

Golden Globe Resources Limited
ACN 169 640 144
(Company)

CORPORATE GOVERNANCE STATEMENT

ASX Recommendations		Compliance (Yes/No/Partially)	Compliance by the Company
PRINCIPLE 1 – LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT			
1.1	A listed entity should have and disclose a board charter setting out: A. the respective roles and responsibilities of its board and management; and B. those matters expressly reserved to the board and those delegated to management	Yes	The Company's Board Charter sets out (amongst other things): A. the roles and responsibilities of the Board and of management; and B. the matters expressly reserved to the Board and those delegated to management. A copy of the Company's Board Charter is available on the Company's website.
1.2	A listed entity should: A. undertake appropriate checks before appointing a director or senior executive or putting someone forward for election as a director; and B. provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re- elect a director.	Yes	Prior to the appointment of a person as a Director, or putting forward to security holders a candidate for election as a Director, the Company undertakes all appropriate checks to verify a Director's character, experience, education, criminal record and bankruptcy history (including for new Directors). All material information relevant to a decision on whether or not to elect or re- elect a Director, including the information referred to in

			Recommendation 1.2, is provided to security holders in a Notice of Meeting pursuant to which the resolution to elect or re-elect a Director will be voted on.
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	Yes	Each Director of the Company has a written agreement with the Company which sets out the key terms and conditions of their appointment including their duties, rights and responsibilities and (to the extent applicable) the matters referred to in the commentary to Recommendation 1.3.
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 responsibilities of the Company Secretary are set out in the Board Charter. The Company Secretary has a direct line of reporting to the Board through the Chairperson (if appropriate) and is responsible for: A. advising and supporting the Chairperson and the Board and its committees in managing the day- to-day governance framework of the Company; B. assisting with Board effectiveness by monitoring whether applicable Board and committee policies procedures and charters are followed and coordinate timely completion and despatch of Board agendas and papers; and C. assisting with all matters to do with the proper functioning of the Board including advising on governance matters and assisting with induction and professional development of Directors
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: a. the measurable objectives set for that period	Yes	The Company is committed to promoting diversity and recognises the value of diversity in achieving its corporate objectives and maximising value to its shareholders (including in respect of its employment practices and all components of the Company's business practice). The Company considers that diversity and an inclusive environment will improve the quality of decision-making, productivity and teamwork amongst its employees. A copy of the Diversity Policy is available on the Company's

	to achieve gender diversity; b. the entity's progress towards achieving those objectives; and c. Either: i. 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 ii. 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.		website. The Board assesses any measurable objectives for achieving gender diversity and annually reviews any such objectives and the Company's progress towards achieving them. The Board reports as least annually to review the Company's progress towards achieving its measurable objectives in relation to gender diversity. The Diversity Policy outlines requirements for the Board to develop measurable objectives for achieving diversity, and annually assess both the objectives regarding gender diversity and aims to achieve these objectives over the next five years as Director and senior executive positions become vacant and appropriately qualified candidates become available. Disclosure of measurable objectives, progress and respective proportions will be disclosed in the Annual Report.
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.	No	The Company does not currently have a Remuneration and Nomination Committee and consequently the Board as a whole makes recommendations on remuneration, new appointments and matters regarding successions pursuant to the Company's Board Charter. The Board is responsible for the evaluation of its performance and the performance of individual Directors. This evaluation shall involve evaluating the performance of each Director against appropriate measures (including if warranted by considering the use of external advisers to conduct this performance review). The Board is also responsible for evaluating the performance of the Non-Executive Directors, including the Chairperson, against the requirements of

			the Board Charter. The Board must also set out its future goals and objectives, and review and recommend any changes to the Board Charter deemed necessary or desirable. The performance evaluation shall be conducted in such manner as the Board deems appropriate. The review of the Board's performance also addresses the ability for Directors to access continuing education to update and enhance their skills and knowledge as they relate to the Company's strategy and objectives. Since the incorporation of the Company on 20 May 2014, the Company has not undertaken a formal evaluation of the performance of the Board and individual Directors. The Company believes that the small size of the Director team and the current scale of the Company's activities make the establishment of a formal performance evaluation procedure unnecessary. Performance evaluation is a discretionary matter for consideration by the entire Board. In the normal course of events the Board reviews performance of the Directors and the Board as a whole on an ongoing basis.
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.	No	The Board Charter provides for oversight and evaluation by the Board of the CEO's (or equivalent) performance each performance period. The CEO (or equivalent) is responsible for evaluating the performance of senior executives (if any are employed by the Company). These evaluations take into account criteria such as the achievement and performance towards the Company's objectives and (where appropriate) performance benchmarks and the achievement of individual performance objectives. However, the Board also recognises the need for flexibility in defining performance objectives which must reflect the current status of the Company and the development of its projects. Since its incorporation in May 2014, the Company has not had a senior executive and therefore has not undertaken a performance evaluation as proposed by Recommendation 1.7.

			The Company believes that the small size of the Director team and the current scale of the Company's activities make the establishment of a formal performance evaluation procedure unnecessary. Performance evaluation is a discretionary matter for consideration by the entire Board. In the normal course of events the Board reviews performance of the Directors and the Board as a whole. Achievement of goals and business development and compliance issues are evaluated regularly on an informal basis.
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: a. has at least three members, a majority of whom are independent directors; and b. is chaired by an independent director, and disclose: c. the charter of the committee; d. the members of the committee; and e. 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.	Partially	As disclosed in its Board Charter, the Company does not currently have a Remuneration and Nomination Committee and the Board as a whole makes recommendations on remuneration, new appointments and matters regarding successions. In view of the size and resources available to the Company, it is not considered that a separate nomination committee would add any substance to this process. In considering such issues, the Board will consider the skills matrix of its Directors and/or senior executives, and whether the Company would benefit from a particular sets of skills or experience, which is aligned with the Company's plans and ongoing values. In addition, the Board will consider other factors such as the number of independent non-executive directors presently on the Board, and the Company's Diversity Policy. A copy of the Board Charter is available on the Company's website.
2.2	A listed entity should have and disclose a board skills matrix	No	The Board regularly evaluates the mix of skills, experience and

	setting out the mix of skills that the board currently has or is looking to achieve in its membership.		diversity at Board level and will consider whether the Company would benefit from a particular set of skills or experience, which is aligned with the Company's plans and ongoing values. At the date of this Prospectus, the Board comprises three (3) Directors from diverse backgrounds with a range of business experience, skills and attributes. Biographical information on each Director is contained in the Prospectus and on the Company's website. In addition, the Board has an appropriate range of skills, experience and expertise and an understanding of and competence to deal with current and emerging issues of the business. The Company's succession plans are also designed to maintain an appropriate balance of skills, experience and expertise on the Board. Further details of the current Directors, their skills, experience and qualifications are set out in the Prospectus. These details, plus a record of attendance at meetings, will be included in the Directors' Report within the Annual Report in the future. No specific skills matrix is currently prepared and disclosed as the Company does not believe its current size and scale warrants that level of detail.
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.	Yes	At the date of this report, the Board comprises the following Directors: A. Mr Raymond Raad (Non-Executive Director); B. Mr Colin McMillan (Managing Director); and C. Mr Patrick Highsmith (Chairman and Non-Executive Director). Each Director's interest is as set out in Table 7.2 of the Prospectus.
2.4	A majority of the board of a listed entity should be independent directors.	No	The Company has three directors, one of whom, Mr Highsmith, serves as Chair of the Board and is considered independent. Given the Company's current size and available resources, it is not feasible to appoint additional independent directors at this time.

			As the business develops, the Board may consider and, if appropriate, make changes to its composition, including the appointment of additional independent directors.
2.5	The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	Yes	Mr Patrick Highsmith is the Chairperson and is not the CEO of the Company. Mr Patrick Highsmith is an independent Non-Executive Director.
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	Under the Company's Board Charter, the Company Secretary must assist with induction and professional development of all new Directors which involves providing a briefing on key Board issues and providing appropriate background documentation, including the Company's financial, strategic, operational and risk management position, their rights, duties and responsibilities, and the role of the Board the Board committees. The Board will periodically review whether there is a need for existing Directors to undertake professional development opportunities to develop and maintain the skills and knowledge needed to perform their role as Directors effectively.
PRINCIPLE 3 – INSTIL A CULTURE OF ACTING LAWFULLY, ETHICALLY AND RESPONSIBLY			
3.1	A listed entity should articulate and disclose its values.	Yes	The Company's Board Charter and Code of Conduct articulates and discloses its values. The Company's Board Charter and Code of Conduct is available on the Company Website
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.	Yes	The Company has a Code of Conduct that sets out the standards of behaviour expected of all its Directors and any senior executives, contractors and consultants (if relevant). The Code of Conduct is available on the Company's website. Any breach of compliance with the Code of Conduct is to be reported to the Board.
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	Yes	The Company has a Whistleblower policy which is available on the Company's website. Under this policy, it is recommended that reports under the policy are made to the Board.

	informed of any material incidents reported under that policy.		For the purposes of the Whistleblower Policy, all reports are to be made to a “protected disclosure officer”, which can be the Chairperson, an officer or senior manager of the Company (if one is employed) or any of its related bodies corporate or the Company’s external auditor.
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	The Company has an Anti-bribery and Corruption policy which is available on the Company’s website. Under this policy, all Company personnel must report any actual or suspected improper conduct or other violation of this Policy to the relevant person identified in this Policy, being the CEO (or equivalent) or the Company Secretary.
PRINCIPLE 4 – SAFEGUARD THE INTEGRITY OF CORPORATE REPORTS			
4.1	The board of a listed entity should: A. have an audit committee which: a. has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and b. is chaired by an independent director, who is not the chair of the board, c. and disclose: d. the charter of the committee; e. the relevant qualifications and experience of the members of the committee; and f. 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 A. if it does not have an audit committee, disclose that fact and the processes it employs that independently	Partially	The Company has not established an Audit and Risk Committee as the Directors do not view that the size of the Company warrants a separate audit committee. The Company’s Board Charter provides that, until the Company does establish an Audit & Risk Committee, the Board will perform the ordinary functions of the Audit & Risk Committee. Despite not yet establishing an Audit and Risk Committee, the Company has adopted an Audit and Risk Committee Charter and also a Risk Management Policy. The Audit and Risk Committee Charter sets out the broad role of the Audit & Risk Committee (which, until the Board decides to establish an Audit & Risk Committee, remains the role of the Board) to be overseeing the integrity of the financial reporting process, reviewing risk management processes, reviewing internal controls and managing the external audit process. The duties specified in the Audit and Risk Committee Charter include undertaking processes to independently verify the integrity of the Company’s periodic reports which are not audited or reviewed by an external auditor, as well as undertaking processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner. The Company’s Risk Management Policy sets out the Company’s

	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.		processes for managing risks and developing an appropriate risk management framework to provide guidance to the Company's Management. The Board is of the view that the experience and professionalism of the persons on the Board is sufficient to ensure that all significant matters are appropriately addressed and actioned in relation to auditing. Further, the Board does not consider that the Company is of sufficient size to justify the appointment of additional directors at this stage.
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	The Board receives a declaration from the CFO, prior to seeking approval to sign off on the entity's financial statements that they have been prepared using properly maintained financial records, comply with 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.
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	Under the Audit and Risk Committee Charter, the Audit and Risk Committee is responsible for reviewing, assessing and recommending release for all financial statements and reports which are required to be publicly The Company ensures that any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor undergoes review by the Board. The process used by the Board to verify periodic corporate reports is to be disclosed to the market. The Board is responsible for reviewing, assessing and recommending release for all financial statements and reports that are required to be publicly released. The review should include a discussion with management and the external auditors of accounting issues and board policies.
PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE			

5.1	A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.	Yes	The Company has a Disclosure and Communication Policy that outlines the processes to be followed by the Company to ensure compliance with its continuous disclosure obligations, to ensure shareholders have equal and timely access to material information and that the Company communicates effectively to the market. The Disclosure and Communication Policy is available on the Company's website.
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 Board Charter and the Company's Disclosure and Communications Policy, the Board is responsible for overseeing and coordinating the continuous disclosure process with the ASX as well as coordinating any communications with the ASX to ensure timely and balanced disclosures and ensuring that the Company has an effective process for communicating with shareholders, other stakeholders and the public (which includes, the receipt and review of copies of all material market announcements promptly after they have been made).
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	Under the Company's Continuous Disclosure and Communications Policy, any materials distributed at analyst and media briefings will be lodged with ASX at the time of the briefing, and at investor meetings, the Company will not disclose any information that a reasonable person might regard as being price sensitive unless such information has previously been released to the market through the ASX or is otherwise already in the public domain.
PRINCIPLE 6 – RESPECT THE RIGHTS OF SECURITY HOLDERS			
6.1	A listed entity should provide information about itself and its governance to investors via its website.	Yes	Information about the Company and its operations is available on the Company Website. Information about the Company's corporate governance (including links to the Company's corporate governance policies and charters) can be accessed from the Company Website.
6.2	A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	Yes	The Company's Disclosure and Communications Policy outlines the processes followed by the Company to ensure communication with shareholders and the investment community is effective, consistent

			and adheres to the principles of continuous disclosure. Media relations and communications are the responsibility of the Company Secretary under that policy and if the Company Secretary is unavailable then public statements can be made by the Chairperson. The Disclosure and Communication Policy which is available on the Company's website
6.3	A listed entity should disclose how it facilitates and encourages participation at meetings of security holders	Yes	The Company's Disclosure and Communication Policy sets out the policies and processes the Company has in place to facilitate and encourage participation at meetings of Shareholders (including use of technological solutions). The Disclosure and Communication Policy which is available on the Company's website.
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.	No	The Company's Constitution provides that a poll may be demanded to vote on resolutions at meetings of Shareholders.
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 gives Shareholders the option to receive communications from, and send communications to, the Company and its Share Registry electronically, as provided for in the Company's Disclosure and Communication Policy.
PRINCIPLE 7 – RECOGNISE AND MANAGE RISK			
7.1	The board of a listed entity should: A. have a committee or committees to oversee risk, each of which: a. has at least three members, a majority of whom are independent directors; and b. is chaired by an independent director, and disclose: c. the charter of the committee;	Partially	The Company has not established an Audit and Risk Committee as the Directors do not view that the size of the Company warrants a separate audit committee. In accordance with the Company's Board Charter, the Board carries out the duties related to risk that would ordinarily be carried out by the Audit and Risk Committee. Those duties are set out in the Company's Risk Management Policy and include overseeing the establishment and implementation of effective risk management and internal control systems to manage the Company's material business risks and for reviewing and monitoring the Company's

	d. the members of the committee; and e. 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.		application of those systems. The Board is of the view that the experience and professionalism of the persons on the Board is sufficient to ensure that all significant matters are appropriately addressed and actioned in relation to risk.
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.	Partially	Both the Company's Risk Management Policy and Audit & Risk Management Charter guide the Board in its annual review of the Company's risk management framework. Since incorporation in May 2014, the Board has not yet completed a structured review of the Company's risk management framework and key corporate risks. The Board intends to conduct this review of the Company's risk management framework by the end of September 2025.
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 structure and role of the Company's internal audit function is set out in both the Audit & Risk Committee Charter and the Risk Management Policy (both of which are already adopted). In accordance with the Board Charter, the Company's internal audit function is currently carried out by the Board in the absence of an Audit and Risk Committee that is yet to be established as per the explanation in the row above addressing Recommendation 4.1. The Board devotes time at annual Board meetings to fulfilling the roles and responsibilities associated with maintaining the Company's internal audit function and arrangements with external auditors. All members of the Board are involved in the Company's internal audit function to ensure the proper maintenance of the entity and the integrity of all financial reporting, and the Board itself is responsible for overseeing the integrity of the Company's accounting systems and external audit.

			As explained in the row above addressing Recommendation 7.1, the Board employs its own processes for evaluating and continually improving the effectiveness of its governance, risk management and internal control processes.
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 Risk Management Policy acknowledges that it has an obligation to Shareholders, contractors, and other stakeholders to oversee the establishment and implementation of a risk management strategy, and monitor, review and evaluate the risk management and internal control systems for the Company. The Company may be exposed to such environmental risks as disclosed in Section 6 of this Prospectus. The Company operates in Australia, which is a mature and well-regulated mining jurisdiction. As part of the Company's mining development approvals process, the Company must adhere to strict environmental and social regulations.
PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY			
8.1	The board of a listed entity should: A. have a remuneration committee which: - has at least three members, a majority of whom are independent directors; and - is chaired by an independent director, and disclose: - the charter of the committee; - the members of the committee; and - 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	Yes	Given the current size of the Board, the Company does not have a remuneration committee. The Board considers that it is able to deal efficiently and effectively with remuneration issues and will initially comprise the remuneration committee. Under the Company's Board Charter, when setting the level and composition of remuneration, as part of its consideration, the Board will balance a number of factors, including: - the Company's desire to attract and retain high quality directors; - the Company's incentive structures are properly aligned with its purpose, values, strategic objectives and risk appetite; and - the implications for the Company's reputation and standing

	A. if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.		if it is keen to pay excessive remuneration. A copy of the Board Charter is available on the Company's website.
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 remuneration presently payable to the Directors is disclosed in the Prospectus. The Company's policies and practices regarding the remuneration of its Directors will be set out in the Remuneration Report contained in each Annual Report.
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's Securities Trading Policy provides that participants in the scheme must not enter into any transaction that would have the effect of hedging or otherwise transferring to any other person the risk of any fluctuation in the value of any unvested equity interest. The Securities Trading Policy is available on the Company's website.