



PurifLOH Limited
Corporate Governance Statement
30 September 2024

Introduction

PurifLOH Limited (“**PurifLOH** ” or “**Company**”) is committed to implementing sound standards of corporate governance. In determining what those standards are, the Company has had regard to the ASX Corporate Governance Council’s Corporate Governance Principles and Recommendations – Fourth Edition (“**Recommendations**”). The Company has, and will continue to, report against the Fourth Edition of these Principles and Recommendations for its current financial year, which commenced on 1 July 2023.

The Company’s Board governs the business on behalf of shareholders as a whole with the prime objective of protecting and enhancing shareholder value. The Board is committed to, and ensures that the:

- (a) executive management runs the Company, and its subsidiaries (“the Group”), with a high level of ethics and integrity;
- (b) Board and management comply with all applicable laws and regulations;
- (c) Company continually reviews the governance framework and practices to ensure it fulfils its corporate governance obligations.

Further information about the Company’s corporate governance practices is set out on the Company’s website at www.purifloh.com.

This Corporate Governance Statement was approved by the Board on 30 September 2024.

This announcement was authorised for release by the Board of PurifLOH Limited.

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ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 1: LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT		
<p>Recommendation 1.1: A listed entity should have and disclose a board charter setting out:</p> <ul style="list-style-type: none"> (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	<p>The role of the Board is to provide overall strategic guidance and effective oversight of management. As the Board acts on behalf of and is accountable to shareholders, the Board seeks to identify and meet the expectations of shareholders, as well as other regulatory and ethical expectations and obligations. In addition, the Board is responsible for identifying areas of significant business risk and ensuring arrangements are in place to adequately manage those risks. The Board seeks to discharge these responsibilities in a number of ways.</p> <p>The responsibility for the operation and administration of the Company is delegated by the Board to the executive directors and the key management team. The Board ensures that this team is appropriately qualified and experienced to discharge their responsibilities and has in place procedures to assess the performance of the executive directors and the key management team.</p> <p>A copy of the Company’s Board Charter is available in Section 1 of the Corporate Governance Charter and is available on the Company’s website at https://purifloh.com/corporate-governance/.</p> <p>The Board Charter lists the specific responsibilities the Board has reserved for itself, in addition to those expressly required under law.</p>
<p>Recommendation 1.2: A listed entity should:</p> <ul style="list-style-type: none"> (1) undertake appropriate checks before appointing a director or senior executive or putting someone forward for election as a director; and (2) 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	<p>In determining candidates for the Board, consideration is given to the mix of skills, experience, and diversity of the existing Board in addition to the balance of independent Directors.</p> <p>Before appointing a new Director, the Company undertakes appropriate checks such as a character reference, police clearance certificate, bankruptcy check and any other check it deems appropriate.</p> <p>Directors are re-elected in accordance with the Company’s Constitution and the ASX Listing Rules. Shareholders will be provided with all material information for a Director’s election in the Notice of Meeting that would be relevant for shareholders to make a decision on whether to elect or re-elect a Director, such as the Director’s qualifications, experience and contribution to the Board.</p>

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 1: LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT (CONTINUED)		
<p>Recommendation 1.3: A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.</p>	Yes	<p>The Company has entered into letters of appointment with directors and senior executives. These contracts ensure that directors and senior executives have a clear understanding of their roles and responsibilities and of the Company's expectations of them.</p>
<p>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 functioning of the board.</p>	Yes	<p>The Company Secretary is appointed and removed by, and is accountable directly to, the Board.</p> <p>The Company Secretary has access to all Board members and the main functions of the role are to assist in advising the Board on governance matters and monitoring compliance with board and committee procedures. The role of the Company Secretary is further summarised in Section 1 of the Company's Board Charter, which is available on the Company's Corporate Governance Charter at https://purifloh.com/corporate-governance/</p>
<p>Recommendation 1.5: A listed entity should:</p> <ul style="list-style-type: none"> (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: <ul style="list-style-type: none"> (1) the measurable objectives set for that period to achieve gender diversity; (2) the entity's progress towards achieving those objectives; and 	No	<p>The Company is committed to actively manage diversity as a means of enhancing the Company's performance and maximising its corporate goals by recognising the contributions of diverse skills and talent from its employees.</p> <p>Diversity includes, but is not limited to, gender, age, ethnicity and cultural background.</p> <p>All decisions relating to employees are based strictly on merit, without regard to gender, ethnicity, age, relationship status or any other irrelevant factor not applicable to the position.</p> <p>It is the Board's responsibility and objective to embrace diversity when determining the composition of the Board, senior management and employees. This allows the Company to draw on a variety of qualifications, skills, experience and diversity of gender to maximise the Company's performance.</p>

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 1: LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT (CONTINUED)		
<p>Recommendation 1.5 (continued):</p> <p>(3) either:</p> <p>(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</p> <p>(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.</p> <p>(C) 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.</p>	No	<p>The Board intends to set measurable objectives for achieving diversity, specifically including gender diversity and will review and report on the effectiveness and relevance of these measurable objectives. However, due to the current size of the Board and management, these measurable objectives have not yet been set. Measurable objectives will be considered by the Board when the Company becomes of a size that warrants such objectives. Once established, the Board will review progress against any objectives identified on an annual basis. In the 2024 financial year, the board comprised of three members, being Carl Le Souef, Alex Sava and Simon Lill, all of whom are male.</p> <p>During the 2024 financial year, the Company had no women in senior executive positions or on the Board. A senior executive is defined by the Company as a member of the senior management team as distinct from the Board, being those who have the opportunity to materially influence the integrity, strategy and operation of the Company and its financial performance.</p> <p>Diversity</p> <p>The Company has a Diversity Policy on page 30 of its Corporate Governance Charter, which is publicly available at: https://purifloh.com/corporate-governance/.</p> <p>The Board acknowledges the absence of female participation on the Board of Directors. The Board does not consider the Company to be of a size to demand such a change at this point in time. The Board has determined that the composition of the current Board represents the best mix of Directors that have an appropriate range of qualifications and expertise, can understand and competently deal with current and emerging business issues and can effectively review and challenge the performance of management. Consequently, neither does the Company have any specific measurable objectives set down to achieve gender diversity other than it will consider this as the size of the Company increases over time. The number of women in the whole workforce of the Company is currently nil, though that should be contrasted with the Company having a very small number of employees and officeholders relative to other public companies.</p>

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 1: LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT (CONTINUED)		
Recommendation 1.5 (continued):	No	<p>While the Board of the Company strongly endorses the concept of gender diversity, until the Company’s human resource base has grown to a point where fully implementing specific measurable objectives will become more meaningful, the Company will, in accordance with its policy, continue to recruit the best person for each role, regardless of gender, ethnicity, age, relationship status or any other irrelevant factor not applicable to the position.</p> <p>The Company is a not a ‘relevant employer’ under the <i>Workplace Gender Equality Act 2012</i>.</p> <p>The Company is not an S&P/ASX 300 company.</p>
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	<p>The Company has adopted policies and procedures concerning the evaluation and development of the Board, Board Committees and individual directors. This responsibility is allocated to the Board (in its capacity as the Nomination Committee). The Nomination Committee Charter is on page 13 of the Company’s Corporate Governance Charter, which is publicly available at: https://purifloh.com/corporate-governance/.</p> <p>The Company’s process for evaluating board performance is on page 6 of the Company’s Corporate Governance Charter. The Board may undergo periodic formal assessment processes, including assessment of the Board’s committees, where applicable. The process employed by the Chairman for evaluating the performance may involve meeting with each Director privately, ongoing observation and discussion by the Board and the circulation of questionnaires.</p> <p>Measures against which the performance of the Board and individual Directors will be evaluated include:</p> <ul style="list-style-type: none"> • the skills, performance and contribution of individual members of the Board; • the performance and effectiveness of the Board as a whole; • awareness of Directors of their responsibilities and duties as Directors of the Company and of corporate governance and compliance requirements; • awareness of Directors of the Company’s strategic direction; and • opportunities for continuing improvement of Board functions.

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 1: LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT (CONTINUED)		
Recommendation 1.6 (continued):	Yes	The Company undertakes a performance evaluation of the Board at least annually. The Company utilised individual feedback during the 2024 financial year.
<p>Recommendation 1.7: A listed entity should:</p> <p>(a) have and disclose a process for evaluating the performance of its senior executives at least once every reporting period; and</p> <p>(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.</p>	Yes	<p>On page 5 of the Company’s Corporate Governance Charter, it is outlined that the Board is responsible for evaluating the performance of senior executives. The Board (in its capacity as the Nomination Committee) conducts a performance evaluation of the Senior Executives on an annual basis, as appropriate.</p> <p>The Company, due to its size, does not have a comprehensive formal review process for evaluating the performance of its Senior Executives. However, an informal performance evaluation of the Senior Executives is conducted. The Chairman reviews the performance of the two Senior Executives, who regularly meet and discuss their performance with him.</p> <p>In the 2024 financial year, an informal performance evaluation of the Senior Executives was undertaken.</p>
PRINCIPLE 2: STRUCTURE THE BOARD TO BE EFFECTIVE AND ADD VALUE		
<p>Recommendation 2.1: The board of a listed entity should:</p> <p>(a) have a nomination committee which:</p> <p>(1) has at least three members, a majority of whom are independent directors, and</p> <p>(2) is chaired by an independent director, and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the members of the committee; and</p>	No	<p>The Board has not established a separate Nomination Committee. Given the current size and composition of the Board, the Board believes that there would be no efficiencies gained by establishing a separate Nomination Committee. Accordingly, the Board performs the role of the Nomination Committee.</p> <p>The Board did not officially convene as a Nomination or Remuneration Committee during the 2024 financial year, however nomination and remuneration related discussions occurred from time to time during the year, as required, as part of normal Board discussions.</p> <p>Although the Board does not have a formal process for addressing succession issues, they do consider it informally through regular, candid discussions and mentoring relationships to identify and prepare prospective successors.</p> <p>The Company’s objective is to have an appropriate mix of expertise and experience on the Board, and where appropriate its committees, so that the Board can effectively discharge its corporate governance and oversight responsibilities.</p>

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 2: STRUCTURE THE BOARD TO BE EFFECTIVE AND ADD VALUE (CONTINUED)		
<p>(5) as at the end of the reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(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.</p>	No	<p>The Nomination Committee Charter is on page 13 of the Company's Corporate Governance Charter, which is publicly available at: https://purifloh.com/corporate-governance/.</p>
<p>Recommendation 2.2: A listed entity should have and disclose a board skills matrix setting out the mix of skills that the board currently has or is looking to achieve in its membership.</p>	No	<p>The Company recognises the importance of having an appropriate mix of expertise and experience on its Board and Committees to enable it to effectively discharge its corporate governance and oversight responsibilities. The Board accordingly seeks to achieve a balance in its structure that best reflects the needs of the Company at any particular time.</p> <p>Appointment to the Board will be dependent on candidates demonstrating an appropriate breadth of experience in a field of expertise that is relevant to the ongoing supervision of the Company's affairs. This diversity of experience may include a commercial, technical, legal, corporate finance, business development or other background as the Board and management determine as part of its selection processes.</p> <p>The current Board composition addresses these desired skills, with further and full details of each director's skills and experience noted in the Directors' Report of the Company's 2024 Annual Report. The Board regularly evaluates the mix of skills, experience and diversity at Board level.</p>

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PRINCIPLE 2: STRUCTURE THE BOARD TO BE EFFECTIVE AND ADD VALUE (CONTINUED)																						
	No	<p>In the 2024 financial year, the Board comprised of three members, being Carl Le Souef, Alex Sava and Simon Lill. The Directors are from diverse backgrounds with a range of business experience, skills and attributes. Due to an oversight the Company did not follow the recommendation to have this matrix in 2024. Further, the Company did not follow any specific alternative governance practices in lieu of the recommendation in that period however as noted below it did disclose the Board’s individual skills within its Annual Report and believes that the Board has suitable skills for a Company of the size of PurifLOH.</p> <p>The Board continues to assess and monitor this evaluation. The policy and process for the nomination, selection and appointment of new directors is available on the Company’s website.</p>																				
<p>Recommendation 2.3: A listed entity should disclose:</p> <p>(a) the names of the directors considered by the board to be independent directors;</p> <p>(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 the length of service of each director.</p>	Yes	<p>The names and terms of office of each director, and their status as executive/non-executive and independent/non-independent directors, during the year ended 30 June 2024 and up to the date of this statement, were as follows:</p> <table border="1" data-bbox="965 852 2107 1209"> <thead> <tr> <th>Director</th> <th>Status</th> <th>Date of appointment</th> <th>Date of resignation</th> <th>Length of service at September 2024</th> </tr> </thead> <tbody> <tr> <td>Carl Le Souef</td> <td>Chairman (Non-Independent)</td> <td>22 November 2019</td> <td>N/A</td> <td>58 months</td> </tr> <tr> <td>Simon Lill</td> <td>Non-Executive Director (Non-Independent)</td> <td>2 September 2013</td> <td>N/A</td> <td>132 months</td> </tr> <tr> <td>Alex Sava</td> <td>Executive Director (Non-independent)</td> <td>16 August 2021</td> <td>N/A</td> <td>37 months</td> </tr> </tbody> </table> <p>The Company has accepted the definition of “independence” in the Recommendations in making the above assessments of independence. In making the independence assessment, all Directors are considered Non-Independent by nature of their Shareholdings (Mr. Le Souef), or Executive roles at the Company within the last 3 years as described in Box 2.3.</p>	Director	Status	Date of appointment	Date of resignation	Length of service at September 2024	Carl Le Souef	Chairman (Non-Independent)	22 November 2019	N/A	58 months	Simon Lill	Non-Executive Director (Non-Independent)	2 September 2013	N/A	132 months	Alex Sava	Executive Director (Non-independent)	16 August 2021	N/A	37 months
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Carl Le Souef	Chairman (Non-Independent)	22 November 2019	N/A	58 months																		
Simon Lill	Non-Executive Director (Non-Independent)	2 September 2013	N/A	132 months																		
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ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 2: STRUCTURE THE BOARD TO BE EFFECTIVE AND ADD VALUE (CONTINUED)		
<p>Recommendation 2.4: A majority of the board of a listed entity should be independent directors.</p>	No	<p>The Company did not have a majority of independent directors in 2024 and did not follow the recommendation as the Company is of a small size and it would not be able to attract sufficient independent directors. The Company did not adopt any alternative governance practices in lieu of the recommendation during this period.</p> <p>While the Company did not comply with the Recommendation throughout the year, the Board considers that its current composition is the most appropriate blend of skills and expertise relevant to the Company's business, size and operations. The Board is aware of the importance of independent judgement and considers independence, amongst other things, when new appointments to the Board are made.</p>
<p>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.</p>	No	<p>The Chairman of the Board, Mr Carl Le Souef, is not an independent director by virtue of his major shareholding of the Company.</p>
<p>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.</p>	No	<p>The Board and Company is of a size that it does not believe it requires a full induction process for new Board Members at this point, though new Board Members are provided with the opportunity to meet with all existing Board Members and employees.</p> <p>The Company will document a suitable induction policy in the near future.</p>
PRINCIPLE 3: INSTIL A CULTURE OF ACTING LAWFULLY, ETHICALLY AND RESPONSIBLY		
<p>Recommendation 3.1: A listed entity should articulate and disclose its values</p>	Yes	<p>The main objective of the Company is to maintain and build the Company's capacity to generate value for shareholders.</p>

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 3: INSTIL A CULTURE OF ACTING LAWFULLY, ETHICALLY AND RESPONSIBLY (CONTINUED)		
Recommendation 3.1 (continued):	Yes	<p>In addition to overseeing the performance and operations of the Company, the Board is responsible for setting the core values of the Company. These values underpin the Company's culture and ethical standards and inform the behaviours and decision making of all Company employees. The Directors acknowledge the need for, and continued maintenance of, the highest standards of ethical conduct by all Directors and employees of the Company. All Directors, executives and employees are required to abide by laws and regulations, to respect confidentiality and the proper handling of information and act with the highest standards of honesty, integrity, objectivity and ethics in all dealings with each other, the Company, customers, suppliers and the community.</p> <p>The Code of Conduct is on page 14 of the Company's Corporate Governance Charter, which is publicly available at: https://purifloh.com/corporate-governance/.</p>
Recommendation 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	<p>The Board has adopted a Code of Conduct which requires Directors, management and employees to deal with the Company's customers, suppliers, competitors and each other with honesty, fairness and integrity and to observe the rule and spirit of the legal and regulatory environment in which the Company operates. The Code prohibits Directors, management and employees from involving themselves in situations where there is a real or apparent conflict of interest between them as individuals and the interest of the Company.</p> <p>Directors, management and employees are required to respect the confidentiality of all information of a confidential nature acquired in the course of the Company's business. Directors, management and employees must protect the assets of the Company to ensure availability for legitimate business purposes. The Company acknowledges its responsibility to shareholders, the community, and the individual.</p> <p>No breaches of the code were reported during the year under review.</p> <p>The Code of Conduct is on page 14 of the Company's Corporate Governance Charter, which is publicly available at: https://purifloh.com/corporate-governance/.</p>

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 3: INSTIL A CULTURE OF ACTING LAWFULLY, ETHICALLY AND RESPONSIBLY (CONTINUED)		
<p>Recommendation 3.3: A listed entity should: (a) have and disclose a whistleblower policy; and ensure that the board or a committee of the board is informed of any material incidents reported under that policy.</p>	Yes	<p>In March 2023, the Company adopted a Whistleblower Policy outlining the Company’s commitment to maintaining an open working environment in which employees, contractors and others concerned are informed and feel safe to raise concerns of unethical, unlawful or unacceptable conduct without fear of any retaliatory action.</p> <p>The Company confirms that any material incidents under this Policy will be notified to the Board or a committee of the Board, as the case might be.</p> <p>The Whistleblower Policy is publicly available at: https://purifloh.com/wp-content/uploads/2023/03/PO3-Whistleblower-Policy-March-2023-Final.pdf</p>
<p>Recommendation 3.4: A listed entity should: (a) have and disclose an anti-bribery and corruption policy; and (b) ensure that the board or committee of the board is informed of any material breaches of that policy.</p>	Yes	<p>The Company expects that its directors, officers, employees, agents, contractors and any other party representing the Company, will act fairly, honestly, with integrity and in compliance with the law. The Company has zero tolerance for corruption or bribery in its business operations wherever in the world.</p> <p>In March 2023, the Company adopted an Anti-bribery and Corruption Policy which set out the Company’s responsibilities, and those working for it, in observing and upholding its policy on bribery and corruption. The policy provides guidance to those working for the Company on how to recognise and deal with bribery and corruption issues.</p> <p>The Anti-Bribery and Corruption Policy is publicly available at: https://purifloh.com/wp-content/uploads/2023/03/PO3-Anti-Bribery-and-Anti-Corruption-Policy-Final-March-2023.pdf</p> <p>The Company confirms that any material incidents under this Policy will be notified to the Board or a committee of the Board, as the case might be.</p>

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 4: SAFEGUARD THE INTEGRITY OF CORPORATE REPORTS		
<p>Recommendation 4.1: The board of a listed entity should:</p> <p>(a) have an audit committee which:</p> <ul style="list-style-type: none"> (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, <p>and disclose:</p> <ul style="list-style-type: none"> (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; <p>(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.</p>	<p>No</p>	<p>Due to the size and scale of the Company, during the year, the Board has not established a sub-committee to undertake the responsibilities normally undertaken by an Audit Committee. The full Board currently undertakes all Audit Committee related responsibilities. The responsibilities include the following:</p> <ul style="list-style-type: none"> • reviewing and approving statutory financial reports and all other financial information distributed externally; • monitoring the effective operation of the risk management and compliance framework; • reviewing the effectiveness of the Company’s internal control environment including compliance with applicable laws and regulations; • the nomination of the external auditors and the review of the adequacy of the existing external audit arrangements; and • considering whether non-audit services provided by the external auditor are consistent with maintaining the external auditor’s independence. <p>The Company will give consideration at an appropriate time in the Company’s development, for the creation of an Audit Committee. Details regarding the Directors’ qualifications and experience is contained in the Director’s Report of the Company’s 2024 Annual Report, with the Board, and therefore the Audit Committee deemed to be structured so that it has the relevant accounting and financial expertise required to discharge its responsibilities in this regard.</p> <p>The Board considers, at least annually, the selection and appointment of the Company’s external auditors, their performance, the succession and rotation of lead engagement partners, audit plans and proposed fees for audit work to be performed.</p> <p>In the 2024 financial year, the Board, and therefore the Audit Committee, comprised of three members, being Carl Le Souef, Alex Sava and Simon Lill. While no formal meetings were held during the 2024 financial year, the directors held regular informal discussions in discharging their duties.</p> <p>The Audit Committee Charter is on page 8 of the Company’s Corporate Governance Charter, which is publicly available at: https://purifloh.com/corporate-governance/.</p>

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 4: SAFEGUARD THE INTEGRITY OF CORPORATE REPORTS (CONTINUED)		
<p>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.</p>	Yes	<p>In respect of each statutory financial reporting period, the Board was provided with a declaration in accordance with s 295A of the <i>Corporations Act 2001</i> (Cth) which is consistent with Recommendation 4.2.</p> <p>The Company complied with this recommendation.</p>
<p>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.</p>	Yes	<p>The Board is responsible for reviewing and approving the release of any periodic corporate report not audited or reviewed by an external auditor.</p> <p>The Company’s Quarterly Cashflow report is prepared by the internal accounting function and then reviewed by the Board. The Company’s quarterly cash movements have not been significant. Similarly, the Activities report is prepared by the Company’s Technical Manager and reviewed by its technical Director and then the full Board before release, as are the Company’s normal ASX releases.</p> <p>The Company is committed to providing clear, concise and factual disclosure of material information to all investors in its corporate reports. The Company has adopted a process for the preparation, verification and approval of corporate reports to confirm the accuracy of those reports. Information published in the Company’s periodic cashflow reports are prepared by the Company’s external accountants. Where information is not subject to an audit, it is verified by Senior Management and approved by the Board prior to release to the market. This remains the case also for externally audited information.</p> <p>All announcements indicate the relevant approver of releases.</p>

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 5: MAKE TIMELY AND BALANCED DISCLOSURE		
<p>Recommendation 5.1: A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.</p>	Yes	<p>The Company has a Continuous Disclosure and Communications Policy that sets out:</p> <ul style="list-style-type: none"> the Company’s continuous disclosure obligations under the ASX Listing Rules and Corporations Act; how the Company’s personnel are required to deal with potentially price sensitive information and communications with external stakeholders such as media, security holders and the community to ensure that the Company meets its continuous disclosure obligations; and the Company’s shareholder communication policy generally. <p>The Continuous Disclosure and Communications Policy is on page 25 of the Company’s Corporate Governance Charter, which is publicly available at: https://purifloh.com/corporate-governance/.</p>
<p>Recommendation 5.2: A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.</p>	Yes	<p>The Board is involved in the review and authorisation of material Company announcements and therefore has visibility of the nature, quality and frequency of information being disclosed to the market.</p> <p>Where the Directors’ input is not feasible prior to the release of an announcement, all Directors are provided with copies of the material market announcement promptly after they are made.</p>
<p>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.</p>	Yes	<p>Materials used in external investor or analyst presentations which are substantive in nature, and which have not been previously disclosed will be released to the ASX prior to their use.</p> <p>Directors and senior management are aware of the Company’s continuous disclosure policies and requirements.</p>

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 6: RESPECT THE RIGHTS OF SECURITY HOLDERS		
<p>Recommendation 6.1: A listed entity should provide information about itself and its governance to investors via its website.</p>	Yes	<p>The Board is committed to providing shareholders with sufficient information to enable them to assess the performance of the Company, and to inform shareholders of major developments affecting the state of affairs of the Company. Information is communicated to shareholders by lodging all relevant financial and other information with the ASX and publishing information on the Company’s website at https://purifloh.com/.</p>
<p>Recommendation 6.2: A listed entity should have an investor relations program that facilitates effective two-way communication with investors.</p>	Yes	<p>The Company has a Shareholders Communications Policy to facilitate effective two-way communication with investors. The Company recognises the importance of its relationships with investors and analysts. The Chairman is the primary contact for communicating with the investment community. The Shareholder Communications Policy is on page 24 of the Company’s Corporate Governance Charter, which is publicly available at: https://purifloh.com/corporate-governance/.</p>
<p>Recommendation 6.3: A listed entity should disclose how it facilitates and encourages participation at meetings of security holders</p>	Yes	<p>The Board encourages the attendance of shareholders at the Company’s Shareholders’ Meetings and sets the time and place of each Shareholders’ Meeting in advance to allow maximum opportunity for attendance by shareholders.</p> <p>The Company provides information in the notice of meeting that is presented in a clear, concise and effective manner. Shareholders are provided the opportunity at general meetings to ask questions in relation to each resolution before they are put to the vote and discussion is encouraged by the Board.</p> <p>The Shareholder Communications Policy is on page 24 of the Company’s Corporate Governance Charter, which is publicly available at: https://purifloh.com/corporate-governance/.</p>
<p>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.</p>	Yes	<p>The Board ensures that all resolutions at a meeting of security holders are decided by poll.</p>

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 6: RESPECT THE RIGHTS OF SECURITY HOLDERS (CONTINUED)		
<p>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.</p>	Yes	<p>The Company provides shareholder materials directly to shareholders through electronic means. A shareholder may request a hard copy of the Company’s annual report to be posted to them.</p> <p>The Company’s share registry is maintained electronically by Automic Share Registry. Their contact details are disclosed in the Corporate Directory of the 2024 Annual Report.</p>
PRINCIPLE 7: RECOGNISE AND MANAGE RISK		
<p>Recommendation 7.1: The board of a listed entity should:</p> <p>(a) have a committee or committees to oversee risk, each of which:</p> <ol style="list-style-type: none"> (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 <p>(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.</p>	No	<p>Due to the size and scale of the Company, during the year the Board has not established a sub-committee to undertake the responsibilities normally undertaken by a Risk Committee. The full Board performs the function of the Risk Committee. The Board considers that at this stage, no efficiencies or other benefits would be gained by establishing a separate risk committee.</p> <p>In the 2024 financial year, the Board, and therefore the Risk Committee, comprised of three members, being Carl Le Souef, Alex Sava and Simon Lill, none of whom were considered independent.</p> <p>The Board is responsible for ensuring that risks, as well as opportunities, are identified on a timely basis and receive an appropriate and measured response, recognising however that no cost-effective internal control system will preclude all errors and irregularities. Areas of significant business risk and the effectiveness of internal controls are monitored and reviewed regularly.</p> <p>The Board did not officially convene as a Risk Committee during the 2024 financial year, however risk related discussions occurred as part of normal Board discussions.</p> <p>While no formal meetings were held during the 2024 financial year, the directors held regular informal discussions in discharging their duties.</p> <p>The Risk Management Policy is on page 22 of the Company’s Corporate Governance Charter, which is publicly available at: https://purifloh.com/corporate-governance/.</p>

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 7: RECOGNISE AND MANAGE RISK (CONTINUED)		
<p>Recommendation 7.2: The board or a committee of the board should:</p> <p>(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</p> <p>(b) disclose, in relation to each reporting period, whether such a review has taken place.</p>	No	<p>The Company did not follow the specific recommendation due to an oversight. Further, the Company did not follow any alternative governance practices in lieu of the recommendation in that period. It has not reviewed its risk management framework nor set a specific risk appetite.</p> <p>The Board and senior management review and identify risks to the Company and its assets on an ongoing basis as per the Audit Committee Charter.</p> <p>The risks identified are monitored on a continual basis and preventative measures are implemented as and when deemed necessary.</p> <p>The Board is satisfied that the risk management framework continues to be sound and confirms that the Company will continue the enhancement of its risk management framework development and monitoring procedures.</p>
<p>Recommendation 7.3: A listed entity should disclose:</p> <p>(a) if it has an internal audit function, how the function is structured and what role it performs; or</p> <p>(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.</p>	Yes	<p>The Audit Committee Charter provides for the Audit Committee (or in its absence, the Board) to safeguard the integrity of the Company’s financial reporting and oversee the independence of the external auditors. The Risk Management Policy provides for the Risk Management Committee to ensure that the Company has established a sound system of risk management. The Board carries out the duties that would normally fall to the Risk Management Committee.</p> <p>Due to constraints on financial and management resources, and present size and scale of operations, the Company does not currently have an internal audit function.</p> <p>The Board considers that at the current stage of the Company’s operations it can effectively and efficiently implement the processes of the Audit Committee Charter and Risk Management Policy, without the need for a separate Audit and Risk Committee. In carrying out its duties, the Board is constantly evaluating and continually improving the effectiveness of its risk management and internal control processes having regard to the size and complexity of the current business.</p>

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 7: RECOGNISE AND MANAGE RISK (CONTINUED)		
<p>Recommendation 7.3 (continued):</p>	<p>Yes</p>	<p>The Board recognises that no cost-effective internal control system will preclude all errors and irregularities. The Company’s risk management and internal control system is based upon written procedures, policies and guidelines, an organisational structure that provides an appropriate division of responsibility, and the selection and training of qualified service providers and personnel.</p> <p>The Company policies are designed to ensure strategic, operational, legal, reputation and financial risks are identified, assessed, effectively and efficiently managed and monitored to enable achievement of the Company’s business objectives.</p> <p>The Board carries out the duties that would ordinarily be carried out by the Audit Committee under the Audit Committee Charter including the following processes to oversee the entity’s risk management framework:</p> <ul style="list-style-type: none"> (1) the Board devotes time to fulfilling the roles and responsibilities associated with overseeing risk and maintaining the entity’s risk management framework and associated internal compliance and control procedures; and (2) if required, engagement of external, third-party experts and advisers where required to ensure the Company’s risk management framework is upheld. <p>A number of the Company’s activities are also undertaken by external consultants, given the Company’s size and level of current activities, coupled with the cost benefit this currently provides the Company.</p>

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 7: RECOGNISE AND MANAGE RISK (CONTINUED)		
<p>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.</p>	Yes	<p>The Board does not believe that the Company has any material exposure to environmental and social risks as identified in our Environmental, Social and Governance Policy.</p> <p>The Environmental, Social and Governance Policy was established to ensure the Company’s field operations comply with permits and licenses and have minimal impact on the surrounding environments.</p> <p>The Environmental, Social and Governance Policy is publicly available at: https://purifloh.com/wp-content/uploads/2023/04/PO3-Environmental-Social-and-Governance-Policy.pdf.</p> <p>An important key to the Company’s current and future success is open communications with all stakeholders. The Company acknowledges its responsibility towards all stakeholders, including local communities.</p> <p>The Company has also assessed its exposure to economic risks as high on the basis that it has no material income and is reliant on the ability to raise capital or loan funds from related parties to fund research and development and operating costs and plans. This risk is managed by regularly reviewing future cashflow requirements to ensure that fundraising is performed in a timely manner and that the Company remains in a position to pay its debts as and when they fall due.</p> <p>The Company’s policies on risk oversight and management of material business risks are in the Corporate Governance Charter available on the Company’s website at https://purifloh.com/corporate-governance/.</p>

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 8: REMUNERATE FAIRLY AND RESPONSIBLY		
<p>Recommendation 8.1: The board of a listed entity should:</p> <p>(a) have a remuneration committee which:</p> <ol style="list-style-type: none"> (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 <p>(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.</p>	No	<p>The Board has not established a separate Remuneration Committee. Given the current size and composition of the Company, the Board believes that there would be no efficiencies gained by establishing a separate Remuneration Committee. Accordingly, the Board performs the role of Remuneration Committee.</p> <p>The full Board approves all management remuneration including the allocation of options (if any) and involves itself in the nomination, selection and retirement of Directors. No Director may be involved in setting their own remuneration or terms and conditions and in such a case relevant Directors are required to be absent from the full Board discussion.</p> <p>The Board seeks to ensure that collectively its membership represents an appropriate balance between Directors with experience and knowledge of the Company and Directors with an external or fresh perspective. The Board reviews the range of expertise of its members on a regular basis and seeks to ensure that it has operational and technical expertise relevant to the operation of the Company. Directors are re-elected, nominated and appointed to the Board in accordance with the Board’s policy on these matters set out in the Remuneration Committee Charter, the Company’s Constitution and ASX Listing Rules.</p> <p>The Remuneration Committee Charter and Nomination Committee Charter can be found on pages 10 and 13 respectively of the Company’s Corporate Governance Charter, which is publicly available at: https://purifloh.com/corporate-governance/.</p> <p>While no formal meetings were held during the 2024 financial year, the directors held regular informal discussions in discharging their duties.</p> <p>The Company’s remuneration philosophy, objectives and arrangements are detailed in the Remuneration Report which forms part of the Directors’ Report in the Company’s 2024 Annual Report (lodged separately with the ASX).</p>

ASX Recommendation	Comply (Yes/No)	Explanation
PRINCIPLE 8: REMUNERATE FAIRLY AND RESPONSIBLY (CONTINUED)		
<p>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.</p>	Yes	<p>The Company's policy is to remunerate Non-Executive Directors at a fixed fee for time, commitment and responsibilities. Remuneration for Non-Executive Directors is not linked to individual performance. The maximum aggregate amount of fees (including superannuation payments) that can be paid to Non-Executive Directors is subject to approval by shareholders. There are no termination or retirement benefits for Non-Executive Directors other than for superannuation entitlements. From time to time the Company may permit non-executives to participate in equity-based remuneration plans.</p> <p>Executive remuneration consists of a base salary and in some instances, performance incentives. Long term performance incentives may include options, performance rights or other equity-based schemes granted at the discretion of the Board subject to obtaining the relevant approvals. Equity-based plans are designed to recognise and reward efforts as well as to provide additional incentive to continue those efforts for the benefit of the Company and may be subject to the successful completion of performance hurdles. Executives are offered a competitive level of base pay at market rates (for comparable companies), which are reviewed at least annually to ensure market competitiveness.</p> <p>Details of remuneration, including the Company's policy on remuneration, are contained in the Remuneration Report which forms part of the Directors' Report in the Company's 2024 Annual Report (lodged separately with the ASX).</p>
<p>Recommendation 8.3: A listed entity which has an equity-based remuneration scheme should:</p> <p>(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</p> <p>(b) disclose that policy or a summary of it.</p>	Yes	<p>Under the Company's Securities Trading Policy, Key Management Personnel, which the Company has determined to be Directors, Executives and those employees directly reporting to the Managing Director, are prohibited from entering into transactions or arrangements which limit the economic risk of participating in unvested entitlements under any equity-based remuneration scheme.</p> <p>The Securities Trading Policy is on page 17 of the Company's Corporate Governance Charter, which is publicly available at: https://purifloh.com/corporate-governance/.</p>

ASX Recommendation	Comply (Yes/No)	Explanation
ADDITIONAL RECOMMENDATIONS THAT APPLY ONLY IN CERTAIN CASES		
<p>Recommendation 9.1: A listed entity with a director who does not speak the language in which board or security holder meetings are held or key corporate documents are written should disclose the processes it has in place to ensure the director understands and can contribute to the discussions at those meetings and understands and can discharge their obligations in relation to those documents.</p>	Not applicable	The Company has three directors as at the date of this statement, and all are fluent in English.
<p>Recommendation 9.2: A listed entity established outside Australia should ensure that meetings of security holders are held at a reasonable place and time.</p>	Not applicable	The Company is registered in Australia and is listed on the Australian Securities Exchange.
<p>Recommendation 9.3: A listed entity established outside Australia, and an externally managed listed entity that has an AGM, should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.</p>	Not applicable	The Company is registered in Australia and its auditor attends all AGMs.