CORPORATE GOVERNANCE STATEMENT

The Evolution Energy Minerals Limited (**Evolution** or the **Company**) board of directors (the **Board)** has established a corporate governance framework, including corporate governance policies, procedures and charters.

A copy of these charters, procedures and policies are available on the governance page of Evolution's website located at https://evolutionenergyminerals.com.au/corporate/#corporate-governance.

As a listed entity, Evolution must comply with Australian laws including the *Corporations Act 2001* (Cth) ("**Corporations Act**") and the Australian Securities Exchange Listing Rules (the "**ASX Listing Rules**"), and to report against the ASX Corporate Governance Council's Principles and Recommendations (4th Edition) (the "**Recommendations**").

This Corporate Governance Statement is current as at 30 September 2026 and has been approved by the Board of Evolution.

Principles and Recommendations	Comply (Yes/No)	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 Board has established a Board Charter. The Board has adopted a formal Board Charter that details the Board's role, authority, responsibilities, membership and operations, and will be available under Corporate Governance on our website at: www.evolutionenergyminerals.com.au. The Charter sets out the matters specifically reserved for the Board, requirements as to the Board's composition, the roles and responsibilities of the Chairman and Company Secretary, the establishment, operation and management of Board Committees, Directors' access to Company records and information, details of the Board's relationship with management, details of the Board's performance review and details of the Board's disclosure policy.
Recommendation 1.2 *A listed entity should:* *(a) undertake appropriate checks before appointing a director or senior executive, or putting forward to security holders a candidate for election, as a director; and* *(b) provide security holders with all material information in its possession relevant to a decision*	**YES**	The Company undertakes appropriate checks before appointing a person or putting forward to security holders a candidate for election, as a Director including checks in respect of character, experience, education, criminal record and bankruptcy history. All material information relevant to a decision on whether to elect or re-elect a Director will be provided to Shareholders in any notice of meeting pursuant to which the resolution to elect or re-elect such Director will be voted on.

Principles and Recommendations	Comply (Yes/No)	Explanation
on whether or not to elect or re-elect a director.		
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**	All new directors are appointed through a written agreement with the Company that sets out their duties, rights and responsibilities. The Company has written agreements in place with each of its Directors and senior executives.
Recommendation 1.4 *The Company Secretary of a listed entity should be accountable directly to the Board, through the Chair, on all matters to do with the proper functioning of the Board.*	**YES**	The Company Secretary is appointed by the Board. The Company Secretary is accountable to the Board through the Chairman on matters regarding the proper functioning of the Board, including assisting the Board and any of its committees with meetings and directors' duties, advising the Board on corporate governance matters, and acting as the interface between the Board and senior executives. The role of the Company Secretary is described in more detail in the Board Charter.
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 in relation to each reporting period:* *(i) the measurable*	**NO**	The Company maintains a diversity policy at https://evolutionenergyminerals.com.au/corporate/#corporate-governance. Evolution has not adopted measurable gender diversity objectives for the past financial year given the scope of activity and employee numbers, nor assessed diversity related objectives and the entity's progress in achieving them. Once the Company establishes solid human resource numbers, measurable objectives will then have content in terms of reporting. Evolution supports the fundamental premise of the recommendation contained in the ASX Principles requiring diversity in the workplace. As at 30 June 2026, the female representation on the Board was 25% (one of four Directors) and there were no women in senior executive positions. Evolution is not a "relevant employer" under the Workplace Gender Equality Act 2012 (Cth) because it is not a registered higher education provider or an employer of 100 or more employees in Australia. The Company was not part of the S&P/ASX 300 Index at the commencement of the reporting period.

Principles and Recommendations	Comply (Yes/No)	Explanation
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*		

Principles and Recommendations	Comply (Yes/No)	Explanation
"Gender Equality Indicators", as defined in the Workplace Gender Equality 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.*		
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 for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.*	**YES**	The Board considers the evaluation of its own and senior executive performance as fundamental to establishing a culture of performance and accountability. Responsibility for the periodic evaluation of the performance of the Board, its committees and individual Directors has been delegated to the Nomination and Remuneration Committee (NRC). The NRC meets periodically to review the performance of the Board, its committees and each Director, having regard to the Board skills matrix, each Director's participation, preparedness and contribution, and any information obtained from management or external sources. Following its review, the NRC prepares a proposal on its findings and any recommended actions, which is submitted to the Managing Director and then to the Chairman for comment before being put to the Board as a whole for formal consideration and approval. The Board is given the opportunity to raise any matter, suggestion for improvement or criticism when the proposal is considered. The NRC was reconstituted on 25 August 2026, after the end of the 2026 reporting period. A performance evaluation of the Board and individual Directors was not undertaken in respect of the 2026 reporting year. The NRC intends to undertake a performance evaluation in respect of the 2027 reporting year in accordance with the process described above.

Principles and Recommendations	Comply (Yes/No)	Explanation
Recommendation 1.7 *A listed entity should:* *(a) have and disclose a process for evaluating the performance of its senior executives at least once every reporting period; and* *(b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.*	**YES**	The Board is responsible for evaluating the performance of the Company's senior executives on an annual basis. A senior executive, for these purposes, means key management personnel (as defined in the Corporations Act) other than a non-executive Director. Since its reconstitution in August 2026, the Nomination and Remuneration Committee assists the Board in this process (see Recommendations 2.1 and 8.1). During the 2026 reporting period, a performance and salary review of the Managing Director was undertaken by the Board in September 2025. The Managing Director was the Company's only senior executive during the period.
PRINCIPLE 2: STRUCTURE THE BOARD TO BE EFFECTIVE AND 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*	**NO**	The Board has the ability under the Company's Constitution to delegate its powers and responsibilities to Committees of the Board. The Board has established a Nomination and Remuneration Committee (NRC). The NRC was reconstituted on 25 August 2026 following the appointment of two new Directors in May 2025. The members of the NRC are John Kay (Company Secretary and Chair of the NRC), David Naoum (independent Non-Executive Director) and Gemma Cryan (independent Non-Executive Director). The Chairman and the Managing Director attend NRC meetings by invitation as required. The NRC is governed by a Charter at https://evolutionenergyminerals.com.au/corporate/#corporate-governance, which sets out its role, authority, responsibilities, membership and operations.

Principles and Recommendations	Comply (Yes/No)	Explanation
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, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.*		The NRC was reconstituted after the end of the 2026 reporting period and accordingly did not meet during that period. The NRC held its first meeting on 25 August 2026, which was attended by all members. The NRC does not comply with Recommendation 2.1 in that it is chaired by the Company Secretary rather than an independent Director. Given the size of the Board (four Directors, two of whom are independent) and the Company's current scale of operations, the Board considers this structure appropriate: a majority of the NRC's members are independent Directors, the NRC independently develops its recommendations, and all recommendations are submitted to the Board as a whole for approval. The Board regularly reviews its structure and membership to ensure it maintains an appropriate balance of competencies and perspectives necessary to effectively discharge its duties and responsibilities.

<table>
<tr><th>Principles and Recommendations</th><th>Comply (Yes/No)</th><th>Explanation</th></tr>
<tr><td>Recommendation 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.</td><td>YES</td><td>The Company's objective is to have an appropriate mix of expertise and experience on the Board, and where appropriate its committees, so that the Board can effectively discharge its corporate governance and oversight responsibilities.

The areas of expertise considered by the Board to be critical and a summary of the experience, skills and attributes of the Board is shown in the table below. Each Director has been assessed against each area on a scale of 1 (not evidenced) to 5 (strong / clearly evidenced). The Board score shown is the average across the four current Directors:

<table>
<tr><th>Experience, skills and attributes</th><th>Board</th></tr>
<tr><td>Corporate leadership

Successful experience in CEO/Managing Director and/or other senior corporate leadership roles</td><td>4.0</td></tr>
<tr><td>African experience

Senior experience in African locations</td><td>3.5</td></tr>
<tr><td>Metals and mining exploration

Relevant industry (resources, mining, exploration) experience</td><td>4.5</td></tr>
<tr><td>Other board level experience

Directors of other listed entities (last 3 years)</td><td>3.8</td></tr>
<tr><td>Project development

Resources capital project development and management</td><td>4.0</td></tr>
<tr><td>Strategy

Development and implementation of corporate strategy</td><td>4.0</td></tr>
<tr><td>Capital markets and business development

Experience and capability in equity financing, joint ventures, mergers and acquisitions</td><td>4.5</td></tr>
<tr><td>Corporate Governance</td><td>4.5</td></tr>
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<tr><th>Principles and Recommendations</th><th>Comply (Yes/No)</th><th>Explanation</th></tr>
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<table>
<tr><td>Demonstrated commitment to high standards of corporate governance, including board, senior executive or equivalent experience or background which demonstrates a commitment to a high level of corporate governance</td><td></td></tr>
<tr><td>Risk management and compliance

Senior executive experience in operational risk management, including identification, monitoring, mitigation and compliance</td><td>4.5</td></tr>
<tr><td>Health and Safety

Relevant experience in workplace health and safety, implementing health, safety and wellbeing strategies, and proactive identification and prevention of health and safety risks</td><td>4.0</td></tr>
</table>

Details of the skills, experiences and expertise of each director will be set out in the Company's annual report and on the Company's website under Board and Management at: www.evolutionenergyminerals.com.au.</td></tr>
<tr><td>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 or relationship of the type described in Box 2.3 of the ASX Corporate Governance Principles and Recommendations (4th Edition), 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</td><td>YES</td><td>The Board's assessment of the independence of each current director is set out below. The Company has accepted the definition of "independence" in the Recommendations in making the above assessments of independence.

<table>
<tr><th>Name</th><th>Status</th><th>Appointment Date</th><th>Length</th></tr>
<tr><td>Paul Atherley</td><td>Non-Executive Chairman
Non-Independent</td><td>7 April 2025</td><td>17 months</td></tr>
<tr><td>Craig Moulton</td><td>Managing Director
Non-Independent</td><td>15 August 2024</td><td>25 months</td></tr>
<tr><td>David Naoum</td><td>Non-Executive Director
Independent</td><td>28 May 2025</td><td>16 months</td></tr>
<tr><td>Gemma Cryan</td><td>Non-Executive Director
Independent</td><td>28 May 2025</td><td>16 months</td></tr>
</table>

Details regarding the Chairman and the Directors, including experience and qualifications, are set out in the Company's Annual Report and available on the Company's website under Board and Management at www.evolutionenergyminerals.com.au.</td></tr>
</table>

Principles and Recommendations	Comply (Yes/No)	Explanation
an explanation of why the Board is of that opinion; and *(c) the length of service of each Director.*		
Recommendation 2.4 *A majority of the Board of a listed entity should be independent Directors.*	**NO**	The Board currently comprises a total of four directors, two of whom are independent – as such, independent directors currently do not comprise the majority of the Board. The Company believes that with the current composition, it can function effectively, despite not having a majority of independent Directors.
Recommendation 2.5 *The Chair of the Board of a listed entity should be an independent Director and, in particular, should not be the same person as the CEO of the entity.*	**NO**	The Chair of the Company is a Non-Executive Director but is not considered independent, as they act as a representative of the major Shareholder. The Board considers that the Chair's extensive industry and business experience together with an understanding of operating in Africa plus major shareholder interests provides effective leadership, notwithstanding the absence of independence.
Recommendation 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.*	**YES**	The Board is responsible for ensuring that new directors undergo an induction process in which they will be given a full briefing on the Company, including meeting with key executives, visits to the Company's premises and an induction package. Incoming Directors are provided with a formal induction process upon engagement, including familiarising the Director with the Company's policies and processes, role and duties, membership and function of Committees, calendar of events, insurance access and indemnity. Incoming Directors are also offered the opportunity to undertake appropriate training tailored to the Director's existing skills, knowledge and experience. New Directors appointed to the Board are provided with written material incorporating an overview of Directors' duties for publicly listed companies together with a detailed appointment letter outlining the Company's expectations and setting. The Company Secretary is responsible for facilitating inductions and professional development including receiving briefings on material developments in laws, regulations and accounting standards relevant to the Company.

Principles and Recommendations	Comply (Yes/No)	Explanation
PRINCIPLE 3: INSTIL A CULTURE OF ACTING LAWFULLY, ETHICALLY AND RESPONSIBLY		
Recommendation 3.1 *A listed entity should articulate and disclose its values.*	**YES**	The Code of Conduct (**Code**) provides a decision-making framework by establishing principles and values to guide decisions and actions. The Code promotes an organisational culture that enables employees to respond appropriately in a variety of situations and to be accountable for their decisions. The Code of Conduct requires directors, management, contractors and employees to deal with the Company's customers, suppliers, competitors, regulatory bodies and each other with honesty, fairness and integrity and to observe the rule and spirit of the legal and regulatory environment in which the Company operates. This Code of Conduct addresses expectations for conduct in the following areas: a) acting with integrity and professionalism and be scrupulous in the proper use of Company information, funds, equipment and facilities; b) exercising fairness, equity, courtesy, consideration and sensitivity in interactions with colleagues and stakeholders; c) avoiding real or apparent conflicts of interest; d) devoting the whole of their time, efforts, attention and skills during the hours of work and other such times as may be reasonably necessary to the performance of their duties to the best of their ability and knowledge; e) using their best endeavours to promote the interests and business of the Company and its related entities; f) complying with all relevant laws, rules and regulations, policies, handbooks/manuals and procedures as communicated from time to time; g) being familiar at regular times with any and all such updates and amendments and comply with any updated, amended or new policies, regulations, rules, laws, handbooks/manuals and procedures; h) faithfully and diligently performing duties and exercising powers consistent with the applicable role or as assigned from time to time; and i) contributing to a culture of high ethical and moral standards and playing a role in preventing and correcting violations.
Recommendation 3.2 *A listed entity should:*	**YES**	The Code applies to the Company's Directors, senior executives and employees. Any material breaches of the Code are to be reported to the Board or a committee of the Board.

Principles and Recommendations	Comply (Yes/No)	Explanation
(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*		
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's Whistleblower Policy is available on the Company's website. Any material breaches of the Whistleblower Policy are to be reported to the Board or a committee of the Board.
Recommendation 3.4 *A listed entity should:* *(a) have and disclose an anti-bribery and corruption policy; and* *(b) ensure that the Board or committee of the Board is informed of any material breaches of that policy.*	**YES**	Evolution has a zero-tolerance approach to bribery or corruption in its business. The Code, together with the Anti-Bribery and Corruption Policy and Compliance Guide, documents the Company's commitment to ensure all officers, employees, contractors, agents and any other party representing Evolution, will act fairly, honestly, with integrity and in compliance with the law. The Code, together with the Anti-Bribery and Corruption Policy and Compliance Guide, set out the standards and behaviour Evolution expects of its officers, employees and representatives and links with the Whistleblowing Policy for the reporting of any actual or suspected breaches. A copy of the Anti-Bribery and Corruption Policy and Compliance Guide is available on the Company's website at www.evolutionenergyminerals.com.au.
PRINCIPLE 4: SAFEGUARD THE INTEGRITY OF CORPORATE REPORTS		
Recommendation 4.1 The Board of a listed entity should:	**YES**	The Board has the ability under the Company's Constitution to delegate its powers and responsibilities to Committees of the Board.

Principles and Recommendations	Comply (Yes/No)	Explanation
(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*		The Board has established an Audit and Risk Committee (ARC), chaired by David Naoum. The ARC consists of Non-Executive Directors, a majority of whom are independent. The ARC Charter is available at https://evolutionenergyminerals.com.au/corporate/#corporate-governance. The members of the ARC, their qualifications and experience, and the number of ARC meetings held during the 2026 reporting period and attendance at those meetings are set out in the Directors' Report in the Annual Report. The Board reviewed the Interim Financial Report and Annual Report prior to release and received declarations from the CEO and CFO in accordance with section 295A of the Corporations Act. The Company's external auditor is available as required to discuss complex issues, the audit process and outcomes.

Principles and Recommendations	Comply (Yes/No)	Explanation
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.*		
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 isoperating effectively.*	**YES**	In connection with the year-end financial reports, the CEO (or his equivalent) and CFO (or his equivalent) will provide a declaration to the Board in accordance with Australian Accounting Standards and the Corporations Act that, in their opinion, the financial records have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the Company, and their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively. The Board is satisfied that a formal declaration is not needed for the half year results and that an annual declaration is sufficient.

Principles and Recommendations	Comply (Yes/No)	Explanation
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 processes to verify the integrity of any periodic corporate report released to the market that is not subject to audit or external review. These processes include internal preparation of the report content, with oversight and approval by the Managing Director and CFO. Key information and data are cross-checked against internal records, and material statements are substantiated through supporting documentation. Final drafts are reviewed by the Board or a Board committee prior to release to ensure the report is accurate, balanced, and provides investors with appropriate information to make informed decisions.
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**	In order to comply with these obligations, the Board has adopted a Continuous Disclosure Policy. The Continuous Disclosure Policy is available on the Company's website at: www.evolutionenergyminerals.com.au. Evolution's Continuous Disclosure Policy reinforces Evolution's commitment to the ASX continuous disclosure requirements and outlines management's accountabilities and the processes to be followed for ensuring compliance. The Continuous Disclosure Policy requires that procedures are in place to ensure that: a) information is reviewed by Company management, including consultation with the Board and external advisors as required to determine if disclosure is required; b) the Chairman is advised of and approves all information to be disclosed to the market; and c) the Board is kept fully informed of all information subsequently disclosed to the market. The Company Secretary has primary responsibility for administration of the Continuous Disclosure Policy, including monitoring compliance with its disclosure obligations and managing all communications with the ASX.
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**	Under the Company's Continuous Disclosure Policy, all members of the Board will receive material market announcements promptly after they have been made.
Recommendation 5.3	**YES**	All substantive investor or analyst presentations will be released on the ASX Markets Announcement Platform ahead of such presentations.

Principles and Recommendations	Comply (Yes/No)	Explanation
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.		
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 and its corporate governance policies will be available on the Company's website.
Recommendation 6.2 *A listed entity should have an investor relations program that facilitates effective two-way communication with investors.*	**YES**	Through its shareholder communications, Evolution aims to provide information that will allow existing shareholders, potential shareholders and financial analysts to make informed decisions about the Company's intrinsic value and to provide the Company with feedback. Evolution has an investor relations program that aims to facilitate effective two-way communication with investors, which includes: a) issuing regular written shareholder communications such as quarterly financial reporting and an Annual Report which address the Company's strategy and performance; b) making available on the Company's website important information such as broker research and Company presentations; c) sending and receiving shareholder communications electronically, both from Evolution and our share registry; d) maintaining the Board and governance section and investor and media centre on the Evolution website, including posting all announcements after they have been disclosed to the market; e) engaging in a program of interactions with current and potential investors, and analysts, including participating in investor meetings, relevant conferences, and webinars; f) promoting two-way interaction with shareholders, by supporting shareholder participation in the AGM; and

Principles and Recommendations	Comply (Yes/No)	Explanation
		g) ensuring that continuous disclosure obligations are understood and complied with throughout the Company. In addition to electronic communication via the ASX website, the Company publishes all ASX releases, including Annual and Half-Yearly financial statements, on the Company's website at www.evolutionenergyminerals.com.au.
Recommendation 6.3 *A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.*	**YES**	To ensure that security holders have the opportunity to participate at meetings of members: a) at the Annual General Meeting, shareholders elect the directors and have the opportunity to express their views, ask questions about Company business and vote on items of business for resolution by shareholders; and b) the Company's external auditor shall attend the Company's Annual General Meeting and is available to answer shareholder questions about the conduct of the audit and the preparation and content of the audit report. In relation to the election and re-election of Directors, Shareholders are informed of the names of candidates submitted for election and re-election as Directors at a general meeting of shareholders. In order to enable shareholders to make an informed decision regarding the election, the following information is supplied to shareholders: a) biographical details (including competencies and qualifications and information sufficient to enable an assessment of the independence of the candidate); b) details of material business relationships between the candidate and the Company and the candidate and directors of the Company; c) directorships held; d) the term of office currently served by any directors subject to re-election; and e) any other particulars required by law.
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**	All resolutions at securityholder meetings will be decided by a poll rather than a show of hands.

Principles and Recommendations	Comply (Yes/No)	Explanation
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 supports electronic communications with its shareholders. All shareholders have the option of receiving part or all of their communications electronically, and the Company regularly encourages shareholders to elect for, or transition to, electronic communications. Contact details for the Company's share registry are made available for shareholders on the website and in key communications to shareholders.
PRINCIPLE 7: RECOGNISE AND MANAGE RISK		
Recommendation 7.1 *The Board of a listed entity should:* *(a) have a committee or committees to oversee risk, each of which:* *i. has at least three members, a majority of whom are independent Directors; and* *ii. is chaired by an independent Director,* *and disclose:* *iii. the charter of the committee;* *iv. the members of the committee; and* *v. as at the end of each reporting period, the*	**YES**	The Company does not have a separate risk committee; this function forms part of the responsibilities of the Audit and Risk Committee (ARC). Details of the ARC's composition, Charter and meetings during the reporting period are set out under Recommendation 4.1 above. The ARC oversees the Company's risk management framework. The approach of the ARC is to monitor and, if considered necessary, seek advice on areas of operational and commercial risk and implement strategies for appropriate risk management arrangements. The Board is assisted in its oversight of environmental and social risks by the ESG Committee (see Recommendation 7.4). The availability and management of cash resources represent an ongoing financial and operational risk for the Company. In recognition of its critical importance, this risk is subject to continuous oversight by the Managing Director, who monitors the Company's cash position daily, with regular reporting to the Board. Where appropriate, the Company engages external advisors to assist in managing specific risk areas.

Principles and Recommendations	Comply (Yes/No)	Explanation
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.*		
Recommendation 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.*	**YES**	The Company's approach to risk management is based on the identification, assessment, monitoring, management and reporting of material risks related to its business and management systems. Risk management governance originates at Board level and flows through to the Chairman and the Company's business units through the Company's risk register, management and reporting against the risk register and delegated authorities. The Company's risk register identifies risks to which the Company is exposed, designating such risks by business function. For each risk in the Company's risk register, the likelihood and consequence of each risk materialising is assessed and risks are then ranked accordingly. Existing risk mitigation measures are recorded in the risk register and risk rankings are adjusted according to existing risk mitigation initiatives in place. The Board is responsible for reviewing and ratifying systems of risk management and internal control and compliance, codes of conduct and legal compliance. It uses a number of mechanisms to ensure that management's objectives and activities are aligned with the risks identified by the Board.

Principles and Recommendations	Comply (Yes/No)	Explanation
		During the 2026 reporting period, the Board reviewed the Company's risk management framework and is satisfied that it continues to be sound and that the Company is operating with due regard to the risk appetite set by the Board.
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 governance, risk management and internal control processes.*	**YES**	The Company does not maintain a designated internal audit function within the Company, as disclosed in the Annual Report. The scope of work carried out by the external auditor shall include a review of internal controls, especially as they relate to the Company's foreign subsidiaries. The report from the external auditor specifically addresses any weaknesses associated with internal controls as they relate to corporate reporting and any identified weaknesses form the basis of an action plan, the purpose of which is to address any such weaknesses. Monitoring of use of funds is carried out weekly and forms a key component of the Company's internal control processes with reporting made available to the Managing Director to ensure informed oversight and accountability.
Recommendation 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.*	**YES**	The Company's Continuous Disclosure Policy requires the Company to disclose whether it has any potential or apparent exposure to environmental or social risks and, if it does, put in place management systems, practices and procedures to manage those risk. The Company operates in a foreign jurisdiction – Tanzania – and recognises the importance of working constructively with local communities. In endeavouring to ensure that the Company maintains positive, mutually beneficial relationships with local communities and other key stakeholders, it applies a multi-faceted approach that seeks to address the following aspects of its engagement: a) staff and contractor conduct b) community engagements c) community complaints d) land access and relocation

Principles and Recommendations	Comply (Yes/No)	Explanation
		e) migration to the local area (In-migration) f) community health and safety g) environmental impact h) local employment i) local procurement j) community development The Board has also established an ESG Committee, which assists the Board in overseeing the Company's environmental, social and governance risks, community engagement and sustainability performance, and reports to the Board on these matters.
PRINCIPLE 8: REMUNERATE FAIRLY AND RESPONSIBLY		
Recommendation 8.1 *The Board of a listed entity should:* *(a) have a remuneration committee which:* *i. has at least three members, a majority of whom are independent Directors; and* *ii. is chaired by an independent Director,* *and disclose:* *iii. the charter of the committee;*	**NO**	The Board has the ability under the Company's Constitution to delegate its powers and responsibilities to Committees of the Board. The Board has established a Nomination and Remuneration Committee (NRC). Details of the NRC's composition, Charter and meetings during the reporting period, and the reasons the NRC does not comply with the recommended structure, are set out under Recommendation 2.1 above. The NRC meets periodically and, where it considers appropriate, assesses and puts forward proposals on the remuneration of Non-Executive Directors, and on salary reviews, short-term and long-term incentive arrangements and associated key performance indicators for executives, management and employees. Proposals are submitted to the Managing Director and then to the Chairman for comment before being put to the Board as a whole for formal approval. In forming its proposals, the NRC has regard to the Company's financial position and benchmarks remuneration against comparable ASX-listed junior resources companies of similar market capitalisation, to ensure remuneration levels are competitive, appropriate, not excessive and aligned with Shareholder interests. During the 2026 reporting period, prior to the reconstitution of the NRC, the full Board undertook a salary review of the Managing Director in September 2025.

Principles and Recommendations	Comply (Yes/No)	Explanation
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.*		Directors do not participate in discussions or decisions relating to their own remuneration.
Recommendation 8.2 *A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive Directors and the*	**YES**	Details on the Company's approach to remuneration and the amount of remuneration and all monetary and non-monetary components for all Directors and Key Management Personnel are to be included in the Remuneration Report within the Directors' Report in the Annual Report.

Principles and Recommendations	Comply (Yes/No)	Explanation
remuneration of executive Directors and other senior executives.		
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**	The Company has an equity-based remuneration scheme. The Company has a policy – the Securities Trading 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. The Securities Trading Policy, as amended and re-adopted by the Board in September 2026, is available at https://evolutionenergyminerals.com.au/corporate/#corporate-governance.
ADDITIONAL RECOMMENDATIONS THAT APPLY ONLY IN CERTAIN CASES		
Recommendation 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.*	**N/A**	The Company does not currently have a Director who does not speak the language in which board or security holder meetings are held. However, should the Company have a non-English speaking Director, the Company will translate all key corporate documents into the language this Director speaks. In addition, a translator will be present for all Board and Shareholder meetings.

Principles and Recommendations	Comply (Yes/No)	Explanation
Recommendation 9.2 *A listed entity established outside Australia should ensure that meetings of security holders are held at a reasonable place and time.*	**N/A**	The Company is established within Australia.
Recommendation 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.*	**N/A**	The Company is established within Australia.