Appendix 4G

Key to Disclosures
Corporate Governance Council Principles and Recommendations

Name of entity

MINERALS 260 LIMITED

ABN/ARBN	Financial year ended:
34650766911	30 June 2025

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://minerals260.com.au/corporate-governance/

The Corporate Governance Statement is accurate and up to date as at 25 September 2025 and has been approved by the Board.

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

Date: 25 September 2025

Name of authorised officer authorising lodgement: Jamie Armes – 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 <u>in full</u> for the <u>whole</u> 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.	☒ Refer Corporate Governance Statement on page 2 and we have disclosed a copy of our board charter at: https://minerals260.com.au/corporate-governance/ (see Corporate Governance Plan and Board Charter)	☐ 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.	☒ Refer Corporate Governance Statement on page 2.	☐ 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.	☒ Refer Corporate Governance Statement on page 3.	☐ 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.	☒ Refer Corporate Governance Statement on page 4.	☐ 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 <u>in full</u> for the <u>whole</u> 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 <u>in full</u> for the <u>whole</u> of the period above, you can, if you wish, delete this column from the form and re-format it.

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> 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.	☐ We have disclosed a copy of our Diversity Policy at: https://minerals260.com.au/corporate-governance/ and we have disclosed the information pertaining to paragraph (c) in our Corporate Governance Statement on page 5. We were not included in the S&P / ASX 300 Index at the commencement of the reporting period.	☒ set out in our Corporate Governance Statement on page 5.
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://minerals260.com.au/corporate-governance/ (see Corporate Governance Plan and Board Charter and the Remuneration and Nomination Committee Charter) and whether a performance evaluation was undertaken for the reporting period in accordance with that process in our Corporate Governance Statement on page 6.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> 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.	☒ we have disclosed the evaluation process referred to in paragraph (a): at https://minerals260.com.au/corporate-governance/ (see Corporate Governance Plan and Board Charter) and whether a performance evaluation was undertaken for the reporting period in accordance with that process in our Corporate Governance Statement on page 6.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable

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.	☐ We have disclosed the fact that we have a nomination committee that complies with paragraph (a) (2) in our Corporate Governance Statement. Details of the committee are disclosed in our Corporate Governance Statement on page 7 and in the Directors' Report on pages 5 to 7 of our 2025 Annual Report. We have disclosed a copy of the charter of the committee at https://minerals260.com.au/corporate-governance/ (see Remuneration and Nomination Committee Charter) and the information referred to in paragraphs (4) and (5) in our Corporate Governance Statement on page 7 and in the Directors' Report on pages 5 to 7 and page 9 of our 2025 Annual Report.	☒ set out in our Corporate Governance Statement on page 7. **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
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 in our Corporate Governance Statement on page 23.	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
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, the length of service of each director and where applicable, the information referred to in paragraph (b) in our Corporate Governance Statement on page 9.	☐ set out in our Corporate Governance Statement
2.4	A majority of the board of a listed entity should be independent directors.	☐	☒ as set out in our Corporate Governance Statement on page10.

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]
2.5	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.	☐ as set out in our Corporate Governance Statement	☒ set out in our Corporate Governance Statement on page 10. **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.	☒ As set out in our Corporate Governance Statement on page10.	☐ 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.	☒ in our Corporate Governance Statement on page 11 and we have disclosed our values at: https://minerals260.com.au/corporate-governance/ (see Statement of Values)	☐ 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.	☒ in our Corporate Governance Statement on page 11 and we have disclosed our code of conduct at: https://minerals260.com.au/corporate-governance/ (see Code of Conduct)	☐ set out in our Corporate Governance Statement
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.	☒ in our Corporate Governance Statement on page 12 and we have disclosed our whistleblower policy at: https://minerals260.com.au/corporate-governance/ (see Whistleblower Policy)	☐ 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.	☒ in our Corporate Governance Statement on page 12 and we have disclosed our anti-bribery and corruption policy at: https://minerals260.com.au/corporate-governance/ (see Anti Bribery and Anti-Corruption Policy)	☐ set out in our Corporate Governance Statement

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 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.	☐ The Company complies with paragraph (a) (2). Details of the committee are disclosed in our Corporate Governance Statement on page 13 and in the Directors' Report on pages 5 to 7 of our 2025 Annual Report. We have disclosed a copy of the charter of the committee at: https://minerals260.com.au/corporate-governance/ (See Audit and Risk Committee Charter) and the information referred to in paragraphs (4) and (5) in our Corporate Governance Statement on page 13 and on pages 5 to 7 and page 9 of our 2025 Annual Report.	☒ set out in our Corporate Governance Statement on page 13.
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 on page 14.	☐ 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 page 14.	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> 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 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.	☒ in our Corporate Governance Statement on page 15. and we have disclosed our continuous disclosure policy at: https://minerals260.com.au/corporate-governance/ (See Continuous Disclosure Policy)	☐ 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.	☒ in our Corporate Governance Statement on page 15.	☐ 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.	☒ in our Corporate Governance Statement on page 15.	☐ 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.	☒ in our Corporate Governance Statement on page 16 and we have disclosed information about us and our governance on our website at: https://minerals260.com.au/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.	☒ in our Corporate Governance Statement on page 16.	☐ 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.	☒ in our Corporate Governance Statement on page 17. and we have disclosed how we facilitate and encourage participation at meetings of security holders at: https://minerals260.com.au/corporate-governance/ (see Shareholder Communications Policy)	☐ 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 on page 17.	☐ set out in our Corporate Governance Statement

<table>
<tr><th colspan="2">Corporate Governance Council recommendation</th><th>Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:</th><th>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]</th></tr>
<tr><td>6.5</td><td>A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.</td><td>☒ set out in our Corporate Governance Statement on page 17.</td><td>☐ set out in our Corporate Governance Statement</td></tr>
<tr><td colspan="4">PRINCIPLE 7 – RECOGNISE AND MANAGE RISK</td></tr>
<tr><td>7.1</td><td>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.</td><td>☐
The Company complies with paragraph (a) (2). Details of the committee are disclosed in our Corporate Governance Statement on page 18 and in the Directors' Report on pages 5 to 7 of our 2025 Annual Report.

We have disclosed a copy of the charter of the committee at:
https://minerals260.com.au/corporate-governance/
(See Audit and Risk Committee Charter)
and the information referred to in paragraphs (4) and (5) in our Corporate Governance Statement on page 18 and on page pages 5 to 7 and page 9 of our 2025 Annual Report.</td><td>☒ set out in our Corporate Governance Statement on page 18.</td></tr>
<tr><td>7.2</td><td>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.</td><td>☒
and we have disclosed whether a review of the entity's risk management framework was undertaken during the reporting period in our Corporate Governance Statement on page 19.</td><td>☐ set out in our Corporate Governance Statement</td></tr>
</table>

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> 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.	☒ 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 in our Corporate Governance Statement on page 19.	
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 and, if we do, how we manage or intend to manage those risks in our Corporate Governance Statement on page 20.	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> 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.	☐ We have disclosed the fact that we have a committee that complies with paragraph (a) (2) in our Corporate Governance Statement. Details of the committee are disclosed in our Corporate Governance Statement on page 21 and in the Directors' Report on pages 5 to 7 of our 2025 Annual Report. We have disclosed a copy of the charter of the committee at https://minerals260.com.au/corporate-governance/ (see Remuneration and Nomination Committee Charter) and the information referred to in paragraphs (4) and (5) in our Corporate Governance Statement on page 21and in the Directors' Report on pages 5 to 7 and page 9 of our 2025 Annual Report.	☒ set out in our Corporate Governance Statement on page 21. **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
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.	☒ in our Corporate Governance Statement on page 22. 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 in our Remuneration Report on page 17 to 28 of our 2025 Annual Report.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ 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.	☒ in our Corporate Governance Statement on page 22 and we have disclosed our policy on this issue or a summary of it at: https://minerals260.com.au/corporate-governance/ (See Security Trading Policy)	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we do not have an equity-based remuneration scheme and this recommendation is therefore not applicable **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> 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: ………………………………………………………………… [*insert location*]	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☒ we do not have a director in this position and this recommendation is therefore not applicable **<u>OR</u>** ☐ 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 **<u>OR</u>** ☒ we are established in Australia and this recommendation is therefore not applicable **<u>OR</u>** ☐ 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 **<u>OR</u>** ☒ 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
-	*Alternative to Recommendations 8.1, 8.2 and 8.3 for externally managed listed entities:* An externally managed listed entity should clearly disclose the terms governing the remuneration of the manager.	☐ and we have disclosed the terms governing our remuneration as manager of the entity at: …………………………………………………………………………….. [*insert location*]	☐ set out in our Corporate Governance Statement

MINERALS 260 LIMITED

ACN 650 766 911

2025 CORPORATE GOVERNANCE STATEMENT

The Board of Minerals 260 Limited ACN 650 766 911 (Company or Minerals 260) acknowledges the importance of strong corporate governance to meet the expectations of our stakeholders, while achieving the strategic objectives of the Company in an ethical and responsible manner.

Minerals 260's corporate governance framework has been developed to ensure that the Company is managed effectively within a comprehensive system of control and accountability.

This Corporate Governance Statement outlines the main features of our governance framework reporting against the recommendations contained in the ASX Corporate Governance Council Corporate Governance Principles and Recommendations 4th edition (Principles & Recommendations). The Company follows each recommendation where the Board has considered the recommendation to be an appropriate benchmark for its corporate governance practices.

Where the Company's corporate governance practices follow a recommendation, the Board has made appropriate statements reporting on the adoption of the recommendation.

In compliance with the "if not, why not" reporting regime, where, after due consideration, the Company's corporate governance practices do not follow a recommendation, the Board has explained its reasons for not following the recommendation and disclosed what, if any, alternative practices the Company has adopted instead of those in the recommendation.

The Company reports below on whether it has followed each of the recommendations during the 2025 financial year (**Reporting Period**). The information in this statement is current at 25 September 2025 and was approved by a resolution of the Board on that date.

This Corporate Governance Statement should be read in conjunction with the Company's 2025 Annual Report and the governance documents available on the Company's website: www.minerals260.com.au/corporate-governance/

ASX Corporate Governance Principle/Recommendation	Compliance	Particulars of Compliance and If Not, Why Not
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 adopted a formal *Corporate Governance Plan and Board Charter* (**Board Charter**) that details the functions and responsibilities of the Board and management. The Board of Minerals 260 Limited is responsible for governance, including setting the Company's mission, values, strategy, risk framework and key policies, overseeing performance and compliance, and making major decisions such as significant transactions, capital structure, budgets, and the appointment and remuneration of senior executives. Day-to-day management of the Company is delegated to the Managing Director, Mr Luke McFadyen, who is responsible for implementing day-to-day operations, implementing Board-approved strategies and policies, managing staff and stakeholder relationships, ensuring compliance and risk controls, and pursuing business opportunities within approved budgets and delegations. While certain functions may be handled through Board Committees, the Board as a whole is responsible for determining the extent of the powers delegated to each Committee and remains ultimately accountable for accepting, modifying or rejecting Committee recommendations. The respective responsibilities of the Board, individual Directors and Senior Management are set out in more detail in the Company's *Corporate Governance Plan and Board Charter* (Board Charter), which is available on the Corporate Governance page of the Company website https://minerals260.com.au/corporate-governance/.
Recommendation 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	Yes	The Company undertakes appropriate checks before appointing a director or senior executive, or before putting forward to shareholders a candidate for election as a director. These checks may include interviews, meetings, and background and reference checks, undertaken internally by Directors or with the assistance of external consultants, as appropriate. Details of these checks and the process for providing information to shareholders are set out in the *Remuneration and Nomination Committee Charter* which is available on the Corporate Governance page of the Company's website www.minerals260.com.au/corporate-governance/.

ASX Corporate Governance Principle/Recommendation	Compliance	Particulars of Compliance and If Not, Why Not
(b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.		The appointments of Ms Stacey Apostolou as a Non-Executive Director on 5 December 2025 and Mr Jamie Armes as Chief Financial Officer and Company Secretary on 1 January 2025 were conducted in accordance with these procedures. The Board considers nominations for appointment or election of Directors that may arise from time to time, having regard to the skills and experience required by the Company and procedures outlined in the Company's constitution and the *Corporations Act 2001* (Cth). In accordance with the Company's Constitution, an election of directors must be held each year. Each director (other than the Managing Director) must not hold office without re-election past the third annual general meeting following their appointment or three years after their last election or appointment, whichever is longer. A director appointed to fill a casual vacancy or as an addition to the Board must not hold office beyond the next annual general meeting. At least one Director must stand for election at each annual general meeting, with retiring Directors eligible for re-election (though re-appointment is not automatic). The Company ensures that shareholders are provided with all material information in its possession relevant to a decision on whether to elect or re-elect a Director. This information is included in the notice of meeting and explanatory memorandum for the relevant meeting of shareholders, or by clear reference to its location in the Company's Annual Report, website, or documents lodged with the ASX.
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 a written agreement with each Director and senior executive setting out the key terms of their appointment. This requirement is set out in the Board Charter, which is available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/. Each Non-Executive Director receives a letter of appointment outlining the material terms of their engagement, including duties and responsibilities, time commitment, confidentiality obligations, and compliance with Company policies, procedures and regulatory requirements. The Managing Director and senior executives have each signed an executive service agreement or other written agreement setting out their duties, obligations and remuneration. The material terms, and any material variations, of agreements with Non-Executive Directors and the Managing Director have been disclosed in accordance with ASX Listing Rule 3.16.4.

ASX Corporate Governance Principle/Recommendation	Compliance	Particulars of Compliance and If Not, Why Not
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 accountable directly to the Board, through the Chair, on all governance matters, and reports to the Chair as the representative of the Board. The Company Secretary has primary responsibility for ensuring that the Board's processes and procedures run efficiently and effectively. Further details on the role of the Company Secretary are provided in the Company's Board Charter, available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/. Mr Jamie Armes was appointed on 1 January 2025. Details of Mr Armes's qualifications and experience are set out on page 8 of the Directors' Report contained within the Company's 2025 Annual Report.

ASX Corporate Governance Principle/Recommendation	Compliance	Particulars of Compliance and If Not, Why Not
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 objectives set for that period to achieve gender diversity; (ii) the entity's progress towards achieving those objectives; and (iii) either: (A) the respective proportions of men and women on the board, in senior executive positions and across the whole workforce (including how the entity has defined "senior executive" for these purposes); or (B) if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under the Act.	Partial Departure	The Company is committed to creating a working environment that supports the appointment of appropriately qualified employees, senior management and Board candidates, and to promoting a culture at the Company which embraces diversity of thought, experiences and qualifications. The Board has adopted a Diversity Policy, which is available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/**.** In line with this policy, the Board is responsible for developing measurable objectives for achieving gender diversity and monitoring progress. Given the Company's composition and size, stage of development and small workforce, measurable objectives have not been set. The Board monitors diversity levels on an ongoing basis and will consider establishing measurable objectives as the Company develops and its circumstances change. For the Reporting Period ended 30 June 2025, the proportions of women are as follows: Board — 2 out of 5 (40%) Senior executives [1] — 0 out of 1 (0%) Whole organisation (including Non-executive Directors) — 4 out of 14 (29%) (1) "Senior Executive" for these purposes means Key Management Personnel of the Company, excluding the Managing Director and Non-Executive Directors. The Company is not a "relevant employer" under the Workplace Gender Equality Act 2012 (Cth) and is therefore not required to report against the Workplace Gender Equality Indicators.

ASX Corporate Governance Principle/Recommendation	Compliance	Particulars of Compliance and If Not, Why Not
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 processes for evaluating the performance of the Board, its Committees and individual Directors are set out in the Board Charter and the Remuneration and Nomination Committee Charter, both of which are available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/. Evaluations are conducted annually and assess performance against the Board and Committees' Charters, roles and responsibilities, and areas for improvement identified. The Remuneration and Nomination Committee arranges the evaluation process, and the Chair provides confidential feedback to individual Directors. The outcomes of these evaluations are then considered by the Board to guide ongoing development and to determine any changes required to governance practices, expectations or Committee Charters. The Company completed a performance evaluation of the Board, its Committees and individual Directors for the year ended 30 June 2025 in accordance with the Board Charter and the Remuneration and Nomination Committee Charter.
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 process for evaluating the performance of senior executives is set out in the Board Charter and the Remuneration and Nomination Committee Charter, both of which are available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/. In accordance with the Company's Corporate Governance Plan and Board Charter, all senior executives are subject to an annual performance evaluation. Each year, senior executives will establish a set of performance targets. These targets are aligned to overall business goals and the Company's requirements of the position. Senior executives are subject to annual performance evaluations, with progress informally assessed during the year and an evaluation undertaken annually, usually in conjunction with planning for the following year. The Remuneration and Nomination Committee oversees this process, particularly in relation to the performance evaluation of the senior executives reporting to the Managing Director, and ensures outcomes are appropriately considered in remuneration decisions. The Company completed its performance evaluation of senior executives for the year ended 30 June 2025 in accordance with the above process.

<table>
<tr><th>ASX Corporate Governance Principle/Recommendation</th><th>Compliance</th><th>Particulars of Compliance and If Not, Why Not</th></tr>
<tr><td colspan="3">Principle 2 – Structure the board to be effective and add value</td></tr>
<tr><td>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, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.</td><td>Partial Departure</td><td>The Board has established a Remuneration and Nomination Committee (RNC). The role, composition, functions and responsibilities of the RNC are set out in the Remuneration and Nomination Committee Charter, which is available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/.

Due to the small size scale of the Company, the RNC does not fully comply with Recommendation 2.1 as it comprised two members during the Reporting Period rather than three and did not have a majority of independent Directors.

The Board considers that, given the size and nature of the Company's operations, a two-member RNC chaired by an independent Director remains appropriate and effective. Recommendations made by the RNC are referred to the Board for final consideration and approval.

Members of the RNC during the Reporting Period consisted of the following Non-Executive Directors:

<table>
<tr><th>Name</th><th>Role</th><th>Independent</th></tr>
<tr><td>Stacey Apostolou (Since 5 December 2024)</td><td>Chair</td><td>Yes</td></tr>
<tr><td>Timothy Goyder</td><td>Member</td><td>No</td></tr>
<tr><td>Anthony Cipriano (resigned 5 December 2024)</td><td>Chair</td><td>Yes</td></tr>
</table>

The RNC held one meeting during the Reporting Period. Details of each member's attendance at the RNC meeting is set out on page 9 of the Directors' Report contained within the Company's 2025 Annual Report.</td></tr>
</table>

ASX Corporate Governance Principle/Recommendation	Compliance	Particulars of Compliance and If Not, Why Not
Recommendation 2.2 A listed entity should have and disclose a board skills matrix setting out the mix of skills and diversity that the board currently has or is looking to achieve in its membership.	Yes	The Board is structured to facilitate the effective discharge of its duties and to add value through its deliberations. It seeks to achieve a composition with a balance of skills, experience, and diverse attributes relevant to the Company's operations and markets, including industry knowledge, functional expertise, background, and gender. To assist in achieving this, the Board has adopted a Board Skills Matrix which identifies the mix of skills and experience considered necessary to implement the Company's strategy and address the key issues facing the Company. Each Director undertakes a self-assessment of their competency in each identified skill area using a scale of 0 to 5, where 0 represents no competency and 5 represents a recognised industry expert. A rating of 3 or above indicates a well-developed competency sufficient for Board-level decision-making. The Board Skills Matrix is set out in Appendix A of this Corporate Governance Statement. As at the date of this report, the Company has five Directors.

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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 (Factors relevant to assessing the independence of a director) 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.

</td>
<td>Yes</td>
<td>

The Board assesses the independence of Directors having regard to the definition set out in the Board Charter and the factors listed in Box 2.3 of the ASX Corporate Governance Principles and Recommendations. A copy of the Board Charter, including the definition of independence adopted by the Company, is available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/.

The Board undertakes an independence review of all Directors annually, or more frequently if circumstances require. The results of the most recent review, undertaken during the Reporting Period, and tenure as at 30 June 2025, are as follows:

<table>
<tr><th>Name</th><th>Role</th><th>Independent</th><th>Tenure</th></tr>
<tr><td>T. Goyder</td><td>Non-Executive Chair</td><td>No</td><td>4.1 years</td></tr>
<tr><td>L. McFadyen</td><td>Managing Director</td><td>No</td><td>1.7 years</td></tr>
<tr><td>D. Richards</td><td>Non-Executive Director</td><td>No</td><td>4.1 years</td></tr>
<tr><td>E. Scotney</td><td>Non-Executive Director</td><td>Yes</td><td>3.7 years</td></tr>
<tr><td>S. Apostolou</td><td>Non-Executive Director (Appointed 5 Dec 2024)</td><td>Yes</td><td>0.6 years</td></tr>
<tr><td>A. Cipriano</td><td>Non-Executive Chair (retired 5 Dec 2024)</td><td>Yes</td><td>3.5 years</td></tr>
</table>

The Independent Non-Executive Directors identified above are not members of management and are free of any business or other relationship that could materially interfere with, or could reasonably be perceived to materially interfere with, their independent judgement. In forming this view, the Board also considered their participation in the Company's Employee Share Incentive Plan in November 2024 and April 2025. The Board determined that the options granted are structured to align Board and shareholder interests through share price appreciation and should not reasonably be seen to interfere with their capacity to bring an independent judgement on issues before the Board or create a situation where Board and shareholder interests are not aligned.

Mr Luke McFadyen and Mr David Richards are not considered independent as they currently hold or have held executive positions with the Company within the last three years.

Mr Timothy Goyder is not independent as he is a substantial shareholder of the Company.

Notwithstanding this assessment, the Board considers that Messrs McFadyen, Richards and Goyder, by virtue of their industry experience and fiduciary duties, are able to bring quality and independent judgement in the best interests of the Company on all relevant issues before the Board.

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</table>

ASX Corporate Governance Principle/Recommendation	Compliance	Particulars of Compliance and If Not, Why Not
Recommendation 2.4 A majority of the board of a listed entity should be independent directors.	No	The Company currently has five Directors, two of whom are independent. Whilst the Company does not have a majority of independent Directors, the Board considers that, given the current size and nature of the Company's operations, its composition provides the relevant exploration and mining industry experience and is appropriately structured to discharge its duties effectively and in the best interests of shareholders. The Company also notes that all past Director re-election resolutions have been strongly supported by shareholders. The Board will continue to assess its size and composition as the Company's scale of operations evolves.
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 Board, Mr Timothy Goyder, is not an independent Director and therefore the Company does not comply with Recommendation 2.5. The Board considers that Mr Goyder is the most appropriate person for this role given his extensive knowledge of the Company and nearly 50 years' experience in the mining and exploration industry. The roles of Chair of the Board and Managing Director/CEO are separate and distinct.
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 Company has a program for the induction of new Directors and the ongoing development of existing Directors, as set out in the Board Charter, available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/. New Directors undertake an induction program designed to familiarise them with the Company's operations, strategy, policies and governance framework, and to equip them to discharge their responsibilities effectively. The Board also recognises the importance of continuing education and development for Directors. In accordance with the Board Charter, all Directors are expected to maintain the skills and knowledge necessary to perform their roles and are expected to commit to a minimum of two days of professional development each year. The need for further professional development is considered as part of the Board's annual performance evaluation process. The FY25 review did not identify a requirement for any additional development for Directors beyond the activities already undertaken.

ASX Corporate Governance Principle/Recommendation	Compliance	Particulars of Compliance and If Not, Why Not
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 Board has approved a Statement of Values for the Company and is responsible for promoting and embedding those values across the organisation. A copy of the Company's Statement of Values is available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/.
Recommendation 3.2 A listed entity should: (b) have and disclose a code of conduct for its directors, senior executives and employees; and (c) ensure that the Board or a committee of the Board is informed of any material breaches of that code.	Yes	The Company seeks to encourage and develop a culture that maintains and enhances its reputation as a valued corporate citizen and as an employer of choice. The Company has established a Code of Conduct that applies to all Directors, senior executives and employees. The Code sets out the principles of appropriate conduct in a variety of contexts and outlines the minimum standards of behaviour expected, including in relation to safety, non-discrimination, compliance with the law, anti-corruption, interpersonal conduct and conflicts of interest. While the Code prescribes standards of behaviour for all Company personnel, it does not seek to identify every ethical issue that may arise. Rather, it provides a framework for decisions and actions in relation to ethical conduct in employment, safeguards the Company's reputation and makes clear the consequences of breaching the Code. Any material breaches of the Code of Conduct are required to be reported by the Company Secretary to the Board. There were no reported breaches of the Code of Conduct during the Reporting Period. A copy of the Company's Code of Conduct is available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/.

ASX Corporate Governance Principle/Recommendation	Compliance	Particulars of Compliance and If Not, Why Not
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 Board has adopted a Whistleblower Policy to ensure that concerns regarding unacceptable conduct, including breaches of the Company's Code of Conduct, can be raised on a confidential basis and without fear of reprisal, dismissal or discriminatory treatment. The purpose of the policy is to promote responsible whistleblowing about issues where the interests of others, including the public, or of the Company itself are at risk. In accordance with the policy, any material incidents are required to be reported to the Board. There were no matters reported under the Whistleblower Policy during the Reporting Period. A copy of the Company's Whistleblower Policy is available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/**.**
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 Board has a zero-tolerance approach to bribery and corruption and is committed to acting professionally, fairly and with integrity in all business dealings. The Board has adopted an Anti-Bribery and Corruption Policy which sets out responsibilities for observing and upholding the Company's position on bribery and corruption and provides information and guidance to those working for the Company on how to recognise and deal with bribery and corruption issues. There were no reported breaches of the Anti-Bribery and Corruption Policy -during the Reporting Period. A copy of the Company's Anti-Bribery and Corruption Policy is available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/.

<table>
<tr><th>ASX Corporate Governance Principle/Recommendation</th><th>Compliance</th><th>Particulars of Compliance and If Not, Why Not</th></tr>
<tr><td colspan="3">Principle 4 – Safeguard the integrity of corporate reports</td></tr>
<tr><td>Recommendation 4.1

The board of a listed entity should:

(a) have an audit committee which:

(i) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and

(ii) is chaired by an independent director, who is not the chair of the board,

and disclose:

(iii) the charter of the committee;

(iv) the relevant qualifications and experience of the members of the committee; and

(v) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members 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.</td><td>Partial Departure</td><td>The Board has established an Audit and Risk Committee (ARC) to oversee audit related activities. The role, composition, functions and responsibilities of the ARC are set out in the Audit and Risk Committee Charter, which is available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/.

For most of the Reporting Period, the ARC comprised of two members rather than the three recommended under Recommendation 4.1. Due to the small size and operations of the Company at the time, the Board considered this structure appropriate and effective, noting that the Committee was chaired by an independent Director with relevant experience. The Board also considered that this structure allowed the ARC to effectively facilitate and oversee audit related matters, with all recommendations referred to the Board for final consideration and approval.

On 17 June 2025, Non-Executive Director David Richards was appointed to the ARC, increasing its membership to three and bringing the ARC into compliance with Recommendation 4.1.

The members of the ARC during the Reporting Period were:

<table><tr><th>Name</th><th>Role</th><th>Independent</th></tr><tr><td>Emma Scotney</td><td>Chair</td><td>Yes</td></tr><tr><td>Stacey Apostolou (Since 5 December 2024)</td><td>Member</td><td>Yes</td></tr><tr><td>David Richards (Since 17 June 2025)</td><td>Member</td><td>No</td></tr><tr><td>Anthony Cipriano (resigned 5 December 2024)</td><td>Member</td><td>Yes</td></tr></table>
The ARC held three meetings during the Reporting Period. Details of each member's attendance are set out on page 9 of the Directors' Report contained within the Company's 2025 Annual Report.

The qualifications and experience of the members of the ARC are set out on pages 5 to 7 of the Company's 2025 Annual Report.</td></tr>
</table>

ASX Corporate Governance Principle/Recommendation	Compliance	Particulars of Compliance and If Not, Why Not
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, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.	Yes	During the Reporting Period, before approving the Company's financial statements for a financial period, the Board received declarations from the Managing Director and the Chief Financial Officer. These confirmed that the Company's financial records had been properly maintained, the financial statements complied with the appropriate accounting standards and provided a true and fair view of the financial position and performance of the Company and its consolidated entity. The declarations also confirmed that these opinions were formed on the basis of a sound system of risk management and internal control which was operating effectively.
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 in place to verify the integrity of periodic corporate reports (as defined in the ASX Corporate Governance Principles) released to the ASX that are not audited or reviewed by the external auditor, such as the Directors' Report in the Annual Report and quarterly activities and cash flow reports. These reports are prepared by management and verified by executives with primary responsibility and expertise in the applicable subject matter contained in the periodic report, including review by the Chief Financial Officer, Managing Director and Exploration Manager. All periodic corporate reports are then reviewed and approved by the Board prior to release to the market. This process is designed to provide assurance that such reports are materially accurate, balanced and provide investors with appropriate information to make informed investment decisions.

ASX Corporate Governance Principle/Recommendation	Compliance	Particulars of Compliance and If Not, Why Not
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 ASX Listing Rule 3.1.	Yes	The Company has adopted a Continuous Disclosure Policy to ensure compliance with its obligations under ASX Listing Rule 3.1 and to promote investor confidence by ensuring all investors have equal and timely access to material information. The Policy applies to all Directors, senior executives, employees and contractors, and sets out the processes for identifying, reporting and disclosing material information. The Company Secretary is responsible for overseeing disclosure to the market, supported by the Continuous Disclosure Committee comprising the Company Secretary, the Chair (or in their absence the Chair of the Audit and Risk Committee) and the Managing Director. Any material information identified is reviewed and, where required, disclosed to the ASX in accordance with the policy. A copy of the Company's Continuous Disclosure Policy is available on the Corporate Governance page of the Company's website: www.minerals260.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	In accordance with the Continuous Disclosure Policy, the Board receives copies of all material market announcements promptly after release.
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	In accordance with the Company's Continuous Disclosure Policy, any new and substantive investor or analyst presentations are lodged with the ASX Market Announcements Platform ahead of the presentation and made available on the Company's website.

ASX Corporate Governance Principle/Recommendation	Compliance	Particulars of Compliance and If Not, Why Not
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	The Company provides information about itself and its governance to investors in accordance with its Shareholder Communications Policy, which is available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/. The Company's website www.minerals260.com.au provides shareholders and other investors with a readily accessible platform to obtain information about the Company's projects, performance and governance. The website includes: • ASX announcements and media releases. • annual, half-yearly and quarterly reports. • presentations, company updates and notices of meeting with explanatory materials. • corporate governance documents, including the Constitution, Board and Committee charters, and governance policies. • information about Directors and senior management. • share price information. • contact details for the Company and its share registry. • an option for investors to subscribe to receive information updates, including material ASX announcements or media releases by email.
Recommendation 6.2 A listed entity should have an investor relations program that facilitates effective two-way communications with investors.	Yes	The Company has an investor relations program to facilitate effective two-way communication with investors. The program is set out in the Company's Shareholder Communications Policy, which is available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/. The Company communicates widely and promptly with shareholders and other investors through: • releases to the ASX. • the Company's website www.minerals260.com.au • annual, half-yearly and quarterly reports.

ASX Corporate Governance Principle/Recommendation	Compliance	Particulars of Compliance and If Not, Why Not
		• notices of meeting and explanatory materials. • shareholder meetings of the Company. • email, post and telephone, and where appropriate, webcasts. • investor conferences and one-on-one meetings.
Recommendation 6.3 A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	Yes	The Company has in place a Shareholder Communications Policy which outlines the processes it uses to facilitate and encourage participation at meetings of security holders. The Policy is available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/. The Company's auditor attends the Annual General Meeting (AGM) and is available to answer questions regarding the conduct of the audit and the auditor's report. Shareholders are also given the opportunity to ask questions of Directors and management during the AGM. Shareholders unable to attend the AGM in person are encouraged to participate by lodging a proxy, with online proxy voting made available. To further support engagement, the Chairman's and Managing Director's addresses are released to the ASX prior to the AGM.
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	It is the practice of the Company that at all security holder meetings, including the AGM, the outcomes of resolutions are decided by a poll rather than a show of hands.
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 encourages shareholders to receive communications from the Company and its share registry, Automic, electronically. Security holders can elect to receive communications such as Annual Reports, Notices of Meeting and Proxy Forms electronically by registering their election with Automic at https://investor.automic.com.au/#/home Further information about shareholders' rights to receive documents is available on the Company's website at https://minerals260.com.au/shareholder-services/ Security holders and other stakeholders can register on the Company's website to receive information updates, including material ASX announcements or media releases by email at www.minerals260.com.au.

<table>
<tr><th>ASX Corporate Governance Principle/Recommendation</th><th>Compliance</th><th>Particulars of Compliance and If Not, Why Not</th></tr>
<tr><td colspan="3">Principle 7 – Recognise and manage risk</td></tr>
<tr><td>Recommendation 7.1

The board of a listed entity should:

(a) have a committee or committees to oversee risk, each of which:

(i) has at least three members, a majority of whom are independent directors; and

(ii) is chaired by an independent director,

and disclose:

(iii) the charter of the committee;

(iv) the members of the committee; and

(v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or

(b) if it does not have a risk committee or committees that satisfy paragraph (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.</td><td>Partial Departure</td><td>The Board has established an Audit and Risk Committee (ARC) to oversee risk management activities. The role, composition, functions and responsibilities of the ARC are set out in the Audit and Risk Committee Charter, which is available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/.

For most of the Reporting Period, the ARC comprised of two members rather than the three recommended under Recommendation 7.1. Due to the small size and operations of the Company at the time, the Board considered this structure appropriate and effective, noting that the Committee was chaired by an independent Director with relevant experience. The Board also considered that this structure allowed the ARC to effectively facilitate and oversee risk-related matters, with all recommendations referred to the Board for final consideration and approval.

On 17 June 2025, Non-Executive Director David Richards was appointed to the ARC, increasing its membership to three and bringing the ARC into compliance with Recommendation 7.1.

The members of the ARC during the Reporting Period were:

<table>
<tr><th>Name</th><th>Role</th><th>Independent</th></tr>
<tr><td>Emma Scotney</td><td>Chair</td><td>Yes</td></tr>
<tr><td>Stacey Apostolou (Since 5 December 2024)</td><td>Member</td><td>Yes</td></tr>
<tr><td>David Richards (Since 17 June 2025)</td><td>Member</td><td>No</td></tr>
<tr><td>Anthony Cipriano (resigned 5 December 2024)</td><td>Member</td><td>Yes</td></tr>
</table>

The ARC held three meetings during the Reporting Period. Details of each member's attendance are set out on page 9 of the Directors' Report contained within the Company's 2025 Annual Report.

The qualifications and experience of the members of the ARC are set out on pages 5 to 7 of the Company's 2025 Annual Report.</td></tr>
</table>

ASX Corporate Governance Principle/Recommendation	Compliance	Particulars of Compliance and If Not, Why Not
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 Board has overall accountability for risk management and is supported in its oversight by the Audit and Risk Committee (ARC). Responsibility for implementing the risk management framework and managing material business risks is delegated to the Managing Director with the assistance of senior management. In accordance with the Company's Risk Management Policy, available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/, the Board reviews the Company's risk management framework at least annually to satisfy itself that it remains sound, to determine whether there have been any changes in the material business risks the Company faces, and to ensure that the Company is operating within the risk appetite set by the Board. During the Reporting Period, the ARC reviewed the Company's risk management framework and the Board subsequently reviewed and approved the revised framework.
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 have a dedicated internal audit function. The Board considers that, given the size and nature of the Company's operations, the establishment of such a function is not currently warranted. In the absence of an internal audit function, the Audit and Risk Committee (ARC), together with the Board and management, oversees processes for evaluating and continually improving the effectiveness of the Company's governance, risk management and internal control systems. These processes include: • review of key business processes and risk controls by management, the ARC and the Board; • feedback from the external auditor in relation to internal controls and financial reporting processes; and • engagement of external advisers and consultants where specialist expertise is required. The Board is satisfied that these processes are appropriate for the Company's size and stage of development, and that they provide a sound basis for monitoring and enhancing governance and control systems. Further information on the Company's material business risks and how they are managed is set out on pages 14 to 15 of the Company's 2025 Annual Report.

ASX Corporate Governance Principle/Recommendation	Compliance	Particulars of Compliance and If Not, Why Not
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	As a mineral exploration and development company, the Company is exposed to material environmental and social risks that could impact its operations and strategic objectives. These include risks relating to: • environmental compliance obligations. • cultural heritage and land access. • work health and safety. • climate change and evolving environmental regulation. These risks are managed in accordance with the Company's Risk Management Policy through the implementation of health, safety and environmental management systems, cultural heritage surveys and agreements, ongoing stakeholder engagement, compliance monitoring, and regular reviews of the Company's risk management activities. The Board, supported by the Audit & Risk Committee, oversees the management of these risks through regular reporting from management and the regular review of the Company's Risk Management Framework. Further information on the Company's material business risks and their management is provided on pages 14 to 15 of the Company's 2025 Annual Report.

<table>
<tr><th>ASX Corporate Governance Principle/Recommendation</th><th>Compliance</th><th>Particulars of Compliance and If Not, Why Not</th></tr>
<tr><td colspan="3">Principle 8 – Remunerate fairly and responsibly</td></tr>
<tr><td>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;

(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.</td><td>Partial Departure</td><td>The Board has established a Remuneration and Nomination Committee (RNC). The role, composition, functions and responsibilities of the RNC are set out in the Remuneration and Nomination Committee Charter, which is available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/.

Due to the small size and operations of the Company, the RNC does not fully comply with Recommendation 8.1 as it comprised two members during the Reporting Period rather than three and did not have a majority of independent Directors.

The Board considers that, given the size and nature of the Company's operations, a two-member RNC chaired by an independent Director remains appropriate and effective. Recommendations made by the RNC are referred to the Board for final consideration and approval.

Members of the RNC during the Reporting Period consisted of the following Non-Executive Directors:

<table><tr><th>Name</th><th>Role</th><th>Independent</th></tr><tr><td>Stacey Apostolou (Since 5 December 2024)</td><td>Chair</td><td>Yes</td></tr><tr><td>Timothy Goyder</td><td>Member</td><td>No</td></tr><tr><td>Anthony Cipriano (resigned 5 December 2024)</td><td>Chair</td><td>Yes</td></tr></table>
The RNC held one meeting during the Reporting Period. Details of each member's attendance at the RNC meeting is set out on page 9 of the Directors' Report contained within the Company's 2025 Annual Report.</td></tr>
</table>

ASX Corporate Governance Principle/Recommendation	Compliance	Particulars of Compliance and If Not, Why Not
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 Company's policies and practices for the remuneration of Directors and senior executives are set out in the Board Charter and overseen by the Remuneration and Nomination Committee (RNC). The Board and RNC Charters are available on the Corporate Governance page of the Company's website: www.minerals260.com.au/corporate-governance/. Remuneration for Non-Executive Directors consists of fixed annual fees (including superannuation as required) and, where approved by shareholders, may include unlisted options under the Employee Securities Incentive Plan to conserve cash and to further align their interests with shareholders. Non-Executive Directors do not receive performance-based incentive payments. Remuneration for the Managing Director and Senior Executives comprises a mix of fixed remuneration, other fixed benefits under their employment agreements, and participation in short and long-term incentive plans designed to align executive rewards with Company performance and shareholder value creation. Full details of the Company's remuneration governance, framework, and outcomes for FY25 are provided in the Remuneration Report contained within the Company's 2025 Annual Report.
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's Securities Trading Policy prohibits the use of derivatives or other arrangements to hedge unvested performance rights and vested securities subject to disposal restrictions, at all times and irrespective of trading windows. This prohibition is designed to prevent transactions that could distort the proper functioning of performance hurdles or reduce the alignment between management and shareholder interests. In addition, under the Company's Employee Securities Incentive Plan, participants are expressly prohibited from entering into any arrangement for the purpose of hedging their economic exposure to any granted security, including convertible securities, options, and performance rights, whether vested or unvested. The Securities Trading Policy is available on the Company's website: www.minerals260.com.au/corporate-governance/.

Appendix A – Board Skills Matrix

The following table of skills and experience has been identified by the Board as the key skills and other attributes of Board members which are believed to be required for robust decision-making and the effective governance of the Company.

The table is to be reviewed and updated periodically to ensure that it covers the attributes needed to address existing and emerging business and governance issues relevant to the Company.

Each Director was asked to grade their experience, capability and knowledge in respect of each identified skill using an assessment scale of 0 to 5, with 0 being no competency and 5 being a recognised industry expert competency. A level of 3 or above indicates a 'well developed competency' to participate in Board level decision making. As at the date of this report there were five Directors in total.

Category	Experience, capability and knowledge requirements	Number of Directors with a competency level of three or above.
Leadership and People Management	Significant Board and/or Executive experience in a publicly listed company or large organisation, with a proven track record of effective leadership and management of multi-disciplined teams.	5
Strategic Planning, Business Development and Commercial	Formulating, assessing and executing strategic vision, objectives, business models and relevant financial metrics. Knowledge of industry competitive landscape, key risks, capability requirements and strategic planning processes.	5
Corporate Transactions	Planning and execution of equity or debt capital raisings, mergers, acquisitions, joint ventures, de-mergers and takeover defence.	5
Financial	Evaluating financial statements, understanding key financial drivers of a business, corporate finance (including debt and equity capital markets) and assessment of financial risks and controls.	5
Governance and Compliance	Formulating, implementing and overseeing of organisation-wide governance and compliance systems, processes, policies and frameworks. Knowledge of governance issues, including the legal, compliance and regulatory environment applicable to publicly listed entities.	5
People, Culture and Remuneration	Establishing and overseeing organisation-wide capabilities, remuneration frameworks, performance assessment, people management and company culture, mindsets and behaviours.	5
Investor Relations	Drafting and delivery of public announcements, other shareholder communications, market research / analysis and presentations at industry events / conferences.	5
Risk Management	Formulating risk management frameworks and controls, setting appropriate risk appetite, identifying and providing oversight of key business risks (both financial and nonfinancial).	5

Category	Experience, capability and knowledge requirements	Number of Directors with a competency level of three or above.
Health and Safety	Formulating and implementing health and safety management systems, risk identification and mitigation processes, performance monitoring and governance.	5
Sustainability and Environment	Formulating and managing environment and sustainability policies, standards, practices and implementation of environmental impact mitigations for mining projects.	3
Community and Government Relations	Formulating and implementing stakeholder engagement and management strategies. Local, State and Federal Government and regulatory management.	4
Geology and Exploration Targeting	Base, precious and rare metal mineral systems, geology and targeting. Design, planning and execution of mineral exploration programs.	2
Exploration and Resources Definition	Base, precious and rare metal geology, resource and reserve measurement and classifications. Design, planning and execution of resource definition drilling programs and related activities.	2
Metallurgy and Mineral Processing	Base, precious and rare metal mineralogy, metallurgy and marketing. Design, testing and optimisation of metallurgical flowsheet, processing facility and offtake.	1
Project Studies and Engineering	Formulation and execution of mining scoping and feasibility studies to define and assess project scope, economic potential, financing options and risk factors.	5