IMDEX LIMITED | ABN 78 008 947 813

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17 August 2026

Company Announcements Office
ASX Limited Exchange Centre
20 Bridge Street SYDNEY NSW 2001

Dear Sir / Madam,

APPENDIX 4G AND CORPORATE GOVERNANCE STATEMENT FOR THE YEAR ENDED 30 JUNE 2026

Please find attached Imdex Limited's Appendix 4G and Corporate Governance Statement for the year ended 30 June 2026.

Yours faithfully
Imdex Limited

Michael Tomasz
Company Secretary

This announcement has been approved for lodgement by the Board of Directors.

Appendix 4G

Key to Disclosures
Corporate Governance Council Principles and Recommendations

Name of entity

Imdex Limited

ABN/ARBN	Financial year ended:
78 008 947 813	30 June 2026

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

☐ These pages of our annual report:

☒ This URL on our website: [Corporate Governance]

The Corporate Governance Statement is accurate and up to date as at 30 June 2026 and has been approved by the board.

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

Date: 17 August 2026

Name of authorised officer authorising lodgement:

Michael Tomasz
Company Secretary

[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.	☒ and we have disclosed a copy of our board charter at: <u>Board Charter</u>	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.2	A listed entity should: (a) undertake appropriate checks before appointing a director or senior executive or putting someone forward for election as a director; and (b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.	☒	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	☒	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.4	The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.	☒	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ 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.	☒ and we have disclosed a copy of our diversity policy at: Diversity Policy and we have disclosed the information referred to in paragraph (c) in our Corporate Governance Statement.	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
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: Procedure for Evaluation of the Board, Committees and the Executive Team and whether a performance evaluation was undertaken for the reporting period in accordance with that process in our Corporate Governance Statement.	☐ set out in our Corporate Governance Statement **OR** ☐ 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.	☒ and we have disclosed the evaluation process referred to in paragraph (a) at: Procedure for Evaluation of the Board, Committees and the Executive Team and whether a performance evaluation was undertaken for the reporting period in accordance with that process in our Corporate Governance Statement.	☐ set out in our Corporate Governance Statement **OR** ☐ 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]
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.	☒ and we have disclosed a copy of the charter of the committee at: Remuneration and Nomination Committee Charter and the information referred to in paragraphs (4) and (5) in the 2026 Annual Financial Report.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ 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.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ 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 in our Corporate Governance Statement and the length of service of each director in our Corporate Governance Statement.	☐ 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]
2.4	A majority of the board of a listed entity should be independent directors.	☒	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
2.5	The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	☒	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
2.6	A listed entity should have a program for inducting new directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as directors effectively.	☒	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
PRINCIPLE 3 – INSTIL A CULTURE OF ACTING LAWFULLY, ETHICALLY AND RESPONSIBLY			
3.1	A listed entity should articulate and disclose its values.	☒ and we have disclosed our values at: IMDEX 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.	☒ and we have disclosed our code of conduct at: 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.	☒ and we have disclosed our whistleblower policy at: Speak Up 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.	☒ and we have disclosed our anti-bribery and corruption policy at: Anti-Bribery and 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 <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 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.	☒ and we have disclosed a copy of the charter of the committee at: [Audit, Risk and Compliance Committee Charter] and the information referred to in paragraphs (4) and (5) in the 2026 Annual Financial Report.	☐ set out in our Corporate Governance Statement
4.2	The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.	☒	☐ set out in our Corporate Governance Statement
4.3	A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.	☒	☐ set out in our Corporate Governance Statement

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.	☒ and we have disclosed our continuous disclosure compliance policy at: 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.	☒	☐ set out in our Corporate Governance Statement
5.3	A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation.	☒	☐ set out in our Corporate Governance Statement
PRINCIPLE 6 – RESPECT THE RIGHTS OF SECURITY HOLDERS			
6.1	A listed entity should provide information about itself and its governance to investors via its website.	☒ and we have disclosed information about us and our governance on our website at: About Us	☐ set out in our Corporate Governance Statement
6.2	A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	☒	☐ set out in our Corporate Governance Statement
6.3	A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	☒ and we have disclosed how we facilitate and encourage participation at meetings of security holders at: 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
6.5	A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	☒	☐ set out in our Corporate Governance Statement

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 7 – RECOGNISE AND MANAGE RISK			
7.1	The board of a listed entity should: (a) have a committee or committees to oversee risk, each of which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.	☒ and we have disclosed a copy of the charter of the committee at: <u>Audit, Risk and Compliance Committee Charter</u> and the information referred to in paragraphs (4) and (5) in the 2026 Annual Financial Report.	☐ set out in our Corporate Governance Statement
7.2	The board or a committee of the board should: (a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound and that the entity is operating with due regard to the risk appetite set by the board; and (b) disclose, in relation to each reporting period, whether such a review has taken place.	☒ and we have disclosed whether a review of the entity's risk management framework was undertaken during the reporting period in our Corporate Governance Statement.	☐ set out in our Corporate Governance Statement
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 how our internal audit function is structured and what role it performs in our Corporate Governance Statement.	☐ 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]
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 in our Corporate Governance Statement.	☐ 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.	☒ and we have disclosed a copy of the charter of the committee at: Remuneration and Nomination Committee Charter and the information referred to in paragraphs (4) and (5) in the 2026 Annual Financial Report.	☐ set out in our Corporate Governance Statement **OR** ☐ 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.	☒ and we have disclosed separately our remuneration policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives at: Remuneration Policy	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
8.3	A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	☒ Securities Trading Policy	☐ set out in our Corporate Governance Statement **OR** ☐ we do not have an equity-based remuneration scheme and this recommendation is therefore not applicable **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable

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*]	☒ we do not have a director in this position 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.	☐	☒ we are established in Australia 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.	☐	☒ we are established in Australia and not an externally managed listed entity and this recommendation is therefore not applicable

FY26 CORPORATE GOVERNANCE STATEMENT

ASX Governance Principles and ASX Recommendations

The Australian Securities Exchange Corporate Governance Council sets out best practice recommendations, including corporate governance practices and disclosure requirements in its *Corporate Governance Principles and Recommendations (4th Edition)* (ASX Recommendations). ASX Listing Rule 4.10.3 requires listed entities to disclose the extent to which they have complied with the ASX Recommendations and to provide reasons for any departures.

Unless otherwise indicated, IMDEX Limited (IMDEX or the Company) complied with the ASX Recommendations throughout the year ended 30 June 2026. The Company maintains a dedicated Corporate Governance section on its website, which includes the information and documents recommended under the ASX Recommendations.

This Corporate Governance Statement (Statement) was approved by the Board of IMDEX Limited (Board) on 12 August 2026 and outlines the Company's compliance with the ASX Recommendations during the year ended 30 June 2026. IMDEX's key corporate governance practices are set out below.

PRINCIPLE 1: LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT

ROLES AND RESPONSIBILITIES OF BOARD AND MANAGEMENT

The Board has adopted a Board Charter that formalises the roles and responsibilities of the Board. Matters specifically reserved to the Board are set out in the charter, which is published on the Company's website.

The Board delegates the day-to-day management of the Company's business and operations to the Managing Director and Chief Executive Officer (CEO) and the executive leadership team in accordance with the Company's Delegation of Authority Policy and Guidelines. The Board periodically reviews the Company's governance policies, charters and procedures to ensure they remain appropriate and reflect changes in applicable laws, regulations and governance practices.

PROCEDURE FOR THE SELECTION AND APPOINTMENT OF NEW DIRECTORS TO THE BOARD

The Company's procedures for the selection and appointment of Directors are available on its website. Directors are appointed on terms and conditions that are subject to the Company's Constitution and the Corporations Act 2001 (Cth), and cover matters including appointment and retirement, corporate governance, remuneration, Board meetings and Board Committees.

In accordance with the Company's Constitution and the ASX Listing Rules, Directors are required to retire and seek re-election at least every three years. The Board considers each Director's performance, skills, experience and the needs of the Company when determining whether to support their re-election.

The Board undertakes appropriate checks and due diligence before appointing Directors and senior executives and provides shareholders with all material information relevant to a decision on whether to elect or re-elect a Director.

All Directors and senior executives are subject to a written agreement setting out the terms of their appointment.

COMPANY SECRETARY

The Company Secretary is accountable directly to the Board, through the Chair, for matters relating to the proper functioning of the Board, including:

- advising the Board on governance matters;
- administration of the Board, including the development of agendas, distribution of papers, minute-taking and organisation of meetings;

- lodgement of documents, reports and announcements with ASIC and the ASX; and
- overseeing the Company's engagement with its share registry.

Mr Michael Tomasz was appointed Company Secretary of IMDEX on 24 May 2021.

DIVERSITY

The Company has a Diversity, Equity and Inclusion Policy which provides a framework through which IMDEX actively promotes and manages diversity, equity and inclusion across the organisation. The policy supports the Company's diversity objectives and applies to both the Board and all employees.

IMDEX is committed to fostering a workplace that reflects the diversity of its customers and the communities in which it operates. The Company recognises that diversity in background, thinking and experience fuels innovation and strengthens organisational performance. A culture that embraces equity and inclusion enhances collaboration, supports employee wellbeing, and enables the business to adapt and thrive in a dynamic industry.

To support this commitment, the Company strives to:

- understand and respond flexibly to the unique needs of all employees;
- treat all employees with respect, dignity and consistency; and
- ensure that business practices, policies and procedures are fair and equitable.

In FY26, the Company set a target to improve female representation in leadership positions to 24.5%. This target was achieved, with female representation in leadership increasing to 25.1%.

The table below sets out the gender composition of the Board, senior executives and employees as at 30 June 2026.

Group	Total	Male	Female
Board	6	3 (50%)	3 (50%)
Senior Executives*	7	4 (57%)	3 (43%)
Employees	1020	757 (74%)	263 (26%)

*Senior Executives are defined as being persons that have accountability directly to the Managing Director and CEO.

EVALUATING PERFORMANCE

The effectiveness of the Board is assessed having regard to the Company's performance, strategic objectives, governance outcomes and the effectiveness of Board oversight. The Board oversees management's implementation of the Company's values and culture and ensures the remuneration framework aligns with the Company's purpose, values, strategic objectives and risk appetite. Individual Director performance is assessed having regard to attendance, preparedness, engagement and contribution to Board discussions and decision-making.

During FY26, the Board undertook performance evaluation through a structured 360-degree review process. The review invited each Director to assess their own contribution and that of their fellow Directors across a range of areas, including independence of thought; collaboration; contribution to strategy; commercial/ financial input; and effectiveness in constructively challenging management. Feedback was provided on a confidential and anonymous basis to encourage open and candid participation. The Board considered the outcomes of the review and identified opportunities to further enhance Board effectiveness.

The performance of senior executives is assessed annually against criteria vetted by the Remuneration and Nomination Committee. A review of senior executives' performance was conducted during the reporting period.

PRINCIPLE 2: STRUCTURE THE BOARD TO BE EFFECTIVE AND ADD VALUE

BOARD REMUNERATION AND NOMINATION COMMITTEE

The Remuneration and Nomination Committee comprises three independent Non-Executive Directors and assists the Board to:

- oversee Board succession, renewal and the mix of skills, experience, independence and diversity needed to discharge its duties;
- oversee Director induction, training and the evaluation of Board, committee and individual Director performance; and

- recommend to the Board the remuneration policy and the remuneration of Directors and the executive team.

The Committee operates under a written charter published on the Company's website. It is chaired by an independent Director, all members are independent Non-Executive Directors, and the Company Secretary acts as secretary of the Committee.

The members of the Committee during the year and at the date of this Statement were:

- Ms S Layman (Chair);
- Ms T Arlaud; and
- Ms T Horton.

The experience and qualifications of each member and details of meeting attendance are set out in the Directors' profiles in the 2026 Annual Financial Report (Annual Report).

BOARD SKILLS MATRIX

The Board seeks to maintain an appropriate balance of skills, experience, expertise and diversity to effectively oversee the Company's strategy, operations, performance and risk management activities and to support the creation of long-term shareholder value.

During FY26, the Board reviewed and updated its skills matrix to ensure it continues to reflect the capabilities most relevant to the Company's strategic priorities and future growth. The skills matrix is used to assess Board composition and inform succession planning and Director appointment decisions.

The table below sets out the number of Directors assessed at general, advanced and expert proficiency levels across each skill area, demonstrating both the breadth of skills, experience and expertise represented on the Board.

Skill	General	Advanced	Expert
Risk Management Oversight	0	2	4
Mergers, Acquisitions and Divestments Oversight	1	1	4
Strategy Oversight	1	1	4
Capital Markets	2	0	4
Financial Acumen	1	2	3
Industry Experience	2	1	3
Organisational & Human Resources Leadership	3	0	3
Corporate Governance Experience	1	3	2
Resource Exploration	3	1	2
Innovation & Emerging Technologies Oversight	3	1	2
Technology & Digital Oversight	2	3	1

BOARD STRUCTURE

As at 30 June 2026, the Board comprised a Non-Executive Chair, four Non-Executive Directors and one Executive Director. Five of the six Directors were considered independent. The Chair is an independent Non-Executive Director and is not the Chief Executive Officer. The Board periodically reviews its size and composition having regard to the Company’s strategy, operations and future requirements.

Details of the Directors in office as at the date of this Statement, including their skills, experience and expertise, are set out in the Annual Report.

BOARD INDEPENDENCE

Directors are expected to exercise independent judgement in the discharge of their duties and responsibilities. To facilitate this, each Director has the right to seek independent professional advice at the Group’s expense, subject to the prior approval of the Chair, which may not be unreasonably withheld.

In assessing Director independence, the Board considers both quantitative and qualitative factors and applies the criteria set out in the ASX Corporate Governance Principles and Recommendations. The Board assesses whether any relationship, association or interest could reasonably be considered to materially interfere with, or influence, a Director's ability to exercise independent judgement in the best interests of the Company.

The Board has conducted a review of each Director's independence and reports as follows:

Director	Length of Service as at 30 June 2026	Independence status	Matters affecting Independence
Mr A Wooles Non-Executive Chair	10 years	Independent	Nil
Mr P House Managing Director	2.3 years	Not Independent	Executive role (Managing Director & CEO)
Ms S Layman Non-Executive Director	9.5 years	Independent	Nil
Ms T Arlaud Non-Executive Director	5.5 years	Independent	Nil
Mr U Airhiavbere Non-Executive Director	3.5 years	Independent	Nil
Ms T Horton Non-Executive Director	2.5 years	Independent	Nil

In assessing independence, the Board considers the length of tenure of its directors. Whilst it is noted that Mr Wooles has served on the Board for 10 years, he was re-elected to his position at the 2024 AGM. The Board is satisfied that his tenure has not affected his capacity to bring independent judgement to Board deliberations, and he continues to be regarded as an independent Director.

INDUCTION AND TRAINING

The Company has a program for inducting new Directors, which includes providing information and briefings designed to ensure they understand the Company's financial position, strategy, operations, culture, values and risk management framework. The induction program also outlines the respective roles and responsibilities of the Board, senior executives and Board Committees. New Directors are encouraged to meet with Directors, senior executives and key personnel to gain a broader understanding of the Company's operations and business activities.

Directors are provided with ongoing professional development opportunities to maintain and enhance the skills and knowledge required to perform their role effectively. Each new Director receives a written letter of appointment setting out the key terms and conditions of their appointment.

The Board receives regular briefings from management and external advisers on matters relevant to the Company's business, industry developments, governance obligations and regulatory changes.

PRINCIPLE 3: ACT ETHICALLY AND RESPONSIBLY AND INSTIL THE DESIRED CULTURE

VALUES

The Company's values are disclosed on its website.

CODE OF CONDUCT

The Board and all employees are expected to maintain high standards of ethical and professional conduct. The Company's Code of Conduct (Code) provides employees with an ethical and legal framework for decision-making and outlines the standards of behaviour expected in the course of their employment. The Code is available on the Company's website.

The Code provides guidance to employees on carrying out their duties and includes:

- acting ethically, honestly and with integrity;
- performing work efficiently, responsibly and professionally; and
- complying with Company policies and promoting a culture of integrity and ethical behaviour.

The Code also provides guidance on conducting business ethically, interactions with governments and communities, and expected workplace behaviours. The Code is available on the Company's website under the "Corporate Governance" section.

All employees are required to complete annual training on the Code and its key requirements.

WHISTLEBLOWER POLICY

IMDEX has a Speak Up Policy, which is available on its website. The Speak Up Policy supports the Code and encourages employees to raise concerns, ask questions and report actual or suspected breaches of the Code or other IMDEX policies without fear of retaliation.

Material incidents reported under the Speak Up Policy, together with any associated investigations and outcomes, are reported to the Board or the relevant Board Committee as appropriate.

ANTI-BRIBERY AND CORRUPTION POLICY

The Company's Anti-Bribery and Corruption Policy outlines IMDEX's requirements for ethical business conduct and provides guidance on recognising and responding to bribery and corruption risks. Compliance with the Policy supports ethical business practices and helps protect the Company from legal, financial, safety and reputational risks. The Policy is available on the Company's website.

All employees are required to complete annual training on the Anti-Bribery and Corruption Policy and its requirements. Material breaches of the Policy, together with any associated investigations and outcomes, are reported to the Board or the relevant Board Committee as appropriate.

CONFLICTS OF INTEREST CERTIFICATION

In addition to annual policy training, all employees are required to complete an annual Conflicts of Interest Certification. Employees must disclose any actual, potential or perceived conflicts of interest and update their declaration if their circumstances change.

PRINCIPLE 4: SAFEGUARD INTEGRITY IN CORPORATE REPORTING AND PRODUCE CORPORATE REPORTS OF HIGH QUALITY AND INTEGRITY

THE AUDIT, RISK AND COMPLIANCE COMMITTEE

The Audit, Risk and Compliance Committee (ARC Committee) consists of three independent Non-Executive Directors and operates under a formal charter approved by the Board. The charter is published on the Company's website. The ARC Committee is chaired by an independent Chair who is not the Chair of the Board.

The role of the ARC Committee is to assist the Board in overseeing the integrity of financial reporting, the effectiveness of the Company's internal control and risk management framework, compliance with legal and regulatory requirements, and the internal and external audit functions. The ARC Committee also provides assurance to the Board regarding the quality and reliability of financial information included in the Company's financial statements.

The members of the ARC Committee during the year and at the date of this Statement were:

- Ms T Horton (Chair);
- Mr U Airhiavbere; and
- Mr A Wooles.

The experience and qualifications of each member and details of meeting attendance are set out in the Annual Report. The Company Secretary acts as secretary of the ARC Committee.

STATEMENT BY THE CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER

The Chief Executive Officer and Chief Financial Officer have provided a declaration to the Board confirming that the financial records of the Company have been properly maintained and that the financial statements comply with the applicable accounting standards and present a true and fair view, in all material respects, of the Company's financial position and performance.

PERIODIC CORPORATE REPORTS

Periodic corporate reports that are not subject to review or audit by the external auditor are reviewed by relevant internal stakeholders and approved by the Board or an appropriate Board Committee before release. As part of that process, management confirms that the report has been appropriately reviewed and that the information contained in it is accurate and balanced.

PRINCIPLE 5: MAKE TIMELY AND BALANCED DISCLOSURE

CONTINUOUS DISCLOSURE POLICIES AND PROCEDURES

The Company has a Continuous Disclosure Policy in place to ensure that it complies with the disclosure requirements of the ASX Listing Rules. The policy is published on the Company's website.

The policy identifies those responsible for determining whether information requires disclosure, the Board's role in overseeing market disclosures, and the procedures for ensuring information is released to ASX in a timely and balanced manner.

In accordance with the policy, the Company Secretary ensures that:

- all information disclosed to the ASX is published on the Company's website as soon as practicable;
- all new investor and analyst presentations are released to ASX ahead of the presentation; and
- the Board receives copies of all material market announcements promptly after they have been made.

PRINCIPLE 6: RESPECT THE RIGHTS OF SHAREHOLDERS

COMPANY WEBSITE

IMDEX maintains a website that includes:

- a dedicated corporate governance section containing relevant corporate governance information for the Company; and
- information regarding the Company, its operations and history.

SHAREHOLDER COMMUNICATIONS POLICY

The Company has a Shareholder Communications Policy, which is published on the Company's website. The policy sets out how:

- IMDEX facilitates effective two-way communication with investors; and
- shareholders can communicate with, and receive communications from, IMDEX electronically.

SHAREHOLDER MEETINGS

The Shareholder Communications Policy also outlines how the Company facilitates and encourages participation at shareholder meetings. All substantive resolutions considered at shareholder meetings are decided by a poll rather than a show of hands.

PRINCIPLE 7: RECOGNISE AND MANAGE RISK

AUDIT, RISK AND COMPLIANCE COMMITTEE

As described in Principle 4, the Board has an Audit, Risk and Compliance Committee (ARC Committee) to assist the Board in overseeing the Company's risk management framework.

RISK OVERSIGHT AND MANAGEMENT POLICIES

The Board is responsible for overseeing the Company's risk management framework and for satisfying itself that appropriate systems are in place to identify, assess, manage and monitor material risks. The Board also ensures that the framework operates effectively and within the Company's approved risk appetite.

The ARC Committee reviews the risk management framework at least annually. A review was undertaken during FY26. The Company's material economic, environmental and social sustainability risks are identified, assessed and managed through its risk management framework and disclosed, where relevant, in the Annual Report and Sustainability Report.

INTERNAL AUDIT

The Group has an internal audit function that reports directly to the ARC Committee. The function is outsourced to independent internal audit consultants who provide objective assurance on the effectiveness of the Company's risk management, internal control and governance processes. The annual internal audit plan is reviewed and approved by the ARC Committee.

PRINCIPLE 8: REMUNERATE FAIRLY AND RESPONSIBLY

REMUNERATION AND NOMINATION COMMITTEE

As described in Principle 2, the Board has a Remuneration and Nomination Committee to assist the Board with setting the level and composition of remuneration for Directors and senior executives.

COMPANY'S REMUNERATION POLICIES

The Company has in place a Remuneration Policy which sets out the Company's remuneration practices. The policy is published on the Company's website. Details on the remuneration of Directors and executives as well as the Company's remuneration policies are set out in the Remuneration Report in the Annual Report.

STRUCTURE OF NON-EXECUTIVE DIRECTOR'S REMUNERATION

The terms and conditions of appointments for Non-Executive Directors include details of their remuneration arrangements. Non-Executive Directors are remunerated by way of fixed cash fees. Non-Executive Directors receive fixed cash fees and are not entitled to retirement benefits other than statutory superannuation. The maximum aggregate remuneration payable to Non-Executive Directors, as approved by Shareholders at the 2024 Annual General Meeting, is currently $1,100,000. Additional benefits may be provided from time to time where appropriate and having regard to market practice.

EQUITY-BASED REMUNERATION SCHEME

The Company has a Security Trading Policy that restricts dealing in IMDEX securities by Directors, employees and other persons who may possess inside information relating to the Company. The Policy also contains restrictions on margin lending arrangements and the use of derivatives in relation to Company securities. The Policy is available on the Company's website.