



IXUP Limited

Corporate Governance Policies

Risk Management and Internal Compliance and Control

1. Risk Management and Internal Compliance and Control

Management determines the Company's risk profile and is responsible for overseeing and approving risk management strategy and policies, internal compliance and internal control. The Company's process of risk management and internal compliance and control includes:

- (a) establishing the Company's goals and objectives, and implementing and monitoring strategies and policies to achieve these goals and objectives;
- (b) performing a comprehensive risk survey annually in consultation with management and continuously identifying and reacting to risks that might impact upon the achievement of the Company's goals and objectives, and monitoring the environment for emerging factors and trends that affect these risks;
- (c) formulating risk management strategies to manage identified risks and designing and implementing appropriate risk management policies and internal controls; and
- (d) monitoring the performance of, and continuously improving the effectiveness of, risk management systems and internal compliance and controls, including an ongoing assessment of the effectiveness of risk management and internal compliance and control.

Within the identified risk profile of the Company, comprehensive practices are in place that are directed towards achieving the following objectives:

- (a) effectiveness and efficiency in the use of the Company's resources;
- (b) compliance with applicable laws and regulations; and
- (c) preparation of reliable published financial information.

Through the Audit and Risk Committee, the Board oversees an ongoing assessment of the effectiveness of risk management and internal compliance and control.

The responsibility for undertaking and assessing risk management and internal control effectiveness is delegated to management. It is the role of Management to monitor the adequacy of the Company's risk management framework and satisfy itself that the Company is operating with due regard to the risk appetite set by the Board. Management is required by the Board to report back (at least annually) to the Audit and Risk Committee on the efficiency and effectiveness of risk management, for example, by benchmarking the Company's performance against industry standards.

It is acknowledged that from time to time circumstances may dictate that the Company needs to operate outside of the current risk appetite set by the Board. Where that occurs, the matter will be brought to the attention of the Board through the Audit and Risk Committee.

The risk profile of the Company contains both financial and non-financial factors including but not limited to political, social, economic and environmental risks. The Company's risk appetite also requires Management to monitor emerging risks including, but not limited to conduct risk, digital disruption, cyber-security, privacy and data breaches, sustainability and climate change. Consideration will be given to whether the Company has a material exposure to any of these risks.

To mitigate/manage these risks, the Company has in place a broad range of risk management policies and procedures including competent management in all disciplines, an experienced

Board, regular Board meetings, a minimum of two Audit and Risk Committee meetings, six monthly external audits, rigorous appraisal of new investments and retaining advisers familiar with the Company, building a fit-for-purpose internal audit function and developing a culture of risk awareness and risk mitigation.

The Chief Executive Officer (or equivalent, if applicable) and the Chief Financial Officer (or equivalent, if applicable) are required in conjunction with the preparation of the annual report (in addition to any unaudited full year reports where applicable), the half yearly report, and any quarterly financial reports required to be lodged in accordance with the ASX Listing Rules, to state to the Board in writing that, in their opinion, the financial records of the Company 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 Company, and that the opinion has been formed on the basis of a sound system of risk management and internal control that is operating effectively.

Management is responsible for the ongoing management of risk with standing instructions to appraise the Board, through the Audit and Risk Committee, of changing circumstances within the Company and within the national and international business environment.

This policy will be reviewed periodically and updated as required to ensure it remains consistent with the Board's objectives and developments in current law and practice. The latest version of this policy can be found on the Company's website or obtained from the Company Secretary.

Date of last review: 2 May 2024 (effective)
