ANNEXURE – KEY TO CORPORATE GOVERNANCE DISCLOSURES

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 1 – LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT			
1.1	A listed entity should have and disclose a board charter setting out: (a) the respective roles and responsibilities of its board and management; and (b) those matters expressly reserved to the board and those delegated to management.	☒ and we have disclosed a copy of our board charter at: https://www.nyrada.com/site/About-Us/corporate-governance	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.2	A listed entity should: (a) undertake appropriate checks before appointing a director or senior executive or putting someone forward for election as a director; and (b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.	☒	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	☒	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
1.4	The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.	☒	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable

[4] Tick the box in this column only if you have followed the relevant recommendation <u>in full</u> for the <u>whole</u> of the period above. Where the recommendation has a disclosure obligation attached, you must insert the location where that disclosure has been made, where indicated by the line with "*insert location*" underneath. If the disclosure in question has been made in your corporate governance statement, you need only insert "our corporate governance statement". If the disclosure has been made in your annual report, you should insert the page number(s) of your annual report (eg "pages 10-12 of our annual report"). If the disclosure has been made on your website, you should insert the URL of the web page where the disclosure has been made or can be accessed (eg "www.entityname.com.au/corporate governance/charters/").

[5] If you have followed all of the Council's recommendations <u>in full</u> for the <u>whole</u> of the period above, you can, if you wish, delete this column from the form and re-format it.

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
1.5	A listed entity should: (a) have and disclose a diversity policy; (b) through its board or a committee of the board set measurable objectives for achieving gender diversity in the composition of its board, senior executives and workforce generally; and (c) disclose in relation to each reporting period: (1) the measurable objectives set for that period to achieve gender diversity; (2) the entity's progress towards achieving those objectives; and (3) either: (A) the respective proportions of men and women on the board, in senior executive positions and across the whole workforce (including how the entity has defined "senior executive" for these purposes); or (B) if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act. If the entity was in the S&P / ASX 300 Index at the commencement of the reporting period, the measurable objective for achieving gender diversity in the composition of its board should be to have not less than 30% of its directors of each gender within a specified period.	☐ and we have disclosed a copy of our diversity policy at: ………………………………………………………………………… www.nyrada.com/site/About-Us/corporate-governance and we have disclosed the information referred to in paragraph (c) at: Corporate Governance Statement	☒ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
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: The Corporate Governance Statement and whether a performance evaluation was undertaken for the reporting period in accordance with that process at: The Corporate Governance Statement	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
1.7	A listed entity should: (a) have and disclose a process for evaluating the performance of its senior executives at least once every reporting period; and (b) disclose for each reporting period whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.	☒ and we have disclosed the evaluation process referred to in paragraph (a) at: The Corporate Governance Statement. and whether a performance evaluation was undertaken for the reporting period in accordance with that process at: The Corporate Governance Statement.	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 2 - STRUCTURE THE BOARD TO BE EFFECTIVE AND ADD VALUE			
2.1	The board of a listed entity should: (a) have a nomination committee which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.	☒ and we have disclosed a copy of the charter of the committee at: https://www.nyrada.com/site/About-Us/corporate-governance and the information referred to in paragraphs (4) and (5) at: • The Corporate Governance Statement • Annual Report (Pages 7-10, 14)	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
2.2	A listed entity should have and disclose a board skills matrix setting out the mix of skills that the board currently has or is looking to achieve in its membership.	☒ and we have disclosed our board skills matrix at: https://www.nyrada.com/site/About-Us/corporate-governance	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
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: 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: The Corporate Governance Statement.	☐ set out in our Corporate Governance Statement
2.4	A majority of the board of a listed entity should be independent directors.	☒	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
2.5	The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	☒	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable
2.6	A listed entity should have a program for inducting new directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as directors effectively.	☒	☐ set out in our Corporate Governance Statement **<u>OR</u>** ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
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: • The Corporate Governance Statement; and • The Code of Conduct, available at: https://www.nyrada.com/site/About-Us/corporate-governance	☐ set out in our Corporate Governance Statement
3.2	A listed entity should: (a) have and disclose a code of conduct for its directors, senior executives and employees; and (b) ensure that the board or a committee of the board is informed of any material breaches of that code.	☒ and we have disclosed our Code of Conduct at: https://www.nyrada.com/site/About-Us/corporate-governance	☐ set out in our Corporate Governance Statement
3.3	A listed entity should: (a) have and disclose a whistleblower policy; and (b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.	☒ and we have disclosed our Whistleblower Policy at: https://www.nyrada.com/site/About-Us/corporate-governance	☐ set out in our Corporate Governance Statement
3.4	A listed entity should: (a) have and disclose an anti-bribery and corruption policy; and (b) ensure that the board or committee of the board is informed of any material breaches of that policy.	☒ and we have disclosed our Anti-bribery and Corruption Policy at: https://www.nyrada.com/site/About-Us/corporate-governance	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 4 – SAFEGUARD THE INTEGRITY OF CORPORATE REPORTS			
4.1	The board of a listed entity should: (a) have an audit committee which: (1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and (2) is chaired by an independent director, who is not the chair of the board, and disclose: (3) the charter of the committee; (4) the relevant qualifications and experience of the members of the committee; and (5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.	☒ and we have disclosed a copy of the charter of the committee at: https://www.nyrada.com/site/About-Us/corporate-governance and the information referred to in paragraphs (4) and (5) at: The Annual Report (Pages 7-10, 14).	☐ set out in our Corporate Governance Statement
4.2	The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.	☒	☐ set out in our Corporate Governance Statement
4.3	A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.	☒	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE			
5.1	A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.	☒ and we have disclosed our continuous disclosure compliance policy at: https://www.nyrada.com/site/About-Us/corporate-governance	☐ set out in our Corporate Governance Statement
5.2	A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	☒	☐ set out in our Corporate Governance Statement
5.3	A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation.	☒	☐ set out in our Corporate Governance Statement
PRINCIPLE 6 – RESPECT THE RIGHTS OF SECURITY HOLDERS			
6.1	A listed entity should provide information about itself and its governance to investors via its website.	☒ and we have disclosed information about us and our governance on our website at: https://www.nyrada.com/site/About-Us/company-overview	☐ set out in our Corporate Governance Statement
6.2	A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	☒	☐ set out in our Corporate Governance Statement
6.3	A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	☒ and we have disclosed how we facilitate and encourage participation at meetings of security holders at: https://www.nyrada.com/site/About-Us/corporate-governance	☐ set out in our Corporate Governance Statement
6.4	A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands.	☒	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
6.5	A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	☒	☐ set out in our Corporate Governance Statement
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.nyrada.com/site/About-Us/corporate-governance and the information referred to in paragraphs (4) and (5) at: • The Corporate Governance Statement • The Annual Report (Pages 7-10, 14).	☐ set out in our Corporate Governance Statement
7.2	The board or a committee of the board should: (a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound and that the entity is operating with due regard to the risk appetite set by the board; and (b) disclose, in relation to each reporting period, whether such a review has taken place.	☒ and we have disclosed whether a review of the entity's risk management framework was undertaken during the reporting period at: The Corporate Governance Statement.	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
7.3	A listed entity should disclose: (a) if it has an internal audit function, how the function is structured and what role it performs; or (b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its governance, risk management and internal control processes.	☒ and we have disclosed the fact that we do not have an internal audit function and the processes we employ for evaluating and continually improving the effectiveness of our risk management and internal control processes at: The Corporate Governance Statement.	☐ set out in our Corporate Governance Statement
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: The Corporate Governance Statement.	☐ set out in our Corporate Governance Statement

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY			
8.1	The board of a listed entity should: (a) have a remuneration committee which: (1) has at least three members, a majority of whom are independent directors; and (2) is chaired by an independent director, and disclose: (3) the charter of the committee; (4) the members of the committee; and (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.	☒ and we have disclosed a copy of the charter of the committee at: https://www.nyrada.com/site/About-Us/corporate-governance and the information referred to in paragraphs (4) and (5) at: • The Corporate Governance Statement • The Annual Report (Pages 7-10, 14).	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
8.2	A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.	☒ and we have disclosed separately our remuneration policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives at: The Remuneration Report, available in the Annual Report (starting on Page 18).	☐ set out in our Corporate Governance Statement **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
8.3	A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	☒ and we have disclosed our policy on this issue or a summary of it at: https://www.nyrada.com/site/About-Us/corporate-governance	☐ set out in our Corporate Governance Statement **OR** ☐ we do not have an equity-based remuneration scheme and this recommendation is therefore not applicable **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable

Corporate Governance Council recommendation		Where a box below is ticked,[4] we have followed the recommendation in full for the whole of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are:[5]
ADDITIONAL RECOMMENDATIONS THAT APPLY ONLY IN CERTAIN CASES			
9.1	A listed entity with a director who does not speak the language in which board or security holder meetings are held or key corporate documents are written should disclose the processes it has in place to ensure the director understands and can contribute to the discussions at those meetings and understands and can discharge their obligations in relation to those documents.	☐ and we have disclosed information about the processes in place at: …………………………………………………………………… [*insert location*]	☐ set out in our Corporate Governance Statement **OR** ☒ we do not have a director in this position and this recommendation is therefore not applicable **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
9.2	A listed entity established outside Australia should ensure that meetings of security holders are held at a reasonable place and time.	☐	☐ set out in our Corporate Governance Statement **OR** ☒ we are established in Australia and this recommendation is therefore not applicable **OR** ☐ we are an externally managed entity and this recommendation is therefore not applicable
9.3	A listed entity established outside Australia, and an externally managed listed entity that has an AGM, should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.	☐	☐ set out in our Corporate Governance Statement **OR** ☒ we are established in Australia and not an externally managed listed entity and this recommendation is therefore not applicable ☐ we are an externally managed entity that does not hold an AGM and this recommendation is therefore not applicable
-	*Alternative to Recommendations 8.1, 8.2 and 8.3 for externally managed listed entities:* An externally managed listed entity should clearly disclose the terms governing the remuneration of the manager.	☐ and we have disclosed the terms governing our remuneration as manager of the entity at: …………………………………………………………………………….. [*insert location*]	☐ set out in our Corporate Governance Statement

2025 CORPORATE GOVERNANCE STATEMENT

This corporate governance statement sets out Nyrada Inc's (**the Company**) current compliance with the 4th edition of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (**ASX Principles and Recommendations**). The ASX Principles and Recommendations are not mandatory. However, this corporate governance statement discloses the extent to which the Company has followed the ASX Principles and Recommendations. This corporate governance statement for the year ended 30 June 2025 is current as at 22 August 2025 and has been approved by the board of the Company (**Board**).

ASX Principles and Recommendations		Comply (Yes/No)	Explanation
1.	Lay solid foundations for management and oversight		
1.1.	*A listed entity should have and disclose a board charter setting out:* *(a) the respective roles and responsibilities of its board and management; and* *(b) those matters expressly reserved to the board and those delegated to management.*	Yes	The Company has adopted a Board Charter which is available on the Company's website: (www.nyrada.com/site/About-Us/corporate-governance). The Board Charter sets out, among other things, the composition, role and process of the Board, or its committees, the roles and responsibilities of the Chairman, Board and management, as well as the matters expressly reserved for the decision of the Board and those delegated to management.
1.2.	*A listed entity should:* *(a) undertake appropriate checks before appointing a director or senior executive, or putting someone forward for election as a director; and* *(b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.*	Yes	In accordance with the Company's Board Charter and the Remuneration and Nomination Committee Charter, the Company undertakes background checks with regard to the appointee's character, experience, education, criminal record and bankruptcy history prior to nomination for election as a director. Any material adverse information revealed by these checks is released to security holders prior to the general meeting at which they can be elected as appropriate.
1.3.	*A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.*	Yes	The Company has entered into written agreements with each director and senior executive.
1.4.	*The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.*	Yes	This is consistent with the Board Charter and corporate structure of the Company. The Company Secretary is accountable directly to the Board, through the Chair, on all matters relating to the proper functioning of the Board.

ASX Principles and Recommendations	Comply (Yes/No)	Explanation
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.*	No	The Company has adopted a Diversity Policy which is available on the Company's website: (www.nyrada.com/site/About-Us/corporate-governance). As set out in the Diversity Policy, the Board, in consultation with the Remuneration and Nomination Committee, is responsible for setting measurable objectives for achieving diversity, including gender diversity, and reviewing the effectiveness and relevant of these measurable objectives on an annual basis. Presently, there are no set measurable objectives, which will be set in the medium term. The Company's gender diversity as at 30 June 2025 is detailed below: <table><tr><th>Level</th><th>2025</th><th>2024</th></tr><tr><td>Women on the Board</td><td>16%</td><td>16%</td></tr><tr><td>Women in senior management roles</td><td>0%</td><td>0%</td></tr><tr><td>Women employees in the Group (excluding senior management roles)</td><td>40%</td><td>40%</td></tr></table>
1.6. A listed entity should: *(a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and* *(b) disclose for each reporting period, whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.*	Yes	The Company has adopted a Remuneration and Nomination Committee Charter which is available on the Company's website: (www.nyrada.com/site/About-Us/corporate-governance). As set out in the Remuneration and Nomination Committee Charter, the Remuneration and Nomination Committee is responsible for implementing a formal process to evaluate the performance of the Chairperson, Board, Board committees and individual directors.

ASX Principles and Recommendations	Comply (Yes/No)	Explanation
		The Board reviews its overall performance at least annually, as well as the performance of its committees and individual directors. Performance reviews and questionnaires for the 2025 financial year were conducted.
1.7. A listed entity should: *(a) have and disclose a process for periodically evaluating the performance of its senior executives at least once every reporting period; and* *(b) disclose, in relation to each reporting period, whether a performance evaluation has been undertaken in accordance with that process during or in respect of that period.*	Yes	As set out in the Remuneration and Nomination Committee Charter, the Remuneration and Nomination Committee is responsible for implementing performance evaluation procedures in relation to its senior executives. Performance reviews for the senior executives for the 2025 financial year was conducted.
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.*	Yes	The Company has established a Remuneration and Nomination Committee. The Committee Charter is available on the Company's website: (www.nyrada.com/site/About-Us/corporate-governance). The Committee comprises three members, being: • Christopher Cox (Committee Chair and Independent Non-Executive Director); • John Moore (Independent Non-Executive Chairman; and • Ian Dixon (Non-Independent and Non-Executive Director). Accordingly, the Committee is chaired by an independent director and consists of a majority of independent directors. Details of Board committee meetings held and meeting attendance of each member is set out in the Directors Report, which is published in the Annual Report (Page 14).

ASX Principles and Recommendations		Comply (Yes/No)	Explanation
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.*	Yes	The Remuneration and Nomination Committee Charter, is responsible for formulating (and updating as and when required) a Board skills matrix setting out the mix of skills and diversity that the Board currently has or is looking to achieve in its membership, in order to carry out the Company's activities. The Board has developed a Board skills matrix, to simplify the process for identifying any 'gaps' in the Board's skills, expertise and experience. The Board achieved its assessed skills rating for all criteria as outlined within the Skills Matrix. The board skills matrix is available on the Company's website (www.nyrada.com/site/About-Us/corporate-governance). Details of the Directors' skills, experience and expertise and attendance at meetings are set out in the Directors' Report in each year's Annual Report (Pages 7-10, 14).
2.3.	*A listed entity should disclose:* *(a) the names of the directors considered by the board to be independent directors;* *(b) if a director has an interest, position or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position or relationship in question and an explanation of why the board is of that opinion; and* *(c) the length of service of each director.*	Yes	The Company considers the following Directors to be independent: • John Moore – appointed 4 June 2019 (Independent Non-Executive Chairman); • Rudiger Weseloh – appointed 4 June 2019 (Independent Non-Executive Director); • Marcus Frampton – appointed 4 June 2019 (Independent Non-Executive Director); and • Christopher Cox – appointed 7 November 2019 (Independent Non-Executive Director). The Board notes the following directors are deemed not independent for the purposes of the Guidelines: • Ian Dixon – appointed 8 September 2020 (Non-Independent Non-Executive Director and substantial shareholder of Nyrada Inc (up until 4 November 2024) through his nominee company, Altnia Holdings Pty Ltd); and • Gisela Mautner – appointed 1 August 2022 (Non-Independent Non-Executive Director and nominee Director of Noxopharm Limited. Noxopharm Limited ceased to be a shareholder of the Company on 29 May 2025).
2.4.	*A majority of the board of a listed entity should be independent directors.*	Yes	The majority of the Company's Board consists of Independent Directors.
2.5.	*The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.*	Yes	The Chairman, Mr John Moore, is an independent director, and is not the same person as the CEO of the Company.

ASX Principles and Recommendations		Comply (Yes/No)	Explanation
2.6.	*A listed entity should have a program for inducting new directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as directors effectively.*	Yes	As set out in the Remuneration and Nomination Committee Charter, this Committee is responsible for developing, implementing and reviewing director induction programs and to update and enhance directors' continuing education measures to enhance and maintain the knowledge and skills necessary to perform their roles as directors effectively. Further, as noted in the Board Charter, directors may, with approval of the Chairman, undertake appropriate professional development activities (at the expense of the Company) to maintain the skills and knowledge required to execute their duties.
3.	Instil a culture of acting lawfully, ethically and responsibly		
3.1.	*A listed entity should articulate and disclose its values*	Yes	The Company's values are: • Better Health Outcomes; • Straight Talking; • Diversity is a Strength; • Innovation Excellence; and • Resilience. A copy of the Company values are available in the Code of Conduct, which is available on the Company's website: (www.nyrada.com/site/About-Us/corporate-governance). As well as articulating the Company's values, the Code of Conduct sets out the standards of ethical behaviour and good corporate governance that are required to be achieved by the Board, senior management and employees of the Company.
3.2.	*A listed entity should:* *(a) have and disclose a code of conduct for its directors, senior executives and employees; and* *(b) ensure that the board or a committee of the board is informed of any material breaches of that code.*	Yes	The Company's Code of Conduct set out a framework to enable Directors to achieve the highest possible standards in the discharge of their duties and to give a clear understanding of best practice in corporate governance. A copy of the Corporate Governance Charter is available at the Company's website: (www.nyrada.com/site/About-Us/corporate-governance) Compliance of this Code is monitored by the Company's senior management and the Board will be advised of any material breaches of this Code by senior management.

ASX Principles and Recommendations	Comply (Yes/No)	Explanation
3.3. *A listed entity should:* *(a) have and disclose a whistleblower policy; and* *(b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy*	Yes	The Company's Whistleblower Policy is available on the Company's website: (www.nyrada.com/site/About-Us/corporate-governance) In accordance with the policy, the Board of the Company is to be informed of any reportable conduct incidents.
3.4. *A listed entity should:* *(a) have and disclose an anti-bribery and corruption policy; and* *(b) ensure that the board or a committee of the board is informed of any material breaches of that policy*	Yes	The Company's Anti-Bribery and Corruption Policy is available on the Company's website: (www.nyrada.com/site/About-Us/corporate-governance) In accordance with the policy, the Board is to be informed of any material breach of the policy.
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.*	Yes	An Audit and Risk Committee has been established with its own charter which is available on the Company's website: (www.nyrada.com/site/About-Us/corporate-governance). The Committee comprises three members, being: • Marcus Frampton (Committee Chair and Independent Non-Executive Director); • John Moore (Independent Non-Executive Chairman; and • Ian Dixon (Non-Independent Non-Executive Director). Accordingly, the Committee is chaired by an independent director, all non-executive directors and consists of a majority of independent directors. The relevant qualifications and experience of each Committee member is disclosed in the Directors' Report, which is available in the Annual Report (Pages 7-10). Details of Board Committee meetings held and meeting attendance of each member is set out in the Directors Report, which is available in the Annual Report (Page 14).

ASX Principles and Recommendations		Comply (Yes/No)	Explanation
4.2.	*The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.*	Yes	This is consistent with the approach adopted by the Audit and Risk Committee and Board.
4.3.	*A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.*	Yes	The Board ensures that any periodic corporate report the Company releases to the market that has not been subject to audit or review by an external auditor discloses the process taken to verify the integrity of its content. The Committee will ensure that any periodic corporate reports that the Company releases to the market, that has not been subject to audit or review by an external auditor, have undertaken a process to verify the integrity of its content, with such reports being prepared by management, reviewed by the CEO and CFO and authorised by the Chair of the Board and/or Chair of the Audit, Risk & Compliance Committee.
5.	Make timely and balanced disclosure		
5.1.	*A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1*	Yes	The Company has a written Communication and Disclosure Policy which is available on the Company's website: (www.nyrada.com/site/About-Us/corporate-governance).
5.2.	*A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.*	Yes	Pursuant to section 3.5 of the Company's Communication and Disclosure Policy, the Board shall receive copies of all material market announcements promptly after they have been made.
5.3.	*A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation*	Yes	Pursuant to section 5.2 of the Company's Communication and Disclosure Policy, the Company will release a copy of presentation materials given to new and substantive investors or in an analyst presentation on the ASX Market Announcements Platform ahead of the presentation.
6.	Respect the rights of security holders		
6.1.	*A listed entity should provide information about itself and its governance to investors via its website.*	Yes	Information about the Company and its governance is available on the Company's website: (www.nyrada.com/site/About-Us/corporate-governance).

ASX Principles and Recommendations		Comply (Yes/No)	Explanation
6.2.	*A listed entity should have an investor relations program that facilitates effective two-way communication with investors.*	Yes	The Company has adopted a Communication and Disclosure Policy which supports the Board's commitment to effective communication with its security holders and other stakeholders and sets out the Investor Relations and Communication program within. The Communication and Disclosure Policy is available on the Company's website:(www.nyrada.com/site/About-Us/corporate-governance).
6.3.	*A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.*	Yes	The Communication and Disclosure Policy referred to above, contains polices and processes aimed to facilitate and encourage participation at meetings. Links are made available at the Company's website to information released to the ASX. CDI holders are encouraged to participate in, and raise questions at, all CDI holder meetings.
6.4.	*A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands.*	Yes	The Communication and Disclosure Policy ensures that all substantive resolutions at a meeting of security holders are decided by a poll rather than 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.*	Yes	In accordance with the Communication and Disclosure Policy, the Company has instructed its CDI registry to facilitate this option for investors, as well as future CDI holders at appropriate times. CDI holders can elect to receive communications from the Company by email and the majority of communications to the Company can be made by email.
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.*	Yes	An Audit and Risk Committee has been established with its own charter which is available on the Company's website: (https://www.nyrada.com/site/About-Us/corporate-governance). The Committee comprises three members, being: • Marcus Frampton (Committee Chair and Independent Non-Executive Director); • John Moore (Independent Non-Executive Chairman; and • Ian Dixon (Non-independent Non-Executive Director). Accordingly, the Committee is chaired by an independent director, all non-executive directors and consists of a majority of independent directors. The relevant qualifications and experience of each Committee member is disclosed in the Directors' Report, which is available in the Annual Report (Pages 7-10).

	ASX Principles and Recommendations	Comply (Yes/No)	Explanation
7.2.	*The board or a committee of the board should:* *(a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound and that the entity is operating with due regard to the risk appetite set by the board; and* *(b) disclose in relation to each reporting period, whether such a review has taken place.*	Yes	The risk management framework is established within the Audit and Risk Committee Charter. The Company has a written Risk Management Policy which is available on the Company's website. The Committee reviews the Company's risk profile and processes annually, with the last review occurring during the reporting period.
7.3.	*A listed entity should disclose:* *(a) if it has an internal audit function, how the function is structured and what role it performs; or* *(b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its governance, risk management and internal control processes.*	Yes	The Company does not have an internal audit function due to the relative nature and scale of its operations, and the costs of having an internal audit function. It is the responsibility of the Audit and Risk Committee to consider whether there is a need for the Company to have an internal audit function. Adequate risk management policies and internal control processes are in place. The Audit and Risk Committee is responsible for evaluating the effectiveness of its governance, risk management systems and internal control processes. The Audit and Risk Committee reports findings from this review directly to the Board.
7.4.	*A listed entity should disclose whether it has any material exposure to environmental or social risks and, if it does, how it manages or intends to manage those risks.*	Yes	The entity does not have material exposure in these areas, as disclosed in the Company Risk Matrix. The Company reviews risks applicable to its operations in accordance with its risk management policies. Should there be any changes to the Company's material risk exposure, the market will be notified accordingly through announcements published with ASX.

ASX Principles and Recommendations		Comply (Yes/No)	Explanation
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.*	Yes	A Remuneration and Nomination Committee has been established with its own charter which is available on the Company's website: (www.nyrada.com/site/About-Us/corporate-governance). The Committee comprises three members, being: • Christopher Cox (Committee Chair and Independent Non-Executive Director); • John Moore (Independent Non-Executive Chairman; and • Ian Dixon (Non-Independent and Non-Executive Director) Accordingly, the Committee is chaired by an independent director and consists of a majority of independent directors. Details of Board committee meetings held and meeting attendance of each member is set out in the Directors Report, which is published in the Annual Report (Page 14).
8.2.	*A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.*	Yes	The remuneration report, disclosed in the Company's annual report (from Page 18), discloses the Company's policies and practices regarding the remuneration of executive, non-executive and senior management.
8.3.	*A listed entity which has an equity-based remuneration scheme should:* *(a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and* *(b) disclose that policy or a summary of it.*	Yes	In accordance with section 6.4 of the Company's Securities Trading Policy, participants in any equity based incentive scheme are prohibited from entering into any transaction that would have the effect of hedging or otherwise transferring the risk of any fluctuation in the value of any unvested entitlement in the Company's securities to any other person. A copy of the Securities Trading Policy can be found on the Company's website: (www.nyrada.com/site/About-Us/corporate-governance).