

For personal use only



About this statement

PLS Group Limited (PLS or the Company) recognises the importance of maintaining the highest standards of business ethics and governance practices. Strong governance supports effective decision-making, accountability and long-term value creation.

Our governance framework reflects our commitment to ethical conduct, transparency and responsible business practices.

This Corporate Governance Statement (Statement) outlines the corporate governance practices of PLS and benchmarks the Company's governance framework against the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations – 4th Edition (Principles and Recommendations).

In this Statement, unless otherwise stated, references to 'PLS', the 'Group', the 'Company', 'we', 'us' and 'our' refer to PLS Group Limited and its controlled entities. This Statement should be read in conjunction with PLS' ASX Appendix 4G, which provides further detail on each principle and recommendation, and the Company's disclosure against them, and the Annual Report 2026.

The information in this Statement is current at 21 August 2026 and was approved for release by the Board on 21 August 2026.

For personal use only



Acknowledgement of Country

PLS acknowledges the Nyamal and Kariyarra People of the Pilbara, the Whadjuk Noongar People of the Perth region and all Aboriginal and Torres Strait Islander peoples who are the Traditional Owners and First Nations peoples of these lands. We pay respect to their Elders past and present and acknowledge their continuing connection and care for the land, water and Country.

Contents

About PLS	2
Our approach to Corporate Governance	3
Governance summary	4
Board of Directors	5
Executive Leadership Team	6
Governance focus areas and activities in FY26	7
Principle 1: Lay solid foundations for management and oversight	8
Principle 2: Structure the Board to be effective and add value	12
Principle 3: Instil a culture of acting lawfully, ethically and responsibly	16
Principle 4: Safeguard the integrity of corporate reports	18
Principle 5: Make timely and balanced disclosure	19
Principle 6: Respect the rights of security holders	20
Principle 7: Recognise and manage risk	21
Principle 8: Remunerate fairly and responsibly	22

About PLS

We are a leading global lithium company, supplying critical minerals that power the energy transition.

Discovered in 2013 by a group of geologists who studied at university together, Pilgangoora transformed from an early-stage exploration project in the Pilbara into the world's largest independently owned hard rock lithium operation.

Today, we are a global business with the scale, capability and financial strength to unlock the full potential of our assets and create value across the battery materials value chain.

Our portfolio is underpinned by the Pilgangoora Operation in Western Australia, a globally significant, long-life asset with substantial growth potential. The Colina Project in Brazil provides future growth optionality, while our joint venture with POSCO in South Korea extends our participation into lithium chemical production.

Disciplined execution underpins our strategy. Strong operating performance, a proven project delivery record and a strategic approach to capital allocation enable us to invest through the cycle and pursue opportunities that maximise shareholder value.

We are committed to the safety of our people, responsible environmental stewardship, strong community partnerships, and the highest standards of governance as we deliver the materials essential to a more electrified future.



Our approach to Corporate Governance

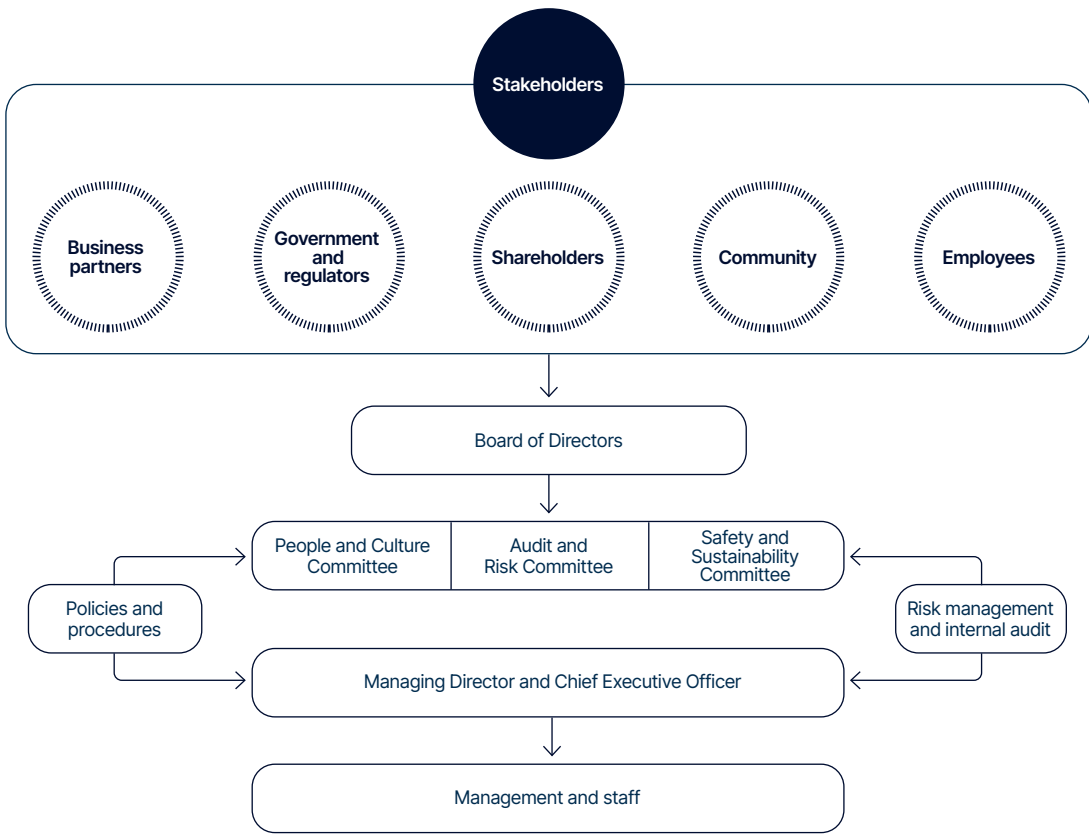
Our approach to corporate governance is underpinned by six pillars, as outlined below in Figure 1, and supported by key policies and procedures as detailed within this Statement.

The core elements of our Corporate Governance Framework are displayed below in Figure 2.

Figure 1: Governance pillars



Figure 2: PLS Corporate Governance Framework



As outlined in Figure 2, the Board is responsible for our Corporate Governance Framework. The Board’s Audit and Risk, People and Culture, and Safety and Sustainability committees assist the Board to manage this responsibility by making recommendations on matters outlined in their respective Charters.

An overview of the roles and responsibilities of each committee is provided on page 15 of this Statement.

Our governance practices provide that certain policies and all Board and Board Committee Charters are reviewed on an annual basis. Other governance-related policies and documentation are reviewed every two years or as required.

Following review during the reporting period, our governance-related documentation was updated where appropriate.

The Board considers that during the Financial Year ended 30 June 2026 (FY26), the Company’s corporate governance practices complied with all Principles and Recommendations.

Governance summary

100%

Compliance with ASX Principles
and Recommendations

50%

Female Directors

98%

Meeting attendance

5/6

Independent Directors

Independent

Chairman



Board of Directors



Kathleen Conlon
Chairman
MBA, BArts (Economics), FAICD



Dale Henderson
Managing Director and CEO
BEng, FAusIMM



Sally-Anne Layman
Non-executive Director
BEng, BCom, CPA, MAICD



Nicholas Cernotta
Non-executive Director
BEng



Miriam Stanborough AM
Non-executive Director
MSc, BArts, BEng, MAusIMM, GAICD



Robert Nicholson
Non-executive Director
BSc, LL.M, MBA

Executive leadership team



Dale Henderson
Managing Director and CEO
BEng, FAusIMM



Alex Willcocks
Chief Financial Officer
MA (Cantab), CPA, CGMA



Brett McFadgen
Chief Operating Officer
MBA, FAusIMM



Sandra McInnes
Chief People and Sustainability Officer
BCom



John Stanning
Chief Development Officer
MCom, BCom



Paul Laybourne
Project Director
MSc

Governance focus areas and activities in FY26

Board and committee composition

During FY26, the Board and the People and Culture Committee considered:

- Director succession planning, skills assessments and nomination matters resulting in the appointment of Mr Robert Nicholson to the Board following the retirement of Mr Steve Scudamore on 31 December 2025
- Board Committee composition, membership and responsibilities. Revisions made during the period included:
 - Revised membership across each committee
 - Expansion of the role of Safety and Sustainability Committee (previously the Sustainability Committee) to include assisting the Board with oversight of health, safety and wellbeing responsibilities as set out in the Board Charter.

Strategy

During FY26, the Board oversaw and provided guidance on strategy-related activities, including:

- Reviewing and approving capital allocation decisions for growth and operational improvement projects
- Assessing portfolio optimisation opportunities and resource allocation decisions
- Considering market and industry trends to inform strategic decision-making
- Reviewing strategic risks, opportunities and long-term value creation initiatives.

Safety and sustainability leadership

During FY26, the Safety and Sustainability Committee oversaw and provided guidance on health, safety and broader sustainability performance by:

- Monitoring safety and sustainability performance metrics, progress against annual commitments, disclosures and assurance processes
- Engaging directly with employees and contractors during operational site visits
- Monitoring safety culture improvement initiatives
- Overseeing any significant safety incidents, critical risk management and corrective actions
- Monitoring climate-related governance and risks and opportunities and Climate Transition Action Plan initiatives progress, including emissions reduction initiatives
- Overseeing environmental stewardship, including water management and biodiversity initiatives
- Reviewing Native Title and cultural heritage matters
- Overseeing human rights, responsible sourcing and supply chain sustainability programs
- Reviewing community and stakeholder engagement activities
- Participating in the annual materiality assessment process, including reviewing and endorsing outcomes.

Culture and values

During FY26, the Board and the People and Culture Committee worked with management on the following culture and values initiatives:

- Monitoring organisational culture through employee engagement and workforce feedback mechanisms
- Embedding our values and leadership expectations across the organisation
- Reviewing workforce capability, succession planning and leadership development initiatives
- Monitoring diversity, inclusion and belonging initiatives and progress against related objectives
- Monitoring workforce wellbeing initiatives.

Lay solid foundations for management and oversight

Roles and responsibilities of the Board and management

We have established the respective roles and responsibilities of the Board and management. Matters expressly reserved for the Board and those delegated to management are documented in the Board Charter.



To view the Board Charter, visit pls.com/policies

Board appointment and election/re-election

We undertake appropriate checks before appointing a person or putting forward to shareholders a candidate for election as a director and provide shareholders with all material information in our possession relevant to a decision about whether or not to elect or re-elect a director.

In accordance with our policies and practices, we undertake appropriate checks on the character, experience, education, criminal record, and bankruptcy history of all Board appointments.

Mr Robert Nicholson joined the Board as a Non-executive Director during FY26 effective from 1 January 2026 following the retirement of Mr Steve Scudamore AM effective 31 December 2025.

In accordance with the Company's constitution, Mr Nicholson will stand for election by shareholders at the Company's next Annual General Meeting, scheduled in November 2026.

Written agreements with directors and executives

PLS has a written agreement with each director and executive setting out the terms of their appointment.

In accordance with our policies and practices, we enter into written agreements with all Non-executive Directors and will continue to do so for future appointments.

Company Secretary

Ms Danielle Webber serves as Company Secretary and is directly accountable to the Board, through the Chairman, for all matters pertaining to the proper functioning of the Board in accordance with the Board Charter. The employment agreement between Ms Webber and the Company sets out her responsibilities as Company Secretary.

All directors maintain unrestricted communication channels with Ms Webber, and she similarly has direct access to each Board member. The Company Secretary plays a critical role in

supporting the effectiveness of the Board and its committees and maintaining strong governance standards.

Inclusion and diversity

As required under our Inclusion and Diversity Policy, the People and Culture Committee has set measurable objectives for achieving diversity. The Policy is available on our website.

During FY26, we reviewed progress against our objectives for achieving gender diversity, which are summarised in Table 1 on the following page.

Figure 3: Board diversity

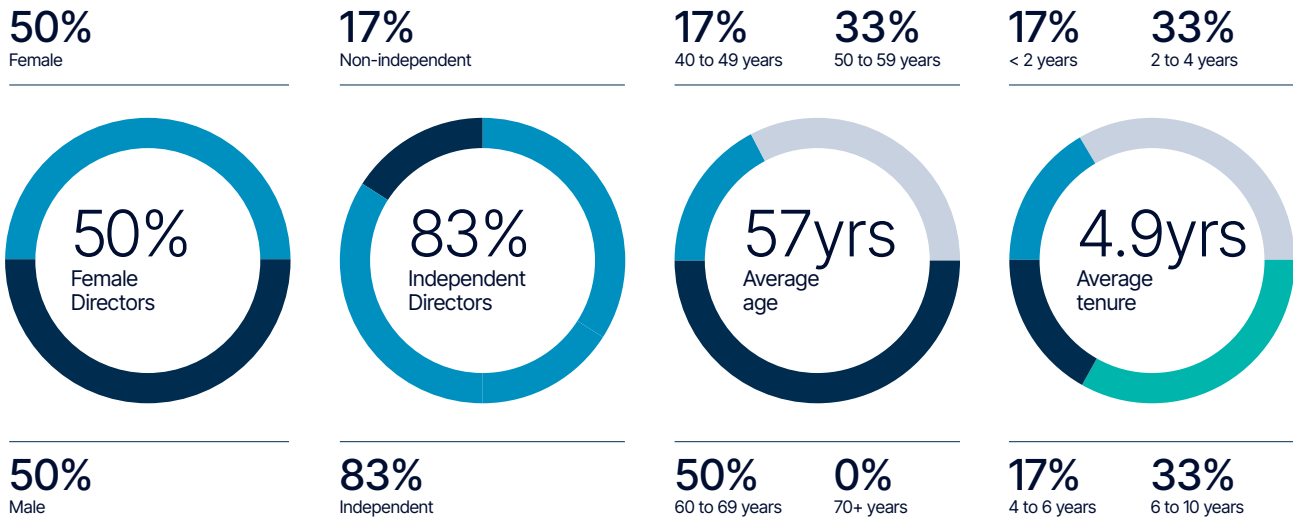


Table 1: Progress against diversity objectives

Objective	FY26 progress
Improve current female Board representation when it is appropriate to expand and review the current Board composition	During FY26, the Board's female representation was 50%. The Board's Non-executive Director representation continues to align with the 40:40:20 position, maintaining at least 40% representation of both women and men.
Improve female representation at executive and senior manager level during the period 2019 to 2026	Female representation at executive level increased to 33.3% (2 of 6) during FY26 (2019: Nil) following the appointment of a female CFO. We continue to increase female representation at senior manager level, reaching 29.0% (2019: 16.7%) during FY26. Female representation across Australian management positions increased to 23.1% (15 out of 65) from 22.6% (12 out of 53) in FY25.
Maintain the percentage of women in the Company's total workforce as in FY19 (25%)	Group female representation was 21.9% at the end of FY26 (FY25: 21.1%) as workforce growth resumed following organisational changes undertaken in FY25. We continued succession planning activities during FY26, primarily focusing on executive and senior manager roles and applying a gender lens to assess internal talent and career pathways. Additionally, initiatives to promote and increase female representation in the workplace were either implemented or continued. For further information, please refer to the Sustainability section of the PLS Annual Report 2026.

Principle 1

The proportion of males and females on the Board, in executive positions, and employed across the whole organisation at the end of FY26 are set out in Table 2.

 For more information about Workplace Gender Equality Agency (WGEA) reporting, visit pls.com/reports-and-disclosures

As part of our commitment to reducing the gender pay gap, we published our Gender Pay Equality Statement 2026, prepared in conjunction with our 2025-26 Gender Equality Reporting statement which will be published prior to March 2027.

Table 2: Proportion of female employees and Board members across the workforce in Australia

	FY26		FY25		FY24
Board ¹	3 out of 6 (50.0%)	-	3 out of 6 (50.0%)	-	3 out of 6 (50.0%)
Executive positions ²	2 out of 6 (33.3%) ³	↑	2 out of 7 (28.6%)	-	2 out of 7 (28.6%)
Management positions ⁴	15 out of 65 (23.1%)	↑	12 out of 53 (22.6%)	↓	14 out of 51 (27.5%)
Employees	257 out of 1175 (21.9%)	↑	200 out of 950 (21.1%)	↓	214 out of 917 (23.3%)

¹ Includes the Managing Director and CEO.

² Executives are categorised at the Company's Executive Leadership Team and include the Managing Director and CEO.

³ From 1 May 2026 following commencement of new CFO.

⁴ Australian operations only.

Board performance evaluations

The People and Culture Committee oversees the performance evaluation process. The Chairman has overall responsibility for evaluating the Board and, where appropriate, Board Committees and individual directors.

The People and Culture Committee reviews the Managing Director's performance using a performance evaluation survey completed confidentially by his direct reports and other senior personnel as well as against pre-determined key performance indicators and short-term and long-term strategic goals set by the Board.

The FY26 survey, distributed in June 2026, evaluated key areas including risk management, talent and succession, Board culture and Board priorities for the next 12 months. The Chairman discussed survey outcomes with directors after the reporting period.

Executive Leadership Team evaluations

The Managing Director is responsible for reviewing the performance of the executives comprising the Executive Leadership Team against agreed key performance indicators and short-term and long-term strategic goals set by the Managing Director and endorsed by the Board.

A performance evaluation survey is completed confidentially by each executive's direct reports and other relevant personnel as part of the evaluation process.

During FY26, the Managing Director completed formal performance evaluations of executives against agreed performance objectives. The Managing Director presented the outcomes of these evaluations to the People and Culture Committee and Board after the reporting period.

For personal use only



Structure the Board to be effective and add value

For personal use only

Board nomination

Our nomination function is performed by the People and Culture Committee.

The People and Culture Committee Charter is available on our website.

During FY26, the People and Culture Committee comprised three Non-executive Directors and was chaired by independent Non-executive Director, Mr Cernotta. Other members of the People and Culture Committee during the reporting period were Ms Conlon and Ms Stanborough, who replaced Mr Scudamore effective 1 January 2026 following Mr Scudamore's retirement (31 December 2025) as a Non-executive Director.

The Directors' Report within the PLS Annual Report 2026 sets out further details of the members of the People and Culture Committee and their specific experience and skills which were considered prior to appointment and deemed appropriate with regard to the functions of this committee.

The People and Culture Committee continues to have a structure and membership that complies with Recommendation 2.1.

The number of times the People and Culture Committee met and the individual attendances of the members at those meetings are noted on the following page and contained in the Directors' Report within the Annual Report 2026.

Board skills matrix

We consider that an effective Board requires a balance and diversity of skills, experience and expertise.

Our Board annually assesses its collective capabilities through a comprehensive assessment process involving:

- Individual director self-assessments across key competency areas
- Peer assessments to ensure objectivity
- Gap analysis and nomination recommendations.

Prior to each assessment, the Board Chairman and the People and Culture Committee Chairman review the skills criteria and update them as required to meet the evolving requirements of the business and the operating environment. Substantive amendments were made to skills criteria in FY25 including the addition of climate change criteria for assessment of the sustainability, safety, environment and community skillset. The Board determined the existing criteria remained appropriate during FY26.

Results of annual assessments are presented in a skills matrix, which is presented on the following page. The skills matrix is considered for various purposes including succession planning, training requirements and committee membership. During the period, the skills of the members of the various Board committees continued to be deemed appropriate. The Board will continue to consider opportunities to enhance the skills and diversity of its membership.

The Directors' Report within the Annual Report 2026 sets out further details of the members of the Board and their specific skills and experience relevant to their role.

Board tenure and independence

During FY26, the Board comprised five independent Non-executive Directors and one Executive Director, Mr Henderson.

In accordance with the Company's Board Charter, the Board considers the independence of directors having regard to the relationships listed in Box 2.3 of the Principles and Recommendations.

Board Chairman

During FY26, the Chairman of the Board was Ms Kathleen Conlon, who has held the role from 31 January 2024.

Director induction and development

New directors are inducted according to the same procedure as new staff and contractor appointments.

Additionally, directors are provided the opportunity to:

- Review Board and Board Committee materials
- Visit the Company's site-based operations

- Meet with other directors, the Executive Leadership Team, senior employees and the Company's auditor to further develop an understanding of the Company
- Review information specific to their role and experience.

During FY26, Mr Nicholson was appointed to the Board and completed a structured induction program which included meetings with members of the Executive Leadership Team and various senior managers and a visit to the Pilgangoora Operation.

In accordance with the People and Culture Committee Charter, the People and Culture Committee is responsible for reviewing whether directors collectively have the skills, knowledge and familiarity with the Company and our operating environment required to fulfil their responsibilities effectively. Where any capability gaps are identified, the People and Culture Committee will consider training and professional development opportunities.

Table 3: Board skills matrix

Skills category	Skill level						Expert/Advanced
Industry	●	●	●	●	●	●	5
Major projects	●	●	●	●	●	●	6
Leadership and culture	●	●	●	●	●	●	6
Sustainability, safety, environment and community	●	●	●	●	●	●	6
Mergers and Acquisitions / Joint Ventures	●	●	●	●	●	●	5
International	●	●	●	●	●	●	6
Finance and risk	●	●	●	●	●	●	6
Stakeholder engagement	●	●	●	●	●	●	6
Customer, trading and partnerships	●	●	●	●	●	●	6
Innovation	●	●	●	●	●	●	5
Digital and technology	●	●	●	●	●	●	6

● General skills/experience ● Limited skills/experience ● Advanced skills/experience ● Expert skills/experience

Table 4: Board tenure and independence

Name	Position	Independent	Period of service
Kathleen Conlon	Non-executive Director and Chairman	Yes	1 January 2024 – present
Steve Scudamore AM	Non-executive Director	Yes	18 July 2016 – 31 December 2025
Nicholas Cernotta	Non-executive Director	Yes	6 February 2017 – present
Sally-Anne Layman	Non-executive Director	Yes	20 April 2018 – present
Miriam Stanborough AM	Non-executive Director	Yes	4 October 2021 – present
Robert Nicholson	Non-executive Director	Yes	1 January 2026 – present
Dale Henderson	Managing Director and CEO	No	30 July 2022 – present

Principle 2

Table 5: Board meetings attendance

	Attended	Eligible to attend
Kathleen Conlon	16	16
Dale Henderson	16	16
Steve Scudamore AM ¹	7	8
Nicholas Cernotta	16	16
Sally-Anne Layman	16	16
Miriam Stanborough AM	16	16
Robert Nicholson ²	8	8

¹ Mr Scudamore retired as a Non-executive Director effective 31 December 2025.

² Mr Nicholson was appointed as a Non-executive Director effective 1 January 2026.

Table 6: Committee meetings attendance^{1,2}

	Audit and Risk		People and Culture		Safety and Sustainability	
	Attended	Eligible to attend	Attended	Eligible to attend	Attended	Eligible to attend
Kathleen Conlon	-	-	6	6	-	-
Steve Scudamore AM	2	2	3	3	-	-
Nicholas Cernotta	3	3	6	6	2	2
Sally-Anne Layman	5	5	-	-	4	4
Miriam Stanborough AM	2	2	3	3	4	4
Robert Nicholson	3	3	-	-	2	2
Dale Henderson	-	-	-	-	-	-

¹ Eligibility to attend is determined by committee membership.

² Directors who are not committee members have a standing invitation to attend all committee meetings.

Board committees

During FY26, three standing committees supported the Board in discharging its responsibilities.

The Board may delegate the matters set out in the Board Charter to a committee of the Board, while retaining ultimate oversight and decision-making responsibility for those matters.

The table below provides a summary of each committee's membership and role.



Committee Charters are available on our website, visit pls.com/policies

Audit and Risk Committee

Membership

Sally-Anne Layman (Chairman)
Nicholas Cernotta (from 1 January 2026)
Robert Nicholson (from 1 January 2026)

Former members during FY26 -

Steve Scudamore, Miriam Stanborough

The role of the Committee is to assist the Board with fulfilling its responsibilities with respect to the adequacy of the Group's corporate reporting processes, overseeing the consolidated financial reporting systems and obligations of the Group, the scope and adequacy of the external audit and the performance and independence of the external auditor, the Group's risk management, compliance and internal audit frameworks and programs, and the Group's tax affairs.

Membership requirements

- ✓ All Non-executive Directors
- ✓ At least 3 members
- ✓ Chairman must be independent
- ✓ At least 1 member to hold relevant financial qualifications

In performing its role, the Committee will review, report and, where required, make recommendations to the Board on the matters detailed in the Committee's Charter.

People and Culture Committee

Membership

Nicholas Cernotta (Chairman)
Kathleen Conlon
Miriam Stanborough (from 1 January 2026)

Former members during FY26 -

Steve Scudamore AM

The role of the Committee is to assist the Board with fulfilling its responsibilities with respect to remuneration and assessment of performance of executives, Company culture and talent management, and nomination and appointment of Non-executive Directors and executives.

Membership requirements

- ✓ All Non-executive Directors
- ✓ At least 3 members
- ✓ Chairman must be independent

In performing its role, the Committee will review, report and, where required, make recommendations to the Board on the matters detailed in the Committee's Charter.

Safety and Sustainability Committee

Membership

Miriam Stanborough (Chairman)
Sally-Anne Layman
Robert Nicholson (from 1 January 2026)

Former members during FY26 -

Nicholas Cernotta

The role of the Committee is to assist the Board with fulfilling its responsibility to provide leadership in the process of integrating safety and sustainability into PLS' business strategy and operations. This includes providing oversight and guidance on safety and sustainability related matters, including climate-related risks and opportunities, implementation of the Climate Transition Action Plan initiatives, and monitoring progress against targets.

Membership requirements

- ✓ All Non-executive Directors
- ✓ At least 3 members
- ✓ Chairman must be independent
- ✓ Collectively, the Committee should have relevant experience in the oversight of ESG matters

During the reporting period, the Committee was renamed from the Sustainability Committee to the Safety and Sustainability Committee, reflecting its expanded responsibilities for oversight of health, safety and wellbeing.

In performing its role, the Committee will review, report and, where required, make recommendations to the Board on the matters detailed in the Committee's Charter.

Principle 3

Instil a culture of acting lawfully, ethically and responsibly

During FY26, details of our values were available on our website and within our Code of Conduct. In addition, information about the Company's values is included in the Annual Report each year.

We actively communicated our values to employees and stakeholders in business communication and training activities that were undertaken throughout the reporting period.

Our values

Our people drive our success, shaped by values that reflect our commitment to safety, operational excellence, teamwork and lasting positive impact.

Safety First

Safety first, always

Great People

Trust and respect

We Deliver

Think, do, achieve

One Team

One team, one goal

Shaping Tomorrow

A positive legacy

Code of Conduct

The Code of Conduct for directors, executives and employees is disclosed on our website.

Our Code of Conduct requires all business affairs to be conducted with integrity, honesty and fairness in compliance with both the rule and spirit of applicable laws and the regulatory environment in which PLS operates.

Any material breaches of the PLS Code of Conduct are reported to the Board in accordance with our Compliance Policy and Compliance Management Framework.

Whistleblower Policy

Our Whistleblower Policy is available on our website.

The Whistleblower Policy, which applies to PLS' Australian Group companies, encourages employees and officers, suppliers, contractors and their employees, and individuals who are associates of the Australian Group companies, and relatives and dependents of the aforementioned, to report any concerns regarding actual or potential misconduct without fear of reprisal or intimidation.

Any material incidents reported under the Company's Whistleblower Policy are reported to the Audit and Risk Committee and, if required, the Board. Reported information includes the number and type of disclosures, action taken and the outcome of any investigations. It forms part of the Company's overall compliance reporting framework and is a standing agenda item for Audit and Risk Committee meetings.

Anti-bribery and Corruption Policy

Our Anti-bribery and Corruption Policy is available on our website.

Any material breaches of the Anti-bribery and Corruption Policy are reported to the Audit and Risk Committee and, if required, the Board. Reporting of Policy breaches forms part of our overall compliance reporting framework and is a standing agenda item for Audit and Risk Committee meetings.

The Anti-bribery and Corruption Policy is reviewed at least biennially and was last reviewed and updated in June 2025.

Human Rights Policy and Modern Slavery

We are committed to respecting human rights across our operations, supply chains and business relationships. Our Safety and Sustainability Committee and Executive Leadership Team oversee human rights across our operations, supply chains and business relationships.

A cross-functional Human Rights Working Group supports awareness and due diligence activities.

The Human Rights Policy, Responsible Production and Sourcing Policy, and Supplier Code of Conduct reinforce ethical standards, supported by grievance mechanisms and whistleblower protections (where applicable).

We disclose a Modern Slavery Statement in compliance with the *Modern Slavery Act 2018*.

For more information, visit
pls.com/reports-and-disclosures

To view our policy suite, visit
pls.com/policies



Safeguard the integrity of corporate reports

The Audit and Risk Committee continues to have a structure and membership that complies with Recommendation 4.1.

The Audit and Risk Committee's Charter is available on our website.

 **To view our Audit and Risk Committee Charter, visit pls.com/policies**

During FY26, the Audit and Risk Committee comprised three independent Non-executive Directors and was chaired by independent Non-executive Director, Mr Steve Scudamore until 31 December 2025, after which Ms Sally-Anne Layman assumed the role of Chairman. Other members of the Audit and Risk Committee during the period were Ms Stanborough, Mr Nicholson and Mr Cernotta.

The Directors' Report within the Company's Annual Report 2026 sets out further details of the members of the Audit and Risk Committee and their specific experience and skills which were considered prior to appointment and deemed appropriate regarding the functions of this committee.

The number of times the Audit and Risk Committee met and the individual attendances of the members at those meetings are noted on page 14 of this Statement and contained in the Directors' Report within the Company's Annual Report 2026.

Financial statements declarations

Before the approval of half-year and full-year financial statements within a reporting period, the Board requires the Managing Director and CEO and the Chief Financial Officer (CFO) to confirm, in writing, that:

- The financial records of the Company have been properly maintained in accordance with section 286 of the *Corporations Act 2001*.
- The financial statements and notes to the financial statements comply with Australian Accounting Standards.
- The financial statements and notes to the financial statements give a true and fair view of the financial position and performance of the Company and the consolidated entity.

Before approving the half-year financial statements for the period ended 31 December 2025 and the full year ended 30 June 2026, the Board received declarations from the Managing Director and CEO and the CFO (or Interim CFO, as applicable).

The declarations confirmed that the Company's financial records for the relevant financial period had been properly maintained, the financial statements comply with the appropriate accounting standards and gave a true and fair view of the financial position and performance of the Company and the consolidated entity. The declarations also confirmed that management formed the opinion on the basis of a sound system of risk management and internal control operating effectively.

Climate-related disclosures

Our climate-related disclosures, prepared in accordance with AASB S2 climate-related disclosures, are included in the Annual Report 2026 on pages 90-127.

Prior to approving the FY26 climate-related financial disclosures, the Board received declarations from the Managing Director and CEO, Chief Financial Officer and Chief People and Sustainability Officer confirming the disclosures were appropriately prepared,

complied with applicable standards, and were supported by effective risk management and internal control processes.

External audit

The external audit provides an independent opinion on the accuracy and compliance of our financial reports and limited assurance over our Australian Sustainability Reporting Standard, AASB S2 Climate-related Disclosures (AASB S2), climate-related disclosures, as required in the first year of reporting, together with select voluntary sustainability metrics. KPMG serves as our external auditor.

We review and assess the auditor's tenure and independence on a regular basis.

The Non-audit Services Policy prohibits us obtaining services from our external auditor that could compromise their independence or conflict with their role and requires pre-approval by the Audit and Risk Committee prior to the provision of any services. The Audit and Risk Committee reviews the auditor's performance annually.

Verification of periodic corporate reports

We are committed to ensuring market disclosures are accurate, balanced and expressed in a clear and objective manner. Our Continuous Disclosure Policy outlines the review and authorisation process for ASX releases.

Internal processes support the integrity of significant and material announcements and presentations before release to the market. These processes include the use of licensed cloud-based digital verification technology and the requirement that disclosure material is verified by relevant subject matter experts before final review and approval by relevant members of the Executive Leadership Team and, where appropriate, the Board.

Principle 5

Make timely and balanced disclosures

Policy on continuous disclosure

Our Continuous Disclosure Policy was in place throughout FY26 to support compliance with the ASX Listing Rules.

The Policy is designed to guide directors, officers, employees and contractors in complying with continuous disclosure requirements under the ASX Listing Rules.

The Managing Director and CEO is designated under the Policy with responsibility for overseeing compliance with continuous disclosure obligations under the Policy. This includes ensuring that all material price-sensitive information is disclosed to the ASX as and when required in accordance with

the ASX Listing Rules. In the absence of the Managing Director and CEO, this responsibility is delegated to the Company Secretary.

 To view our Continuous Disclosure Policy, visit pls.com/policies

Board notification of material market announcements

The Board reviews material market announcements before release, particularly those relating to market guidance and other significant matters.

During FY26, directors received copies of market announcements when they were released through the ASX market announcements platform.

Investor and analyst presentations

During FY26, we released all investor and analyst presentations that contained new and substantive information on the ASX market announcements platform before presenting that information externally.

For personal use only



Principle 6

Respect the rights of security holders

For personal use only

Our website

Our website provides investors with access to information about the Company, our governance and key disclosures. In July 2026, we launched a new corporate website to improve accessibility, transparency and stakeholder access to information, including investor, governance and sustainability disclosures.

Shareholder communication and investor relations

A Shareholder Communications and Investor Relations Policy remained in place throughout FY26 and is available on our website at www.pls.com.

We employ a Group Manager Corporate Affairs and a Group Manager Investor Relations and, where appropriate, engage an external investor relations firm to facilitate effective two-way communication with investors.

Shareholder meetings

The Shareholder Communications and Investor Relations Policy outlines the policies and processes in place to facilitate and encourage participation at shareholder meetings. This policy is available on our website at www.pls.com.

For shareholder meetings, the Company issues a Notice of Meeting and Explanatory Memorandum that outlines and encourages shareholder participation.

We held our Annual General Meeting (AGM) during the reporting period. The AGM was held as both a physical and virtual event to maximise shareholder participation.

Electronic communication

Shareholders may receive communications from, and send communications to, PLS and the share registry electronically. We encourage shareholders to receive communications electronically to support timely, efficient and sustainable communication. Shareholders who are not already receiving information electronically can elect to do so through the Company's share registry.



Recognise and manage risk

For personal use only

Audit and Risk Committee

The Audit and Risk Committee continues to have a structure and membership that complies with Recommendation 7.1.

During FY26, the Audit and Risk Committee comprised three independent Non-executive Directors. Mr Scudamore served as Chairman until his retirement on 31 December 2025, after which Ms Layman was appointed Chairman effective 1 January 2026. Other members of the Audit and Risk Committee during the period were Ms Stanborough (until 31 December 2025), Mr Cernotta (from 1 January 2026) and Mr Nicholson (from 1 January 2026).

Details of the Audit and Risk Committee attendance during FY26 are provided on page 14 of this Statement and contained in the Directors' Report within the Annual Report 2026.

The Audit and Risk Committee Charter is available on our website at www.pls.com.

Risk Management Framework

Risk management governance is underpinned by a suite of risk governance documents including the Risk Appetite Statement, Risk Management Policy, Risk Management Framework and Risk Analysis Table. Annual review of these documents occurs in June, with updates made as required.

Continuous improvement remains a key focus, with risk management practices enhanced in response to changing business conditions and evolving risk management practices.

Risk Appetite Statement

The Risk Appetite Statement supports informed decision-making by balancing risk and opportunity.

The Risk Appetite Statement outlines our appetite for strategic, operational, health and safety, environment and climate, legal and regulatory, people and culture, information technology, Artificial Intelligence and financial risks, and sets out whether risks should be managed using an averse, balanced or assertive approach. The Risk Appetite Statement includes examples of what the Board is both willing and not willing to accept.

During FY26, the Risk Appetite Statement was reviewed and updated.

Key updates included the addition of Artificial Intelligence as a risk category and the expansion of the environment and climate risk category to include both physical and transition climate risks within the enterprise risk management framework.

Risk appetite training continues across the business, with documentation and processes updated where applicable to embed risk appetite in decision-making. Risk appetite assessments have been progressively integrated into our risk management software. During FY26, risk appetite ratings were assessed for all enterprise risks through review by risk owners and PLS accountable Executive Leadership Team members.

Internal audit

We have an Internal Audit Framework that is overseen by the Risk and Compliance team.

In accordance with the Risk Management Framework, the internal audit process forms the third line of defence in the overarching assurance of controls.

Annual internal audit plans are formulated and presented to the Audit and Risk Committee ahead of the reporting period and undertaken progressively throughout the year. The internal audit plans use either suitably competent internal resources or externally appointed resources depending on the nature of the internal audit being undertaken.

Outcomes of internal audits are presented back to the Audit and Risk Committee with resulting management actions monitored and independently reviewed to confirm completion and reported on accordingly.

Material business risks

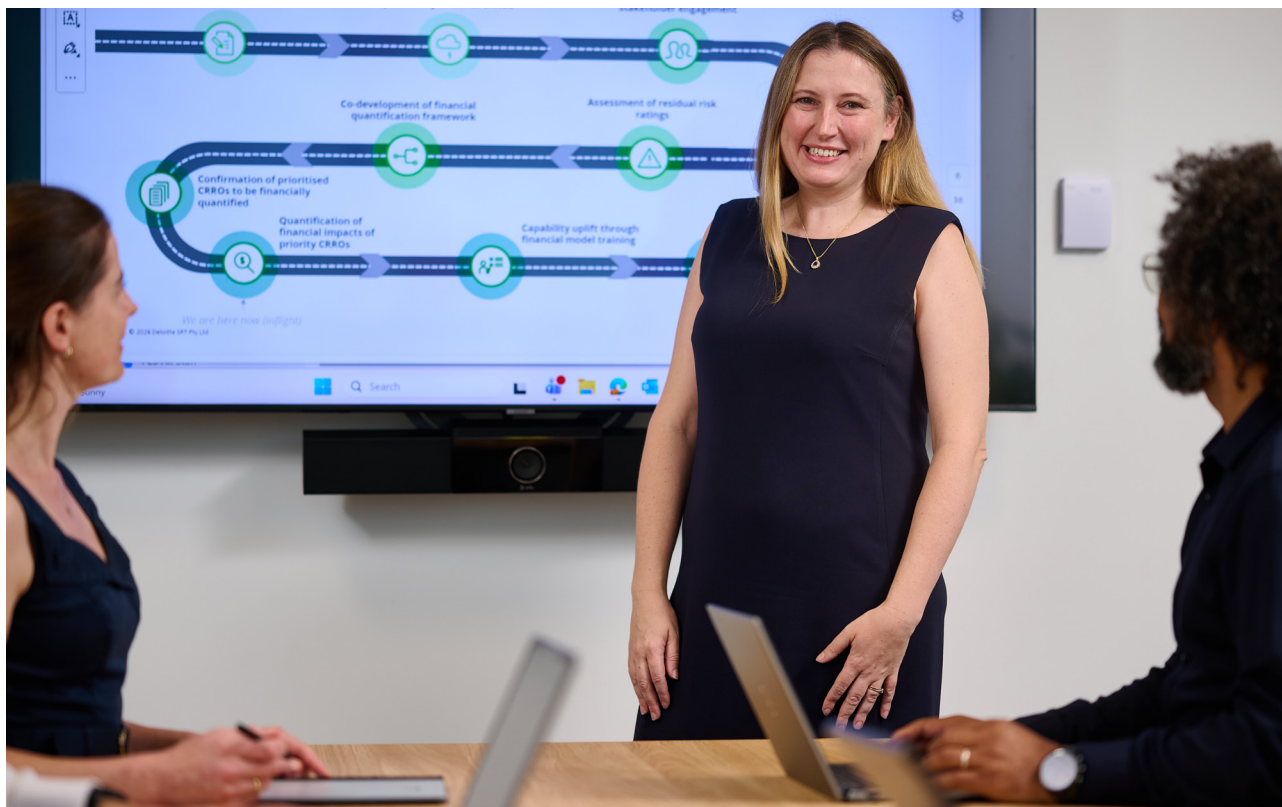
Material business risks, including environmental, climate and social, are outlined in our Annual Report 2026 within the Material Business Risks section.



For more information, refer to pages 26-30 of the Annual Report 2026. Visit our website at pls.com/reports-and-disclosures

Principle 8

Remunerate fairly and responsibly



For personal use only

People and Culture Committee

The People and Culture Committee continues to have a structure and membership that complies with Recommendation 8.1.

During FY26, the People and Culture Committee comprised three Non-executive Directors and was chaired by independent Non-executive Director, Mr Cernotta. Other members of the People and Culture Committee during the period were Ms Conlon, Mr Scudamore (until 31 December 2025), and Ms Stanborough (from 1 January 2026).

Details of People and Culture Committee meeting attendance during FY26 are provided on page 14 of this Statement and the Directors' Report within the Annual Report 2026.

The People and Culture Committee Charter is available on our website at www.pls.com.

Remuneration of directors and executives

Details of remuneration, including the PLS Remuneration Policy and the remuneration of directors and Key Management Personnel, are contained in the Remuneration Report which forms part of the Directors' Report within the Company's Annual Report 2026.

During FY26, the People and Culture Committee reviewed the executive remuneration framework to ensure it remained appropriate for the Company's activities and aligned with best practice.

The People and Culture Committee considered the remuneration for Non-executive Directors during FY26,

with some amendments made in line with external benchmarking and following consideration of the roles and responsibilities of the Board and of each Board Committee.

The Remuneration Policy and remuneration framework ensures that remuneration aligns with performance, is competitive, and drives outcomes in line with the Company's strategic objectives.

The Company's Employee Award Plan Rules prohibit participants from entering into arrangements that hedge the economic exposure associated with awards granted under the plan.

In addition, our Securities Trading Policy prohibits participants in equity-based remuneration schemes from entering into transactions, including the use of derivatives or otherwise that limit the economic risk of participating in unvested entitlements.

For personal use only



For personal use only

Appendix 4G

Key to Disclosures Corporate Governance Council Principles and Recommendations

Name of entity

PLS Group Limited

ABN/ARBN

95 112 425 788

Financial year ended:

30 June 2026

Our corporate governance statement¹ for the period above can be found at:²

☐ These pages of our annual report:

☒ This URL on our website:

<https://www.pls.com/about/corporate-governance>

The Corporate Governance Statement is accurate and up to date as at 21 August 2026 and has been approved by the board.

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

Date: 21 August 2026

Name of authorised officer authorising lodgement: Danielle Webber

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:
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: https://www.pls.com/about/policies
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.	☒
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	☒
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.	☒

⁴ Tick the box in this column only if you have followed the relevant recommendation in full for the whole 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/”).

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, ⁴ we have followed the recommendation in full for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:
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: https://www.pls.com/about/policies and we have disclosed the information referred to in paragraph (c) at: pages 8-10 of the Corporate Governance Statement and if we were included in the S&P / ASX 300 Index at the commencement of the reporting period our measurable objective for achieving gender diversity in the composition of its board of not less than 30% of its directors of each gender within a specified period.
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: page 10 of the Corporate Governance Statement and whether a performance evaluation was undertaken for the reporting period in accordance with that process at: page 10 of the Corporate Governance Statement
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: page 10 of the Corporate Governance Statement and whether a performance evaluation was undertaken for the reporting period in accordance with that process at: page 10 of the Corporate Governance Statement.

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, ⁴ we have followed the recommendation in full for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:
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: https://www.pls.com/about/policies and the information referred to in paragraphs (4) and (5): on pages 14 and 15 of the Corporate Governance Statement and in the Directors' Report within the Company's 2026 Annual Report
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 at: page 13 of the Corporate Governance Statement.
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 at: page 13 of the Corporate Governance Statement and, where applicable, the information referred to in paragraph (b) at: N/A and the length of service of each director at: page 13 of the Corporate Governance Statement.
2.4	A majority of the board of a listed entity should be independent directors.	☒
2.5	The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	☒
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.	☒

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, ⁴ we have followed the recommendation in full for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:
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: https://www.pls.com/about/our-purpose
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: https://www.pls.com/about/policies
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: https://www.pls.com/about/policies
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: https://www.pls.com/about/policies

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, ⁴ we have followed the recommendation in full for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:
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: https://www.pls.com/about/policies and the information referred to in paragraphs (4) and (5) at: pages 129-131 of the Directors' Report within the Company's 2026 Annual Report and on page 14 of the Corporate Governance Statement (Para 5 only).
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.	☒
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.	☒
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: https://www.pls.com/about/policies
5.2	A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	☒
5.3	A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation.	☒

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, ⁴ we have followed the recommendation in full for the <u>whole</u> of the period above. We have disclosed this 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: https://www.pls.com/about/corporate-governance
6.2	A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	☒
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 in our Shareholder Communications and Investor Relations Policy at: https://www.pls.com/about/policies
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.	☒
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.	☒
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: https://www.pls.com/about/policies and the information referred to in paragraphs (4) and (5): in the Directors' Report within the Company's 2026 Annual Report and on pages 14 and 15 of the 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 at: page 21 of the Corporate Governance Statement.

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, ⁴ we have followed the recommendation in full for the <u>whole</u> of the period above. We have disclosed this 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 at: page 21 of the Corporate Governance Statement and page 25 of the 2026 Annual Report
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 at: page 30 of the 2026 Annual Report . and, if we do, how we manage or intend to manage those risks at: page 30 of the 2026 Annual Report .

Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, ⁴ we have followed the recommendation in full for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:
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: https://www.pls.com/about/policies and the information referred to in paragraphs (4) and (5): in the Directors' Report within the Company's 2026 Annual Report and on page 14 of the Corporate Governance Statement.
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 practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives: in the Remuneration Report within the Company's 2026 Annual Report.
8.3	A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	☒ and we have disclosed our policy on this issue or a summary of it at: https://www.pls.com/about/policies