Appendix 4G

Key to Disclosures
Corporate Governance Council Principles and Recommendations

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Name of entity

Catalyst Metals Limited

ABN/ARBN

54 118 912 495

Financial year ended:

30 June 2026

Our corporate governance statement[1] for the period above can be found at:[2]

☐ These pages of our annual report:

☒ This URL on our website: https://catalystmetals.com.au/about-catalyst/corporate-governance/

The Corporate Governance Statement is accurate and up to date as at 21 October 2026 and has been approved by the board.

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

Date: 21 October 2026

Name of authorised officer authorising lodgement: Emma Wates
Company Secretary

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[1] "Corporate governance statement" is defined in Listing Rule 19.12 to mean the statement referred to in Listing Rule 4.10.3 which discloses the extent to which an entity has followed the recommendations set by the ASX Corporate Governance Council during a particular reporting period.

Listing Rule 4.10.3 requires an entity that is included in the official list as an ASX Listing to include in its annual report either a corporate governance statement that meets the requirements of that rule or the URL of the page on its website where such a statement is located. The corporate governance statement must disclose the extent to which the entity has followed the recommendations set by the ASX Corporate Governance Council during the reporting period. If the entity has not followed a recommendation for any part of the reporting period, its corporate governance statement must separately identify that recommendation and the period during which it was not followed and state its reasons for not following the recommendation and what (if any) alternative governance practices it adopted in lieu of the recommendation during that period.

Under Listing Rule 4.7.4, if an entity chooses to include its corporate governance statement on its website rather than in its annual report, it must lodge a copy of the corporate governance statement with ASX at the same time as it lodges its annual report with ASX. The corporate governance statement must be current as at the effective date specified in that statement for the purposes of Listing Rule 4.10.3.

Under Listing Rule 4.7.3, an entity must also lodge with ASX a completed Appendix 4G at the same time as it lodges its annual report with ASX. The Appendix 4G serves a dual purpose. It acts as a key designed to assist readers to locate the governance disclosures made by a listed entity under Listing Rule 4.10.3 and under the ASX Corporate Governance Council's recommendations. It also acts as a verification tool for listed entities to confirm that they have met the disclosure requirements of Listing Rule 4.10.3.

The Appendix 4G is not a substitute for, and is not to be confused with, the entity's corporate governance statement. They serve different purposes and an entity must produce each of them separately.

[2] Tick whichever option is correct and then complete the page number(s) of the annual report, or the URL of the web page, where your corporate governance statement can be found. You can, if you wish, delete the option which is not applicable.

[3] Throughout this form, where you are given two or more options to select, you can, if you wish, delete any option which is not applicable and just retain the option that is applicable. If you select an option that includes "OR" at the end of the selection and you delete the other options, you can also, if you wish, delete the "OR" at the end of the selection.

See notes 4 and 5 below for further instructions on how to complete this form.

ANNEXURE – KEY TO CORPORATE GOVERNANCE DISCLOSURES

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 1 – LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT			
1.1	A listed entity should have and disclose a board charter setting out: (a) the respective roles and responsibilities of its board and management; and (b) those matters expressly reserved to the board and those delegated to management.	☒ and we have disclosed a copy of our board charter at: https://catalystmetals.com.au/about-catalyst/corporate-governance/	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.2	A listed entity should: (a) undertake appropriate checks before appointing a director or senior executive or putting someone forward for election as a director; and (b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.	☒	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	☒	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.4	The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.	☒	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable

[4] Tick the box in this column only if you have followed the relevant recommendation in full for the whole of the period above. Where the recommendation has a disclosure obligation attached, you must insert the location where that disclosure has been made, where indicated by the line with "*insert location*" underneath. If the disclosure in question has been made in your corporate governance statement, you need only insert "our corporate governance statement". If the disclosure has been made in your annual report, you should insert the page number(s) of your annual report (eg "pages 10-12 of our annual report"). If the disclosure has been made on your website, you should insert the URL of the web page where the disclosure has been made or can be accessed (eg "www.entityname.com.au/corporate governance/charters/").

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

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Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
1.5	A listed entity should: (a) have and disclose a diversity policy; (b) through its board or a committee of the board set measurable objectives for achieving gender diversity in the composition of its board, senior executives and workforce generally; and (c) disclose in relation to each reporting period: (1) the measurable objectives set for that period to achieve gender diversity; (2) the entity's progress towards achieving those objectives; and (3) either: (A) the respective proportions of men and women on the board, in senior executive positions and across the whole workforce (including how the entity has defined "senior executive" for these purposes); or (B) if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act. If the entity was in the S&P / ASX 300 Index at the commencement of the reporting period, the measurable objective for achieving gender diversity in the composition of its board should be to have not less than 30% of its directors of each gender within a specified period.	☒ (a) we have disclosed a copy of our diversity policy at: https://catalystmetals.com.au/about-catalyst/corporate-governance/ (c) we have disclosed the information referred to in paragraph (c) at: 2026 Corporate Governance Statement Measurable objectives targeting 30% of each gender on the Board have been set.	☒ (b) as set out in our Corporate Governance Statement **OR**
1.6	A listed entity should: (a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and (b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	☒ and we have disclosed the evaluation process referred to in paragraph (a) at: https://catalystmetals.com.au/about-catalyst/corporate-governance/ and whether a performance evaluation was undertaken for the reporting period in accordance with that process at: 2026 Corporate Governance Statement	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable

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Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
1.7	A listed entity should: (a) have and disclose a process for evaluating the performance of its senior executives at least once every reporting period; and (b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	☒ and we have disclosed the evaluation process referred to in paragraph (a) at: https://catalystmetals.com.au/about-catalyst/corporate-governance/ and whether a performance evaluation was undertaken for the reporting period in accordance with that process at: 2026 Corporate Governance Statement	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable

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Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 2 - STRUCTURE THE BOARD TO BE EFFECTIVE AND ADD VALUE			
2.1	The board of a listed entity should: (a) have a nomination committee which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.	☒ [*If the entity complies with paragraph (a)*:] (a) (2) the nomination and remuneration committee is chaired by an independent director (a) (3) we have disclosed a copy of the charter of the committee at: https://catalystmetals.com.au/about-catalyst/corporate-governance/ and the information referred to in paragraphs (4) and (5) at: Directors Report section of the 2026 Annual Report and 2026 Corporate Governance Statement	☒ (a) (1) set out in our Corporate Governance Statement **OR**
2.2	A listed entity should have and disclose a board skills matrix setting out the mix of skills that the board currently has or is looking to achieve in its membership.	☒ and we have disclosed our board skills matrix at: 2026 Corporate Governance Statement (Annexure 1).	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable

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Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
2.3	A listed entity should disclose: (a) the names of the directors considered by the board to be independent directors; (b) if a director has an interest, position, affiliation or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position or relationship in question and an explanation of why the board is of that opinion; and (c) the length of service of each director.	☒ and we have disclosed the names of the directors considered by the board to be independent directors at: 2026 Corporate Governance Statement and, where applicable, the information referred to in paragraph (b) at: 2026 Corporate Governance Statement and the length of service of each director at: 2026 Corporate Governance Statement	☐ set out in our Corporate Governance Statement
2.4	A majority of the board of a listed entity should be independent directors.	☐	☒ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
2.5	The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	☒	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
2.6	A listed entity should have a program for inducting new directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as directors effectively.	☒	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
PRINCIPLE 3 – INSTIL A CULTURE OF ACTING LAWFULLY, ETHICALLY AND RESPONSIBLY			
3.1	A listed entity should articulate and disclose its values.	☒ and we have disclosed our values at: https://catalystmetals.com.au/about-catalyst/corporate-governance/	☐ set out in our Corporate Governance Statement
3.2	A listed entity should: (a) have and disclose a code of conduct for its directors, senior executives and employees; and (b) ensure that the board or a committee of the board is informed of any material breaches of that code.	☒ and we have disclosed our code of conduct at: https://catalystmetals.com.au/about-catalyst/corporate-governance/	☐ set out in our Corporate Governance Statement

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Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
3.3	A listed entity should: (a) have and disclose a whistleblower policy; and (b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.	☒ and we have disclosed our whistleblower policy at: https://catalystmetals.com.au/about-catalyst/corporate-governance/	☐ set out in our Corporate Governance Statement
3.4	A listed entity should: (a) have and disclose an anti-bribery and corruption policy; and (b) ensure that the board or committee of the board is informed of any material breaches of that policy.	☒ and we have disclosed our anti-bribery and corruption policy at: https://catalystmetals.com.au/about-catalyst/corporate-governance/	☐ set out in our Corporate Governance Statement

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PRINCIPLE 4 – SAFEGUARD THE INTEGRITY OF CORPORATE REPORTS			
4.1	The board of a listed entity should: (a) have an audit committee which: (1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and (2) is chaired by an independent director, who is not the chair of the board, and disclose: (3) the charter of the committee; (4) the relevant qualifications and experience of the members of the committee; and (5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.	☒ [*If the entity complies with paragraph (a):*] (a) (2) the audit and risk committee is chaired by an independent director (a) (3) we have disclosed a copy of the charter of the committee at: https://catalystmetals.com.au/about-catalyst/corporate-governance/ and the information referred to in paragraphs (4) and (5) at: Directors Report section of the 2026 Annual Report and and 2026 Corporate Governance Statement	☒ (a) (1) set out in our Corporate Governance Statement
4.2	The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.	☒	☐ set out in our Corporate Governance Statement
4.3	A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.	☒	☐ set out in our Corporate Governance Statement

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PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE			
5.1	A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.	☒ and we have disclosed our continuous disclosure compliance policy at: https://catalystmetals.com.au/about-catalyst/corporate-governance/	☐ set out in our Corporate Governance Statement
5.2	A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	☒	☐ set out in our Corporate Governance Statement
5.3	A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation.	☒	☐ set out in our Corporate Governance Statement
PRINCIPLE 6 – RESPECT THE RIGHTS OF SECURITY HOLDERS			
6.1	A listed entity should provide information about itself and its governance to investors via its website.	☒ and we have disclosed information about us and our governance on our website at: https://catalystmetals.com.au/about-catalyst/corporate-governance/	☐ set out in our Corporate Governance Statement
6.2	A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	☒	☐ set out in our Corporate Governance Statement
6.3	A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	☒ and we have disclosed how we facilitate and encourage participation at meetings of security holders at: https://catalystmetals.com.au/about-catalyst/corporate-governance/	☐ set out in our Corporate Governance Statement
6.4	A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands.	☒	☐ set out in our Corporate Governance Statement

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Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
6.5	A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	☒	☐ set out in our Corporate Governance Statement
PRINCIPLE 7 – RECOGNISE AND MANAGE RISK			
7.1	The board of a listed entity should: (a) have a committee or committees to oversee risk, each of which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.	☒ [*If the entity complies with paragraph (a):*] (a) (2) the audit and risk committee is chaired by an independent director (a) (3) we have disclosed a copy of the charter of the committee at: https://catalystmetals.com.au/about-catalyst/corporate-governance/ and the information referred to in paragraphs (4) and (5) at: Directors Report section of the 2026 Annual Report and 2026 Corporate Governance Statement	☒ (a) (1) set out in our Corporate Governance Statement
7.2	The board or a committee of the board should: (a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound and that the entity is operating with due regard to the risk appetite set by the board; and (b) disclose, in relation to each reporting period, whether such a review has taken place.	☒ and we have disclosed whether a review of the entity's risk management framework was undertaken during the reporting period at: 2026 Corporate Governance Statement	☐ set out in our Corporate Governance Statement

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Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
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.	☒ *[If the entity complies with paragraph (b):*] and we have disclosed the fact that we do not have an internal audit function and the processes we employ for evaluating and continually improving the effectiveness of our risk management and internal control processes at: 2026 Corporate Governance Statement	☐ set out in our Corporate Governance Statement
7.4	A listed entity should disclose whether it has any material exposure to environmental or social risks and, if it does, how it manages or intends to manage those risks.	☒ and we have disclosed whether we have any material exposure to environmental and social risks at: 2026 Corporate Governance Statement and Sustainability Report included in the 2026 Annual Report. and, if we do, how we manage or intend to manage those risks at: 2026 Corporate Governance Statement	☐ set out in our Corporate Governance Statement

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Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY			
8.1	The board of a listed entity should: (a) have a remuneration committee which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.	☒ [*If the entity complies with paragraph (a)*:] (a) (2) the nomination and remuneration committee is chaired by an independent director (a) (3) we have disclosed a copy of the charter of the committee at: https://catalystmetals.com.au/about-catalyst/corporate-governance/ and the information referred to in paragraphs (4) and (5) at: Directors Report section of the 2026 Annual Report and 2026 Corporate Governance Statement	☒ (a) (1) set out in our Corporate Governance Statement **OR**
8.2	A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.	☒ and we have disclosed separately our remuneration policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives at: https://catalystmetals.com.au/about-catalyst/corporate-governance/ and Directors Report section of the 2026 Annual Report	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
8.3	A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	☒ and we have disclosed our policy on this issue or a summary of it at: https://catalystmetals.com.au/about-catalyst/corporate-governance/	☐ set out in our Corporate Governance Statement **OR** ☐ we do not have an equity-based remuneration scheme and this recommendation is therefore not applicable **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable

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Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
ADDITIONAL RECOMMENDATIONS THAT APPLY ONLY IN CERTAIN CASES			
9.1	A listed entity with a director who does not speak the language in which board or security holder meetings are held or key corporate documents are written should disclose the processes it has in place to ensure the director understands and can contribute to the discussions at those meetings and understands and can discharge their obligations in relation to those documents.	☐ and we have disclosed information about the processes in place at: https://catalystmetals.com.au/about-catalyst/corporate-governance/	☐ set out in our Corporate Governance Statement **OR** ☒ we do not have a director in this position and this recommendation is therefore not applicable **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
9.2	A listed entity established outside Australia should ensure that meetings of security holders are held at a reasonable place and time.	☐	☐ set out in our Corporate Governance Statement **OR** ☒ we are established in Australia and this recommendation is therefore not applicable **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
9.3	A listed entity established outside Australia, and an externally managed listed entity that has an AGM, should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.	☐	☐ set out in our Corporate Governance Statement **OR** ☒ we are established in Australia and not an externally managed listed entity and this recommendation is therefore not applicable ☐ we are an externally managed entity that does not hold an AGM and this recommendation is therefore not applicable

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CORPORATE GOVERNANCE STATEMENT

This Corporate Governance Statement is current as at 21 October 2026 and has been approved by the Board.

This Corporate Governance Statement discloses the extent to which Catalyst Metals Limited (**Company**) has for the year ended 30 June 2026 followed the recommendations set by the ASX Corporate Governance Council in its publication Corporate Governance Principles and Recommendations (4th edition). The Recommendations are not mandatory; however, where a Recommendation has not been followed for any part of the reporting period, this has been identified below together with the reasons for not following it and any alternative governance practices adopted during that period.

The Company's Corporate Governance Policies are available on the Company's website at **https://catalystmetals.com.au/corporate-governance/**

RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
Principle 1: Lay solid foundations for management and oversight		
Recommendation 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	The Company has adopted a Board Charter that sets out the specific roles and responsibilities of the Board, the Chair and Board Committees and includes a description of those matters expressly reserved for the Board and those delegated to management. The Board Charter sets out the specific responsibilities of the Board, requirements as to the Board's composition, the roles and responsibilities of the Directors, Chairman and Company Secretary, the establishment, operation and management of Board Committees, Directors' access to Company records and information and details of the Board's performance review. A copy of the Company's Board Charter is available on the Company's website.
Recommendation 1.2 A listed entity should: (a) undertake appropriate checks before appointing a person, or putting forward to security holders a candidate for election, as a Director; and (b) provide security holders with all material information relevant to a decision on whether or not to elect or re-elect a Director.	YES	a) Prior to a candidate being considered for appointment as a director of the Company, appropriate enquiries are made as to the person's character, experience, education, criminal record and bankruptcy history. These checks were undertaken prior to the appointments of Ms Anna Shave and Mr Mark Connelly during the year. b) Shareholders are provided with relevant information on any directors standing for re-election at a general meeting of the Company, including relevant qualifications and experience.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
Recommendation 1.3 A listed entity should have a written agreement with each Director and senior executive setting out the terms of their appointment.	YES	The Company has entered into written agreements with all senior executives. It has also entered into letters of appointment with each of its non-executive Directors, setting out the key terms and conditions of their appointments. Material variations to these agreements are disclosed to the ASX to the extent required by the ASX Listing Rules.
Recommendation 1.4 The company secretary of a listed entity should be accountable directly to the Board, through the Chair, on all matters to do with the proper functioning of the Board.	YES	The Board Charter outlines the roles, responsibilities and accountability of the Company Secretary. In accordance with this, the Company Secretary is accountable directly to the Board, through the Chair, for all matters related to the proper functioning of the Board.
Recommendation 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 as at the end of 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	PARTIALLY	a) The Company has adopted a Diversity Policy, which allows the Board, subject to the size and operations of the Company, to set measurable objectives to assist the Company in achieving gender diversity. The Board will review the Company's progress in meeting these objectives and the effectiveness of these objectives annually. The Company is committed to establishing a workplace which demonstrates diversity and equal opportunity as a means of enhancing the Company's performance and organisational capabilities by recognising and utilising the contribution of the diverse skills and talents of its directors, officers and employees. Diversity may result from a range of factors including age, gender, ethnicity, cultural background or other personal factors. The Company values the differences between its people and the contribution these differences can make to the success of the Company.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
(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.31		The Nomination & Remuneration Committee (**NRC**) is responsible for recommending measurable objectives to the Board, in line with the Company's general personnel selection policy, and reporting to the Board on the Company's progress towards achieving these objectives annually. b) The Diversity Policy is available on the Company's website: (**https://catalystmetals.com.au/corporate-governance/**) c) Following the end of FY25 the Board established a measurable objective to achieve gender diversity in its Board composition, aiming for a target of at least 30% representation of each gender on the Board. The Company achieved 20% female representation of directors during FY26 (FY25: 0%) The NRC and Board will continue to monitor this measurable objective actively and also seek to improve its female representation in senior management roles and employees. The Board did not set any other measurable gender diversity objectives for the year ended 30 June 2026. The respective proportions of gender diversity on the Board, in senior management positions and across the whole organisation as at 30 June 2026 is detailed below.

Level	**30 June 2026**
Females on the Board	20%
Females in senior management roles*	14%

RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
		Female employees in the Group (excluding senior management roles*) | 15% * Senior management roles refer to the Managing Director and all senior personnel reporting to the Managing Director of to the Plutonic General Manager.
Recommendation 1.6 A listed entity should: (a) have and disclose a process for periodically evaluating the performance of the Board, its committees and individual Directors; and (b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.	YES	The NRC Charter outlines the process for reviewing and evaluating the performance of the Board, which requires the Board to meet annually with the specific purpose of reviewing the role of the Board and assessing its performance over the past year, including assessing ways to assist the Board in performing its duties more effectively. The Chairman and the Board regularly review the performance and composition of the Board considering issues or concerns as they arise. This internal process is conducted informally and relies on regular discussion between the Chairman and all Board members. The Board also annually reviews the performance of the Managing Director based on individual performance as well as a range of business and company-specific performance measures, which are set at the commencement of the financial year. Furthermore, the Chair meets regularly with the Managing Director to review and discuss operational and performance related matters The performance evaluations of individual directors are undertaken by the Chair, considering their performance and contribution to the Board throughout the year. The above performance evaluations have been undertaken for the 2026 financial year.
Recommendation 1.7 A listed entity should:	YES	The Managing Director is responsible for assessing the performance of key executives within the Company at least once every reporting period. This is carried out through a formal process involving a formal

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
(a) have and disclose a process for periodically evaluating the performance of its senior executives; and (b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.		meeting with each senior executive. Senior executives are evaluated based on agreed individual, team and group performance measures. Performance reviews for the senior executives for the 2026 financial year were conducted.
Principle 2: Structure the Board to add value		
Recommendation 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 attendances of the members at those meetings; or (b) if it does not have a nomination committee, disclose that fact and the processes it employs to address Board succession issues and to ensure that the Board has the appropriate balance of skills, experience, independence and knowledge of the entity to enable it to discharge its duties and responsibilities effectively.	PARTIALLY	The Company has an established Nomination and Remuneration Committee. The Committee Charter is available on the Company's website: (**https://catalystmetals.com.au/corporate-governance/**). From 30 June 2025 to 7 September 2025, the Nomination and Remuneration Committee comprised two non-executive directors, both of whom were assessed as independent directors during the year and one non-executive director who was not assessed as an independent director as outlined below. Given the composition of the Board at this time there was not another independent Director to be appointed to the Committee. • Robin Scrimgeour (Committee Chair and Independent Non-Executive Director) • David Jones (Independent Non-Executive Director); and • Bruce Kay (Non-Independent Non-Executive Director) From 8 September 2025 to 2 March 2026, the Committee comprised three members: • Anna Shave (Committee Chair and Independent Non-Executive Director); • David Jones (Independent Non-Executive Director); and • Robin Scrimgeour (Independent Non-Executive Director).

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
		From 2 March 2026 to the date of this statement, the Committee comprised three members: • Anna Shave (Committee Chair and Independent Non-Executive Director); • Mark Connelly (Independent Non-Executive Director); and • Robin Scrimgeour (Independent Non-Executive Director). Accordingly, the Committee is now chaired by an independent director and consists of a majority of independent directors. Details of Board Committee meetings and member attendance are provided in the Directors' Report in the Annual Report.
Recommendation 2.2 A listed entity should have and disclose a Board skill matrix setting out the mix of skills and diversity that the Board currently has or is looking to achieve in its membership.	YES	A board skills matrix has been developed and will be regularly reviewed by the Board to ensure it has an appropriate mix of skills, experience and diversity to conduct its operations in an effective manner. The skills matrix is **attached** in Annexure 1. Details of each of the Director's skills and experience are also outlined in the Company's Annual Report.
Recommendation 2.3 A listed entity should disclose: (a) the names of the Directors considered by the Board to be independent Directors; (b) if a Director has an interest, position, association or relationship of the type described in Box 2.3 of the ASX Corporate Governance Principles and Recommendation (4th Edition), but the Board is of the opinion that it does not compromise the independence of the Director, the nature of the	YES	The Board has assessed the independence of each director in accordance with the ASX Corporate Governance Principles and Recommendations. The independent directors during the financial year were: • Mr Mark Connelly – Independent Non-executive Chairperson (appointed 2 March 2026); • Mr David Jones – Independent Non-executive Chairperson (resigned 2 March 2026); • Mr Robin Scrimgeour – Independent Non-executive Director; and

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<table>
<tr><th>RECOMMENDATIONS (4TH EDITION)</th><th>COMPLY</th><th>EXPLANATION</th></tr>
<tr><td>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</td><td></td><td>• Ms Anna Shave – Independent Non-executive Director.

Mr James Champion de Crespigny is not considered an independent director by virtue of his position as Managing Director of the Company.

Mr Bruce Kay is not considered an independent director as he provides regular consultancy services to the Company.

Mr Robin Scrimgeour has served on the Board since 1 September 2009. The Board (excluding Mr Scrimgeour) has considered his length of tenure and remains of the view that Mr Scrimgeour continues to exercise objective and independent judgement, is not influenced by management, and that his extensive knowledge of the Company's operations enhances the effectiveness of the Board. The Board will continue to assess Mr Scrimgeour's independence annually.

The length of service of each director is set out below, and disclosed in its Annual Report:

<table>
<tr><th>Director</th><th>Appointment date</th></tr>
<tr><td>Mr Mark Connelly</td><td>2 March 2026</td></tr>
<tr><td>Mr David Jones</td><td>1 October 2023
(resigned 2 March 2026)</td></tr>
<tr><td>Mr Robin Scrimgeour</td><td>1 September 2009</td></tr>
<tr><td>Mr Bruce Kay</td><td>9 February 2011</td></tr>
</table>
</td></tr>
</table>

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
		<table><tr><td>Mr James Champion de Crespigny</td><td>12 November 2021</td></tr><tr><td>Ms Anna Shave</td><td>8 September 2025</td></tr></table>
Recommendation 2.4 A majority of the Board of a listed entity should be independent Directors.	PARTIALLY	From 1 July 2025 to 7 September 2025 the Board comprised four directors, of whom two were independent directors. Following the appointment of Anna Shave on 8 September 2025 the Board has a comprised a majority of independent directors. The Board will continue to evaluate and consider future additions to the Board having regard to the required skills, experience and diversity required by the Company to support its continued growth.
Recommendation 2.5 The Chair of the Board of a listed entity should be an independent Director and, in particular, should not be the same person as the CEO of the entity.	YES	The Board Charter provides that, where practical, the Chair of the Board should be an independent Director and should not be the CEO/Managing Director. The Company's Chair, Mr Mark Connelly (appointed 2 March 2026), is considered an independent director, and he does not hold the role of CEO. Prior to Mr Connelly's appointment, the Chair was David Jones (resigned 2 March 2026) who was also an independent director and did not hold the role of CEO.
Recommendation 2.6 A listed entity should have a program for inducting new Directors and providing appropriate professional development opportunities for continuing Directors to develop and maintain the skills and knowledge needed to perform their role as a Director effectively.	YES	New directors are provided with an induction including comprehensive briefings with the Chair and Managing Director, provision of material information on the Company, including Company and Board policies. All directors are expected to maintain the skills required to effectively discharge their obligations to the Company. Directors are encouraged to undertake professional development programs and training to develop and maintain the skills and knowledge needed

RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
		to perform their role as directors of the Company, which is reviewed annually.
Principle 3: Act ethically and responsibly		
Recommendation 3.1 A listed entity should articulate and disclose its values.	YES	The Company's values are: • Safety: the health, safety and welfare of our employees and the community is of paramount importance; • Balance: achieving a balance between economic development, maintenance of the environment and social responsibility; • Recognition: recognising, valuing and rewarding the individual contribution of each employee; • Respect: acting fairly and with respect, maintaining good relationships; and • Integrity: acting honestly, lawfully and ethically. The Company's values are available in the Code of Conduct, which is published on the Company's website: (**https://catalystmetals.com.au/corporate-governance/**)
Recommendation 3.2 A listed entity should: (a) have a code of conduct for its Directors, senior executives and employees; and (b) disclose that code or a summary of it.	YES	The Company's Code of Conduct sets out a statement of the Company's identity, purpose and commitment to values, including the Company's primary objective of maximising shareholder returns through the exploration and mining of minerals whilst acting lawfully, ethically and responsibly. A copy of the Code of Conduct is available at the Company's website: (**https://catalystmetals.com.au/corporate-governance/**)

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
		Material breaches of the Code are required to be reported to the Board. No breaches have been reported in the financial year ended 30 June 2026.
Recommendation 3.3 A listed entity should: (a) have and disclose a whistleblower policy; and (b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.	YES	The Company has a Whistleblower Policy which provides an independent mechanism for the legitimate reporting of illegal or unethical practices by company employees. A copy of the Whistleblower Policy is available on the Company's website: (**https://catalystmetals.com.au/corporate-governance/**) The Authorised Officers will report to the Board any material incidents reported under the Whistleblower Policy. No incidents have been reported in the financial year ended 30 June 2026.
Recommendation 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	YES	The Company has established an Anti-Bribery and Corruption Policy to provide a framework for the Company to conduct its business activities fairly, honestly and with integrity and in compliance with all applicable laws, rules and regulations. A copy of the Anti-Bribery and Corruption Policy is available on the Company's website: (**https://catalystmetals.com.au/corporate-governance/**) Material breaches of the Anti-Bribery and Corruption Policy should be reported to the Board by the Compliance Officer. No breaches have been reported in the financial year ended 30 June 2026.
Principle 4*: Safeguard integrity in financial reporting*		
Recommendation 4.1 The Board of a listed entity should:	PARTIALLY	The Company has an established Audit and Risk Committee. The Committee Charter is available on the Company's website: (**https://catalystmetals.com.au/corporate-governance/**). From 30 June 2025 to 7 September 2025, the Audit & Risk Committee

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(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 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 financial reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.		comprised two non-executive directors, both of whom were assessed as independent directors during the year and one non-executive director who was not assessed as an independent director as outlined below. Given the composition of the Board at this time there was not another independent Director to be appointed to the Committee. • Robin Scrimgeour (Committee Chair and Independent Non-Executive Director) • David Jones (Independent Non-Executive Director); and • Bruce Kay (Non-Independent Non-Executive Director) From 8 September 2025 to 2 March 2026, the Committee comprised three members: • Anna Shave (Committee Chair and Independent Non-Executive Director); • David Jones (Independent Non-Executive Director); and • Robin Scrimgeour (Independent Non-Executive Director). From 2 March 2026 to the date of this statement, the Committee comprised three members: • Anna Shave (Committee Chair and Independent Non-Executive Director); • Mark Connelly (Independent Non-Executive Director); and • Robin Scrimgeour (Independent Non-Executive Director). Accordingly, the Committee is chaired by an independent director and consists of a majority of independent directors. Details of Board Committee meetings and member attendance are provided in the Directors' Report in the Annual Report. The relevant qualifications and experience of the members of the Committee are set out in the Directors' Report in the Annual Report.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
Recommendation 4.2 The Board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.	YES	The Company's Audit and Risk Committee Charter requires the CEO and CFO (or, if none, the person(s) fulfilling those functions) to provide a sign-off on these terms. Before approving the Company's financial statements for the half-year ended 31 December 2025 and the financial year ended 30 June 2026, the Board received declarations from the Managing Director and the Chief Financial Officer in accordance with Recommendation 4.2.
Recommendation 4.3 A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.	YES	The Company has practices in place to verify the integrity of the Company's periodic reports which are not audited or reviewed by an external auditor, to satisfy the Board that each periodic report is materially accurate, balanced and provides investors with appropriate information to make informed market decisions. Material non-audited periodic reports are prepared by, or under the supervision of, subject-matter experts from senior management before being reviewed and approved by the Managing Director, Chief Financial Officer, Investor Relations Manager, Company Secretary and Competent Person, as applicable and then finally reviewed and authorised for release to the market by the Board. In the event further legal or financial review is required, the proposed disclosure is run past the Company's advisors, lawyers, or auditors (as appropriate) for review.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
Principle 5: Make timely and balanced disclosure		
Recommendation 5.1 A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.	YES	The Company has a formal written policy for the continuous disclosure of any price sensitive information concerning the Company, which is available on the Company's website: (**https://catalystmetals.com.au/corporate-governance/**)
Recommendation 5.2 A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	YES	Market announcements are circulated to the Board for review prior to release, and the proposed date for lodgement is noted. The Board receives confirmation of the lodgement of material announcements after they have been made.
Recommendation 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	The Company's Continuous Disclosure Policy requires that any new and substantive investor presentations be lodged with ASX prior to the investor briefing commencing.
Principle 6: *Respect the rights of security holders*		
Recommendation 6.1 A listed entity should provide information about itself and its governance to investors via its website.	YES	Information about the Company, its mining projects and its corporate governance, including copies of the Company's various corporate governance policies and charters, are available on its website.
Recommendation 6.2 A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.	YES	The Company has adopted a Shareholder Communications Strategy which aims to promote and facilitate effective two-way communication with investors. The Strategy outlines a range of ways in which information is communicated to shareholders and is available on the Company's website.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
		A copy of the Shareholders Communication Policy is available on the Company's website: (**https://catalystmetals.com.au/corporate-governance/**)
Recommendation 6.3 A listed entity should disclose the policies and processes it has in place to facilitate and encourage participation at meetings of security holders.	YES	The Shareholders Communication Policy referred to above includes measures designed to facilitate and encourage shareholder participation at meetings. The Company's website provides links to all announcements released to the ASX. Shareholders are encouraged to attend and actively participate in all shareholder meetings, including raising questions to the Board and management.
Recommendation 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	YES	The Company intends to ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands. All resolutions at the 2025 AGM were decided on a poll.
Recommendation 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	The Company's share register is currently maintained by Automic Registry Services. Shareholders have the option of receiving shareholder communications from the Company and Automic electronically, unless an original signature or documents are required.
Principle 7: Recognise and manage risk		
Recommendation 7.1 The Board of a listed entity should: (a) have a committee or committees to oversee risk, each of which:	PARTIALLY	The Company has an established Audit and Risk Committee. The Committee Charter is available on the Company's website: (**https://catalystmetals.com.au/corporate-governance/**). From 30 June 2025 to 7 September 2025, the Audit & Risk Committee comprised two non-executive directors, both of whom were assessed as independent directors during the year and one non-

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
(i) has at least three members, a majority of whom are independent Directors; and (ii) is chaired by an independent Director, and disclose: (iii) the charter of the committee; (iv) the members of the committee; and (v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the process it employs for overseeing the entity's risk management framework.		executive director who was not assessed as an independent director as outlined below. Given the composition of the Board at this time there was not another independent Director to be appointed to the Committee. • Robin Scrimgeour (Committee Chair and Independent Non-Executive Director) • David Jones (Independent Non-Executive Director); and • Bruce Kay (Non-Independent Non-Executive Director) From 8 September 2025 to 2 March 2026, the Committee comprised three members: • Anna Shave (Committee Chair and Independent Non-Executive Director); • David Jones (Independent Non-Executive Director); and • Robin Scrimgeour (Independent Non-Executive Director). From 2 March 2026 to the date of this statement, the Committee comprised three members: • Anna Shave (Committee Chair and Independent Non-Executive Director); • Mark Connelly (Independent Non-Executive Director); and • Robin Scrimgeour (Independent Non-Executive Director). Accordingly, the Committee is chaired by an independent director and consists of a majority of independent directors. Details of Board Committee meetings and member attendance are provided in the Directors' Report in the Annual Report.
Recommendation 7.2 The Board or a committee of the Board should:	YES	The Audit and Risk Committee is responsible for assisting the Board in overseeing the Company's risk management and internal control framework. While responsibility for internal controls and risk

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
(a) review the entity's risk management framework with management at least annually to satisfy itself that it continues to be sound; and (b) disclose in relation to each reporting period, whether such a review has taken place.		management is delegated to the appropriate levels of management, the Managing Director holds ultimate accountability to the Board for the effectiveness of the risk management and control framework. The Committee works closely with management to identify and manage operational, financial, and compliance risks that may impact the Company's ability to achieve its objectives. The Board has undertaken a review of the risk framework and risk register during the financial year. The Board and executive management regularly consider and evaluate material risks facing the business and mitigation strategies to address these risks at Board meetings.
Recommendation 7.3 A listed entity should disclose: (a) if it has an internal audit function, how the function is structured and what role it performs; or (b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its risk management and internal control processes.	YES	The Company does not have a separate internal audit function, as the Board believes that existing internal controls and management systems provide sufficient assurance that the Company's risk management, governance and internal control processes operate effectively. The Company will continue to review this assessment as the level of business operations evolve and grow. Operational, financial, legal, compliance and strategic risks are managed as part of the day-to-day management of the Company's affairs with the support of relevant external professional advisers as required. Management is further responsible for undertaking and assessing the effectiveness of risk management and internal control. The Board. through the Audit and Risk Committee oversees and monitors the effectiveness of these processes.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
Recommendation 7.4 A listed entity should disclose whether it has any material exposure to environmental and social sustainability risks and, if it does, how it manages or intends to manage those risks.	Yes	The Company undertakes mining and mineral exploration activities and recognises that there are inherent risks in conducting its business operations. Material risks related to environmental and social sustainability include mining and operational risks, health and safety, community and environmental risks, climate-related risks (both physical and transition), water management, tailings storage, mine closure and rehabilitation obligations, Aboriginal cultural heritage, and compliance and regulatory risks. While some of these risks are outside the Company's direct control and require mitigation strategies, others are managed through established operational and management systems. The systems and processes implemented to manage material risks include monthly operations and financial reporting; regular reports to the Board by management and/or independent advisers outlining the nature of particular risks and related risk mitigation measures; clearly defined management responsibilities and organisational structure; delegated limits of authority; treasury and accounting controls and reconciliations; introduction of comprehensive management reporting systems; budgeting and strategic planning processes; segregation of duties and supervision; appropriate policies and procedures that are widely disseminated to employees; development of integrated management systems; and specific health and safety policies and procedures. Further details in regard to environmental and social sustainability risks are outlined in the Company's Sustainability Report included in the 2026 Annual Report.
Principle 8: Remunerate fairly and responsibly		
Recommendation 8.1		The Company has an established Nomination and Remuneration Committee. The Committee Charter is available on the Company's

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
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.	PARTIALLY	website: (**https://catalystmetals.com.au/corporate-governance/**). From 30 June 2025 to 7 September 2025, the Nomination and Remuneration Committee comprised two non-executive directors, both of whom were assessed as independent directors during the year and one non-executive director who was not assessed as an independent director as outlined below. Given the composition of the Board at this time there was not another independent Director to be appointed to the Committee. • Robin Scrimgeour (Committee Chair and Independent Non-Executive Director) • David Jones (Independent Non-Executive Director); and • Bruce Kay (Non-Independent Non-Executive Director) From 8 September 2025 to 2 March 2026, the Committee comprised three members: • Anna Shave (Committee Chair and Independent Non-Executive Director); • David Jones (Independent Non-Executive Director); and • Robin Scrimgeour (Independent Non-Executive Director). From 2 March 2026 to the date of this statement, the Committee comprised three members: • Anna Shave (Committee Chair and Independent Non-Executive Director); • Mark Connelly (Independent Non-Executive Director); and • Robin Scrimgeour (Independent Non-Executive Director). Accordingly, the Committee is chaired by an independent director and consists of a majority of independent directors.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
		Details of Board Committee meetings and member attendance are provided in the Directors' Report in the Annual Report.
Recommendation 8.2 A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.	YES	The Nomination and Remuneration Committee (**NRC**) Charter provides that the NRC is responsible for establishing the policies and practices of the Company regarding the remuneration of directors and other senior executives and reviewing all components of the remuneration framework, advising the Board on the composition of the Board and its committees, reviewing the performance of the Board, its committees and the individual directors, ensuring the proper succession plans are in place and advising the Board in respect of the effectiveness of its corporate governance policies and developments in corporate governance. The NRC makes specific recommendations in relation to compensation arrangements for executive and non-executive directors including with respect to all equity-based remuneration plans. The structure for the remuneration of non-executive directors and senior executives is separate and distinct. Non-executive directors are remunerated by way of fixed fees within the aggregate fee pool approved by shareholders and do not receive performance-based remuneration. Details of the Company's remuneration policies are set out in the Remuneration Report section of the 2026 Annual Report.

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RECOMMENDATIONS (4TH EDITION)	COMPLY	EXPLANATION
Recommendation 8.3 A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	YES	Where the Company grants securities under an equity-based remuneration scheme, participants are prohibited from entering into arrangements for the hedging, or otherwise limiting their exposure to risk in relation to unvested shares, options or rights issued or acquired under the scheme. Any person who is covered under the Company's Share Trading Policy is prohibited from entering into any transaction to hedge securities held in the Company or from entering into margin loans against their shareholdings in the Company.

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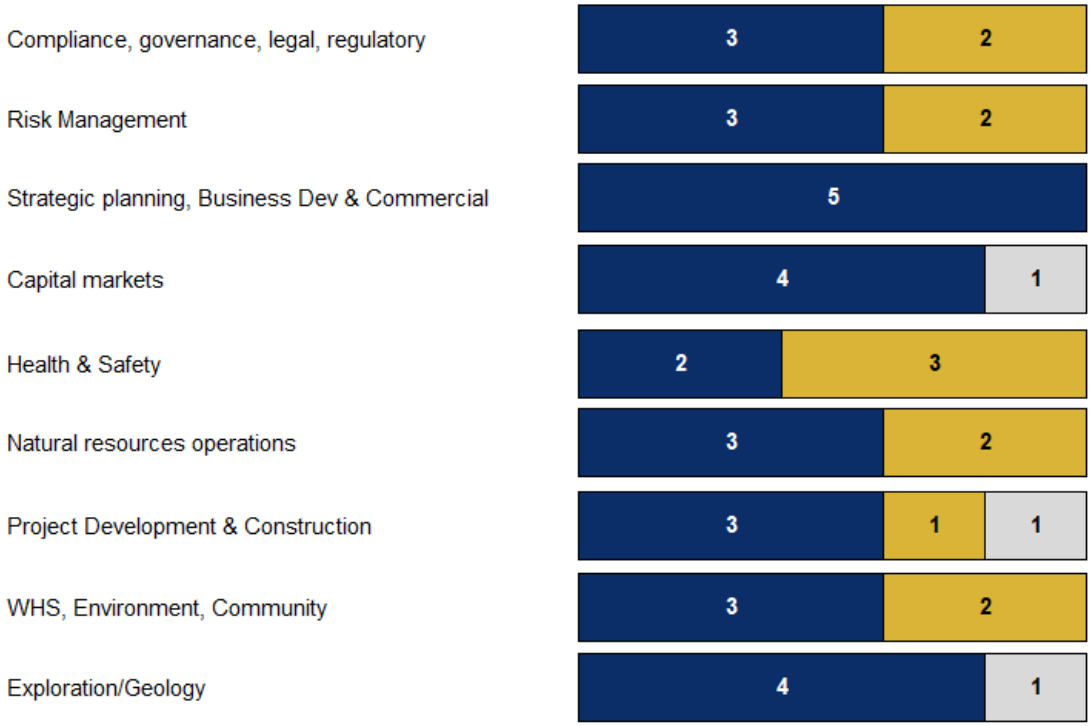
Annexure 1 – Skills Matrix

Skills Matrix

The following matrix summarises the skills and attributes of the Board:

Where: Highly Skilled Directors | Skilled Directors | Directors with awareness

Industry experience



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