Equal Employment Opportunity and Diversity Policy.

For personal use only

4 Diversity and Inclusion

4.1 Equal Employment Opportunity and Diversity Policy

Bellevue is committed to workplace diversity through acting in fairness and without prejudice. Diversity includes, but is not limited to, matters of gender, marital or family status, sexual orientation, gender identity, age, disabilities, ethnicity, religious beliefs, cultural background or socio-economic background, perspective and experience. Bellevue believes that decision-making is enhanced through diversity (including diversity of thought) and supports and encourages diversity at all levels of the organisation in accordance with the Equal Employment Opportunity and Diversity Policy.

The Health, Safety and Sustainability Committee is responsible for making recommendations to the Board in relation to diversity and culture within Bellevue and the setting of measurable objectives in respect of gender diversity and Indigenous representation throughout Bellevue.

4.2 Gender Diversity within the Group

As at 30 June 2026, the number and proportion of men and women employed by Bellevue or a wholly-owned subsidiary of Bellevue (together, the **Group**) was as follows:

Table - Gender Diversity

	Number of Women	Percentage of Women	Number of Men	Percentage of Men	Total number
Board	2	40% (30 June 2025: 33.3%)	3	60% (30 June 2025: 66.7%)	5
Executives[1]	2	33.3% (30 June 2025: 33.3%)	4	66.7% (30 June 2025: 66.7%)	6
Leadership roles[2]	15	34.1% (30 June 2025: 35.9%)	29	64.1% (30 June 2025: 64.1%)	44
Employees[3]	74	31.49% (30 June 2025: 31.3%)	161	68.51% (30 June 2025: 68.7%)	235

1 Executives are members of management who report to the Managing Director & Chief Executive Officer. Excludes the Managing Director & Chief Executive Officer.

2 Excludes Directors (including excluding the Managing Director & Chief Executive Officer).

3 Excludes Directors (including excluding the Managing Director & Chief Executive Officer). Includes Executives.

Bellevue's most recent Workplace Gender and Equality Report (available at www.bellevuegold.com.au/company/#corporate-governance) discloses Bellevue's most recent "Gender Equality Indicators" under the *Workplace Gender Equality Act 2012* (Cth).

4.3 Measurable Objectives

The Board set a number of measurable objectives for achieving diversity in FY26, including women comprising at least 30% of the Board. As at 30 June 2026, the Board met this objective, with 40% of Directors being women and 60% of Directors being men.

Other measurable objectives set by the Board and Bellevue's progress towards achieving these in FY26 are as follows:

Table - FY26 Measurable Objectives

	FY26 Measurable Objective	Achievement as at 30 June 2026
Gender diversity		
Board	To comprise at least 30% women	**Achievement maintained from FY25**: Women comprise 40% of the Board (see table at section 4.2).
	Women to comprise greater than or equal to industry average	**Achievement maintained from FY25:** Women comprise 40% of the Board (see table at section 4.2) which is greater than the Workplace Gender Equality Agency's average of 27% for the mining sector (per data from the 2024-25 Workplace Gender Equality Agency (WGEA) Industry Data portal).
Employees	Women to comprise greater than 30%	**Achievement maintained from FY25:** Women comprise 31.49% of the workforce at Bellevue (see table at section 4.2).
	Women in leadership roles greater than industry average	**Achievement maintained from FY25:** Women hold 34.1% of leadership roles in at Bellevue (see table at section 4.2) which is greater than the Workplace Gender Equality Agency's average of 22% for the mining sector (per data from the 2024-25 WGEA Industry Data portal).
	Gender pay gap – performing better than or equal to industry average	**Achievement maintained from FY25:** Bellevue currently has a 12.2% gender pay gap which is better than the Workplace Gender Equality Agency's average of 21.1% for the mining sector (per data from the 2024-25 WGEA Industry Data portal).
	Target 100% of employees returning to work after a period of parental leave (who choose to)	**Achievement maintained from FY25:** In FY26 100% of employees returned to work after a period of parental leave (of those who chose to).
	Continue to provide opportunities for training and professional development	**Achievement continued from FY25:** In FY26 Bellevue had two women participating in the WIMWA mentoring program. During FY26 Bellevue had three indigenous women commence in our Introduction to Mining Trainee Program.
	Attendance of women at Bellevue run leadership training and leadership events to be greater than 30%	**Achievement maintained from FY25: In** FY26 women represented between 25% and 45% of attendees at various leadership and development training sessions held during FY26.
Ethnic diversity		

For personal use only

Table - FY26 Measurable Objectives cont.

	FY26 Measurable Objective	Achievement as at 30 June 2026
Employees	Indigenous engagement - greater than or equal to WA industry average	**Achievement maintained from FY25:** The proportion of Indigenous employees at Bellevue is 6.8% compared to the average of 5.6% for the mining sector (2024 WA Resources Sector CME Report).
	Target Tjiwarl AC engagement as the key focus	**Achievement continued from FY25:** Bellevue has been working with Tjiwarl AC to support work opportunities for its members. As at 30 June 2026, the Group had one Indigenous employee who is a member of Tjiwarl AC.
	Continue to leverage relationship with Clontarf	**Achieved:** As part of the ongoing partnership with Clontarf, Bellevue continued to provide sponsorship to the program and Bellevue employees attending several Clontarf events through the year to provide volunteer support.
	Continue to provide opportunities for training and professional development	**Achievement continued from FY25:** Bellevue is a sponsor of Shooting Stars which supports young Indigenous women and has continued its partnership with the Clontarf Foundation. These partnerships provide opportunities for pathways to employment for young Indigenous people. Bellevue offers trainees the opportunity to gain work experience in the mining industry to improve their chances of gaining permanent employment. Where an opportunity may become available with Bellevue, we look to progress employees who have successfully completed the program into permanent work. Bellevue continues to work with Tjiwarl AC to support work opportunities for its members.

The measurable objectives set by the Board for the financial year ending 30 June 2027 are as follows:

Gender Diversity	
Board	• To comprise at least 30% women • Women to comprise greater than or equal to industry average
Employees	• To comprise at least 25% women with a target of 30% women • Women in leadership roles greater than industry average • Women in graduate and or apprenticeship roles is increased from previous FY • Gender Pay Gap - performing better than or equal to industry average
Ethnic Diversity	
Employees	• Indigenous employment - greater than or equal to WA industry average • Target Tjiwarl AC engagement as the key focus • Continue to leverage relationship with Clontarf • Continue to provide opportunities for training and professional development

5

Lawful, Ethical and Responsible Decision Making

5.1 Standards of Behaviour

Bellevue actively promotes ethical and responsible decision-making through its Purpose, Vision and Objective, PACE Core Values and Code of Conduct. Any material breaches of the Code of Conduct are required to be reported by the Company Secretary to the Board.

The standards of behaviour expected of all Bellevue employees, Directors, officers, contractors and consultants are set out in the Code of Conduct, the PACE Core Values and various other policies.

Purpose and Values

Who we are, why we exist, how we behave and what we value

Vision, Purpose and Objective | **PACE Core Values** | **Code of Conduct**

Policies

Our commitment to, and expectations for, important areas of activity

- Anti-Bribery and Anti-Corruption Policy
- Artificial Intelligence Policy
- Climate Change Policy
- Continuous Disclosure and Communication Policy
- Contractor Indigenous Employment Standard
- Environmental Policy
- Equal Employment Opportunity and Diversity Policy
- Health and Safety Policy
- Human Rights Policy
- Minimum Shareholding Policy
- Non-Executive Director and Executive Remuneration Policy
- Performance Evaluation Policy
- Privacy Policy
- Risk Management Policy
- Social Media Policy
- Sustainability Policy
- Trading Policy
- Whistleblower Policy

For personal use only

5.2 Anti-Bribery and Anti-Corruption Policy

Bellevue has a zero-tolerance approach to bribery and corruption and is committed to acting professionally, fairly and with integrity in all business dealings. The Anti-Bribery and Anti-Corruption Policy provides information and guidance to those working for Bellevue on how to recognise and deal with bribery and corruption issues.

Any material breaches of the Anti-Bribery and Anti-Corruption Policy must be reported to the Board by Bellevue's Authorised Officers (who are detailed in the policy).

5.3 Conflicts of Interest

Directors have a duty to avoid conflicts of interest between the best interests of Bellevue and their own personal or commercial interests.

Directors have an obligation to be independent in judgment and actions and must disclose actual or potential conflicts of interest that may or might reasonably be thought to exist. Directors have an opportunity to declare any such interests upon appointment and should update this disclosure by notifying the Company Secretary in writing as soon as they become aware of any conflict. Directors are also expected to indicate to the Chair any actual or potential conflict of interest situation as soon as it arises. During FY26 there were no interests, positions, associations or relationships of the type described in Box 2.3 of the ASX Recommendations that were assessed by Bellevue as impacting on the independent judgement of the independent Directors.

The Board can request a Director to take reasonable steps to remove the conflict of interest. If a Director cannot or is unwilling to remove a conflict of interest then the Director must absent himself or herself from the room when discussion and voting occur on matters to which the conflict relates, unless in accordance with the *Corporations Act 2001* (Cth) (**Corporations Act**).

None of the Directors or Executives have familial relationships with the other Directors. Bellevue does not have a controlling shareholder, nor material government ownership.

5.4 Whistleblower Policy

The Whistleblower Policy supports Bellevue's commitment to creating and maintaining a culture of integrity and fair and honest dealing in its business activities. Bellevue encourages the reporting of any instances of suspected unethical, illegal, fraudulent, unacceptable or undesirable conduct involving Bellevue and provides protections and measures so that those persons who make a report may do so confidentially and without fear of intimidation or reprisal.

The purpose of the Whistleblower Policy is to help detect and address improper conduct and maintain a working environment in which employees are able to raise concerns regarding instances of improper conduct without fear of intimidation, disadvantage or reprisal.

The Whistleblower Policy outlines the processes for internal and external reporting, which includes an independent external whistleblower service provider (Stopline). The Whistleblower Policy also details how improper conduct will be investigated and the measures in place to protect those who report improper conduct.

All incidents reported under the policy must be reported to the Board by Bellevue's Whistleblower Protection Officer (who is detailed in the policy). Incidents reported through the Whistleblower Policy may include modern slavery incidents, per the Human Rights Policy.

5.5 Social Media Policy

The Social Media Policy regulates the use of social media by people associated with Bellevue to preserve Bellevue's reputation and integrity. The policy outlines requirements for compliance with confidentiality, governance, legal, privacy, and regulatory parameters when using social media to conduct company business.



5.6 Privacy Policy

The Privacy Policy explains how Bellevue manages personal information of individuals that interact with Bellevue, which includes representatives of Bellevue's suppliers, customers, business partners, landowners, industry association representatives, users of Bellevue's website, shareholders, job applicants, employees, Directors and officers. The policy details Bellevue's obligations and the rights of individuals that interact with Bellevue in relation to Bellevue's dealings with such persons' personal information.

5.7 Trading Policy

The Trading Policy outlines Bellevue's policy for Directors, officers, employees, consultants and contractors when dealing in Bellevue securities. Employees must obtain prior written approval from the Managing Director & Chief Executive Officer prior to dealing in Bellevue securities. Subject to specified exceptions, Directors and employees may not deal in Bellevue securities during explicit black-out periods which are set around financial reporting periods.

The Trading Policy also includes restrictions on dealing in Bellevue securities for people who work for, or are associated with, Bellevue.

Bellevue's Employee Securities Incentive Plan (which was approved by shareholders on 20 November 2025) and Trading Policy both include prohibitions on employees entering into arrangements in relation to unvested equity instruments or vested Bellevue securities that are subject to disposal restrictions (such as a holding lock) that would have the effect of limiting their economic exposure to holding the relevant securities.

For personal use only

6

Audit and Risk Management

6.1 Risk Management

Bellevue has a risk management system (which includes a Risk Management Policy, Risk Management Framework, Risk Appetite Statement and risk register) to ensure that risk management is integrated into all of Bellevue's operations. The risk management system is reviewed annually by the Audit and Risk Management Committee and such annual review occurred in FY26.

The Risk Management Policy provides that the primary objectives of Bellevue's risk management system are to ensure:

(a) all major sources of potential opportunity for and harm to Bellevue (both existing and potential) are identified, analysed, evaluated and treated appropriately;

(b) business decisions throughout the Company appropriately balance the risk and reward trade off;

(c) regulatory compliance and integrity in reporting are achieved; and

(d) Executives, the Board and investors understand the risk profile of Bellevue.

The Audit and Risk Management Committee has overall responsibility for risk management, however the Health, Safety and Sustainability Committee has specific responsibility for oversight of health and safety, environmental and sustainability risks and opportunities (including climate change risks). Executives report to the Audit and Risk Management Committee on Bellevue's risk management on an ongoing basis. The Executive team reviews, updates and meets to discuss the Corporate Risk Register regularly, which is then summarised with key risks, controls and actions which are reported to the Audit and Risk Management Committee at each meeting.

The Chief Financial Officer has responsibility for overseeing risk management within the Company. Risk management workshops are held periodically involving relevant personnel and business risks are continually monitored and reassessed in their entirety at least annually by the Board in accordance with the Risk Management Policy.

6.2 External Audit

Bellevue's external auditor has been Ernst & Young (**EY**) since 2 February 2021, as such the current tenure of the external auditors is 5.5 years. Representatives from EY will attend each annual general meeting and be available to answer questions from security holders relevant to the audit of Bellevue and the preparation and content of the auditor's report.

The Audit and Risk Management Committee is responsible for reporting to the Board on external audit arrangements, including:

(a) making recommendations to the Board on the appointment, re-appointment, replacement and remuneration of Bellevue's external audit firm;

(b) monitoring the effectiveness and independence of the external auditors and resolution of disagreements between Executives and the auditor regarding financial reporting;

(c) monitoring the performance of the external audit, including assessment of the quality and rigour of the audit, quality of the service provided and the audit firm's internal quality control procedures; and

(d) reviewing and assessing non-audit services to be provided by the external auditor, with particular consideration to the potential to impair or appear to impair the external auditors' independence.

6.3 Internal Audit

Given Bellevue's current size and level of activity, the Board does not consider it appropriate to have an internal audit function. Bellevue engages external advisors from time-to-time, including specific subject matter experts, to review specific areas of risk and risk management activities and procedures. The Board considers there to be sufficient processes in place for evaluating and continually improving the effectiveness of its governance, risk management and internal control processes.

6.4 Verification of Periodic Corporate Reports

Bellevue prepares periodic corporate reports for the benefit of investors which include annual reports, half year reports, quarterly reports and sustainability reports. Bellevue has a robust process for satisfying itself that such periodic corporate reports, which are not subject to audit or review by an external auditor, are materially accurate, balanced and provide investors with appropriate information to make informed investment decisions. This is done through a verification process undertaken by relevant Executives having primary responsibility and/or expertise in the relevant area. The Continuous Disclosure and Communications Policy details this process which includes the following reviews:

(a) reports relating to financial matters will be reviewed by the Chief Financial Officer and Managing Director & Chief Executive Officer;

(b) reports relating to reporting of exploration results, Mineral Resources or Ore Reserves will be reviewed by a Competent Person (as defined in the Joint Ore Reserves Committee's Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves) and a Competent Person consent form obtained; and

(c) reports relating to matters outside these areas, will be reviewed by the Managing Director & Chief Executive Officer and other relevant members of management having primary responsibility and/or expertise in the area. Where appropriate, management may engage Bellevue's lawyers, auditors, technical consultants or other advisors to review.

The Board reviews and approves statutory and other significant corporate reports prior to release. Once the verification process is complete and Directors have reviewed, all periodic reports are finally reviewed by the Managing Director & Chief Executive Officer and General Counsel and Company Secretary prior to release to the ASX.

6.5 Management Assurance

The Managing Director & Chief Executive Officer and Chief Financial Officer provide the Board with a declaration in accordance with section 295A of the Corporations Act for all financial statements that are lodged during the reporting period which provides that, in their opinion, the financial records of Bellevue have been properly maintained, the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of Bellevue and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.

For personal use only

6.6 Environmental, Social, Climate Change and Sustainability Risks

Bellevue, as a gold exploration and production company, faces inherent risks in its activities, including environmental and social risks, which may materially impact Bellevue's ability to create or preserve value for security holders over the short, medium or long term.

The role of the Health, Safety and Sustainability Committee is to monitor, review and make recommendations to the Board with regards to Bellevue's health, safety and sustainability strategies, processes and considerations in line with Bellevue's PACE Core Values. Bellevue has procedures for reporting on significant risks (as described in section 6.1 above) which includes ESG risks (including climate change risks).

Bellevue also transparently discloses environmental, social, climate change and sustainability data through its annual Sustainability Report where it reports against voluntary standards including the Global Reporting Initiative Standards (GRI) (for reporting on material sustainability information). Bellevue has included the new mandatory climate disclosures in the 2026 Sustainability Report (including the assurance statement), to align our reporting with the Australian Sustainability Reporting Standards (ASRS) / AASB S2 Climate-related Disclosures. Bellevue also reports in accordance with the *Modern Slavery Act 2018* (Cth) and published its second Modern Slavery Statement in 2025.

Bellevue is committed to operating its business in line with the core principles of sustainable development, and to this end, has a Sustainability Policy and a Health, Safety and Sustainability Committee. Bellevue's 2026 Sustainability Report is available on Bellevue's website.



7

Timely and Balanced Disclosure

7.1 Continuous Disclosure

The Continuous Disclosure and Communications Policy details how Bellevue ensures compliance with its continuous disclosure obligations under the Corporations Act and the ASX Listing Rules such that:

(a) all investors have equal and timely access to material information concerning Bellevue; and

(b) Bellevue's announcements are accurate, balanced and expressed in a clear and objective manner.

The Continuous Disclosure and Communications Policy:

(a) establishes a process to ensure that information about Bellevue which may be market sensitive and which may require disclosure is brought to the attention of the relevant person in a timely manner and is kept confidential; and

(b) sets outs obligations of Directors, officers, employees and contractors of Bellevue to ensure that Bellevue complies with its continuous disclosure obligations.

7.2 Periodic Reports and Material Announcements

The Audit and Risk Management Committee reviews and makes recommendations to the Board regarding approval of all financial reports.

The Continuous Disclosure and Communications Policy details how the Board ensures that Bellevue's periodic corporate reports which are not subject to audit or review by an external auditor are materially accurate, balanced and provide investors with appropriate information to make informed investment decisions, through a verification process undertaken by relevant Executives having primary responsibility and/or expertise in the relevant area.

The Continuous Disclosure and Communications Policy requires the Company Secretary to ensure that a copy of all material market announcements are circulated to the Board as soon as practicable after release.

The policy also mandates that where a new and substantive investor or analyst presentation is to be given, Bellevue will release a copy of the presentation materials on the ASX market announcements platform ahead of the presentation.

All ASX announcements must be approved by the Managing Director & Chief Executive Officer before they are announced other than:

(a) an ASX announcement relating to major company matters (for example, exploration or resource updates and quarterly, half year and annual reports) and/or potentially price sensitive matters, which requires Board approval; and

(b) matters of a routine or administrative nature which require disclosure, where the Company Secretary may disclose the information to the ASX (for example, Appendix 2A, 3G, 3B, 3H, 3X, 3Y or 3Z of the ASX Listing Rules).

For personal use only

8

Shareholder Communication and Engagement

8.1 Company Information

Bellevue's website (www.bellevuegold.com.au) contains:

(a) information about Bellevue's corporate governance (including links to Bellevue's corporate governance policies and charters);
(b) an overview of Bellevue's business, history, projects, vision and strategy;
(c) information about the Directors and Management Team;
(d) various investor, sustainability and media content; and
(e) key contact details.

ASX announcements, notices of meeting, reports, results, and other investor/external presentations are uploaded to Bellevue's website following release to the ASX and content is updated regularly.

8.2 Investor Relations and Shareholder Communications

Bellevue respects the rights of its shareholders and is committed to communicating effectively with them. The Continuous Disclosure and Communications Policy sets out how Bellevue communicates with shareholders and the market effectively and is designed to promote a two-way dialogue.

The Managing Director & Chief Executive Officer, the Chief Corporate Development Officer and the Company Secretary have the primary responsibility for communication with shareholders. Information is communicated through:

(a) continuous disclosure of material information to the ASX;
(b) periodic disclosure through the annual, half year and quarterly financial reports;
(c) notices of meetings and explanatory material;
(d) investor presentations;
(e) the annual general meeting; and
(f) Bellevue's website and other digital means.

Bellevue's website is updated with material announcements released to the ASX as soon as practicable after confirmation of release.

Bellevue engages with proxy advisors in respect of remuneration policy and environmental, governance and social issues, and participates in various investor and industry forums, conferences and roadshows.

Shareholders are able to make enquiries via telephone and Bellevue also welcomes electronic communications from its shareholders via the following email address: **investors@bgl.gold**

Upon admission onto Bellevue's share register, Bellevue's share registry provides shareholders with the option to receive communications from, and send communications to, Bellevue's security registry electronically including the Annual Report and Notice of Meeting and electronic voting. In addition, shareholders can be notified by email of all material announcements by subscribing to Bellevue's mailing list (which can be done via Bellevue's website).

8.3 Shareholder Participation at Meetings

Bellevue recognises the importance of shareholder interaction and supports shareholder participation at company meetings. Bellevue only has one class of shares on issue, being fully paid ordinary shares. Bellevue does not have classes of shares with unequal voting rights or an unequal ability to elect Directors.

Notices of annual general meetings (and notices of other general meetings) are posted on Bellevue's website and, upon election, may be emailed or posted to shareholders. Shareholders are invited to submit questions about or make comments on the management or performance of Bellevue. The Board encourages shareholders to attend the annual general meeting or to appoint a proxy to vote on their behalf if they are unable to attend. Shareholders are also provided an opportunity to ask questions at Bellevue's annual general meeting, which is also attended by Bellevue's external auditor (who can answer questions about the annual audit).

To ascertain the true will of shareholders attending and voting at meetings, whether they attend in person, or by proxy or other representative, the Continuous Disclosure and Communications Policy states that all substantive resolutions will be decided on a poll, rather than a show of hands.



For personal use only

DISCLOSURE AGAINST ASX RECOMMENDATIONS

Except as otherwise stated, Bellevue has followed the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (fourth edition) for the financial year ending 30 June 2026. The following table indicates where specific ASX Recommendations are addressed in this Corporate Governance Statement:

ASX Corporate Governance Council Principles and Recommendations	Met	Reference
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.	✓	Section 2.1
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.	✓	Section 2.8
1.3 A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	✓	Section 2.8
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.	✓	Section 2.3
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: (i) the measurable objectives set for that period to achieve gender diversity; (ii) the entity's progress towards achieving those objectives; and (iii) either: (A) the respective proportions of men and women on the board, in senior executive positions and across the whole workforce (including how the entity has defined "senior executive" for these purposes); or (B) if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act. If the entity was in the S&P/ASX 300 Index at the commencement of the reporting period, the measurable objective for achieving gender diversity in the composition of its board should be to not have less than 30% of its directors of each gender within a specified period.	✓	Section 4
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.	✓	Section 2.11
1.7 A listed entity should: (a) have and disclose a process for evaluating the performance of 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.	✓	Section 2.11
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: (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 attendance 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.	✓	Sections 2.5 and 3.1
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.	✓	Section 2.7
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.	✓	Sections 2.4 and 5.3
2.4 A majority of the board of a listed entity should be independent directors.	✓	Sections 2.4 and 2.6
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.	✓	Sections 2.2 and 2.6
2.6 A listed entity should have a program for inducting new directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as directors effectively.	✓	Section 2.10

For personal use only

ASX Corporate Governance Council Principles and Recommendations	Met	Reference
Principle 3 – Instil a culture of acting lawfully, ethically and responsibly		
3.1 A listed entity should articulate and disclose its values.	✓	Page 3
3.2 A listed entity should: (a) have and disclose a code of conduct for its directors, senior executives and employees; and (b) ensure that the board or a committee of the board is informed of any material breaches of that code.	✓	Section 5.1
3.3 A listed entity should: (a) have and disclose a whistleblower policy; and (b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.	✓	Section 5.4
3.4 A listed entity should: (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.	✓	Section 5.2
Principle 4 – Safeguard the integrity of corporate reports		
4.1 The board of a listed entity should: (a) 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 of those meetings; or (b) if it does not have an audit committee, disclose the fact and the process 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.	✓	Sections 2.5, 2.7 and 3.1
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 the 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.	✓	Section 6.5
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.	✓	Sections 6.4 and 7.2

ASX Corporate Governance Council Principles and Recommendations	Met	Reference
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.	✓	Section 7.1
5.2 A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	✓	Section 7.2
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.	✓	Section 7.2
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.	✓	Section 8.1
6.2 A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	✓	Section 8.2
6.3 A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	✓	Section 8.3
6.4 A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands.	✓	Section 8.3
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.	✓	Section 8.2
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: (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 processes it employs for overseeing the entity's risk management framework.	✓	Sections 2.5 and 3.1
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 set by the board; and (b) disclose, in relation to each reporting period, whether such a review has taken place.	✓	Section 6.1

For personal use only

ASX Corporate Governance Council Principles and Recommendations		Met	Reference
7.3	A listed entity should disclose: (a) if it has an internal audit function, how the function is structured and what role it performs; or (b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its governance, risk management and internal control processes.	✓	Section 6.3
7.4	A listed entity should disclose whether it has any material exposure to environmental or social risks and, if it does, how it manages or intends to manage those risks.	✓	Sections 6.1 and 6.6
Principle 8 – Remunerate fairly and responsibly			
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, 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 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.	✓	Sections 2.5 and 3.1
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.	✓	Section 2.9
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.	✓	Section 5.7



For personal use only

BELLEVUE
GOLD

Level 4, 1100 Hay Street
West Perth WA 6005

+61 8 6373 9000
admin@bgl.gold

bellevuegold.com.au