

## Corporate Governance Statement

The Directors and management of GLG Corp Ltd (**GLG** or the **Company**) are committed to conducting the business of GLG and its controlled entities (the **Group**) in an ethical manner and in accordance with the highest standards of corporate governance. The Company has adopted and substantially complies with the *ASX Corporate Governance Principles and Recommendations (Fourth Edition)* (**Recommendations**) to the extent appropriate to the size and nature of the Group's operations.

The Company has prepared this statement which sets out its corporate governance practices that were in operation throughout the financial year ended 30 June 2024. This statement identifies any Recommendations that have not been followed and provides reasons for not following such Recommendations. This statement is current as at 20<sup>th</sup> September 2024 and has been approved by the Board of GLG.

The Company's corporate governance policies and charters and policies are all available under the Investor Info section of the Company's website (<https://www.ghimli.com/investor-relations/companys-charter/>) (the **Website**).

ASX Recommendation	Status	Reference / Comment
<p><b>Principle 1 – Lay solid foundations for management and oversight</b>  <i>A listed entity should clearly delineate the respective roles and responsibilities of its board and management and regularly review their performance.</i></p>		
<p><b>1.1</b> A listed entity should have and disclose a board charter setting out:</p> <p>(a) the respective roles and responsibilities of its board and management; and</p> <p>(b) those matters expressly reserved to the board and those delegated to management.</p>	<p><b>Complying</b></p>	<p>The Board has adopted a charter which establishes the role of the Board and its relationship with management. The primary role of the Board is the protection and enhancement of long-term shareholder value. Its responsibility is the overall strategic direction of GLG.</p> <p>The functions and responsibilities of the Board and management are consistent with ASX Principle 1. A copy of the Board Charter is posted on the Website.</p> <p>As the Board acts on behalf of the shareholders and is accountable to the shareholders, the Board seeks to identify the expectations of the shareholders as well as other regulatory and ethical expectations and obligations. In addition, the Board is responsible for identifying areas of significant business risk and ensuring arrangements are in place to adequately manage those risks.</p>
<p><b>1.2</b> A listed entity should:</p> <p>(a) undertake appropriate checks before appointing a person, or putting forward to security holders a candidate for election, as a director; and</p> <p>(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.</p>	<p><b>Complying</b></p>	<p>The Board has a formal Nomination &amp; Remuneration Committee (NRC). The Nomination &amp; Remuneration Committee's functions and powers are formalised in a Charter and is posted on the Website. It is the role of the Nomination &amp; Remuneration Committee to identify suitable candidates to complement the existing Board, to undertake appropriate checks on the candidate; to seek confirmation from the candidate that he/she will have sufficient time to fulfil his or her responsibilities as a director; and subject to the results of such checks and confirmations, to make recommendations to the Board on their appointment.</p> <p>The Company provides information to shareholders about Directors seeking re-election at the annual general meeting to enable them to make an informed decision on whether or not to re-elect the Director, including their relevant</p>

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		qualifications and experience and the skills they bring to the Board; details of any other listed directorships held by the Director in the preceding 3 years; the term of office already served by the Director; whether the Director is considered to be independent; and recommendation by the Board in respect of the re-election of the Director.
1.3	<b>Complying</b>	<p>Each Director is given a letter upon appointment which outlines the Director’s duties, obligations, remuneration, expected time commitments and notification of the Company’s policies. Similarly, senior executives including the CEO and CFO, have a formal job description and services agreement describing their term of office, duties, rights and responsibilities, and entitlements on termination.</p> <p>The company will disclose the material terms of any employment, service or consultancy agreement it enters into with its CEO (or equivalent).</p>
1.4	<b>Complying</b>	<p>The Company Secretary is responsible for co-ordination of all Board business, including agendas, board papers, minutes, communication with regulatory bodies, ASX and all statutory and other filings. The Company Secretary is accountable to the Board, and all Directors have access to the Company Secretary. The decision to appoint or remove the Company Secretary is to be made and/or approved by the Board.</p>
1.5	<b>Complying</b>	<p>The Company is committed to the principles of employing people with a broad range of experiences, skills and views. All executives, managers and employees are responsible for promoting workforce diversity.</p> <p>The Company has adopted a Diversity Policy which can be viewed on the Website. The Board is considering other means to encourage diversity. The Company recognises the benefits of a diverse workforce and is committed to providing an environment that encourages diversity. The Board monitors the diversity profile of its workforce. As the Company already has gender diversity as evidenced by the proportion of women reported below, the Board has not set any measurable objectives.</p> <p>There are currently 2 female Executive Directors and 3 male Non-Executive Directors on the Board.</p> <p>The Company discloses the respective proportions of men and women in senior executive positions and across the whole organisation within its Statutory Report.</p> <p>The Company is not considered a “Relevant Employer” under the Company’s Workplace Gender Equality Act (WGEA) and therefore has not lodged a WGEA Report for the 2023/2024 period.</p>

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<p><b>1.6 A listed entity should:</b></p> <p><b>(a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and</b></p> <p><b>(b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process during or in respect of that period.</b></p>	<p><b>Complying</b></p>	<p>The Directors undertake an annual process to review the performance and effectiveness of the Board, the Board Committees and individual directors. The CEO leads a discussion and provides feedback to the individual Directors as necessary.</p> <p>This process was completed during the reporting period.</p>
<p><b>1.7 A listed entity should:</b></p> <p><b>(a) have and disclose a process for periodically evaluating the performance of its senior executives at least once every reporting period; and</b></p> <p><b>(b) disclose for each reporting period whether a performance evaluation was undertaken in the reporting period in accordance with that process during or in respect of that period.</b></p>	<p><b>Complying</b></p>	<p>The Company's CEO evaluates the performance of GLG's senior executives annually. The Nomination &amp; Remuneration Committee reviews the CEO's performance annually. The Committee also reviews and approves senior management bonuses.</p> <p>An evaluation was completed during the reporting period.</p>

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<b>Principle 2 – Structure the Board to add value</b> <i>A listed entity should have a board of an appropriate size, composition, skills and commitment to enable it to discharge its duties effectively.</i>										
<p><b>2.1 The board of a listed entity should:</b></p> <p>(a) <b>have a nomination committee which:</b></p> <p>(1) <b>has at least three members, a majority of whom are independent directors; and</b></p> <p>(2) <b>is chaired by an independent director, and disclose:</b></p> <p>(3) <b>the charter of the committee;</b></p> <p>(4) <b>the members of the committee; and</b></p> <p>(5) <b>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></p> <p>(b) <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.</b></p>	<p><b>Complying</b></p>	<p>The Nomination &amp; Remuneration Committee comprises of the following members:</p> <table border="1" data-bbox="943 526 1406 851"> <tbody> <tr> <td>Grant Hummel (Chair of NRC)</td> <td>Independent Non-executive Director</td> </tr> <tr> <td>Peter Tan (Chair of Audit and Risk Committee “AC”)</td> <td>Independent Non-executive Director</td> </tr> <tr> <td>Khay Ti Por (Deputy Chair)</td> <td>Independent Non-executive Director</td> </tr> <tr> <td>Estina Ang</td> <td>Chair &amp; Executive Director</td> </tr> </tbody> </table> <p>The Board has a formal NRC comprising three independent directors and the Executive Chair. The Chair of NRC is independent.</p> <p>The Nomination &amp; Remuneration Committee’s powers are formalised in a Charter and is posted on the Website. The number of times that the Nomination &amp; Remuneration Committee met throughout the financial year and the individual attendances of the members at those meetings are disclosed in the Company’s Directors Report.</p>	Grant Hummel (Chair of NRC)	Independent Non-executive Director	Peter Tan (Chair of Audit and Risk Committee “AC”)	Independent Non-executive Director	Khay Ti Por (Deputy Chair)	Independent Non-executive Director	Estina Ang	Chair & Executive Director
Grant Hummel (Chair of NRC)	Independent Non-executive Director									
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Estina Ang	Chair & Executive Director									
<p><b>2.2 A listed entity should have and disclose 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.</b></p>	<p><b>Complying</b></p>	<p>The Board aims to be comprised of Directors which have, at all times, the appropriate mix of skills, experience, expertise and diversity relevant to the Company’s businesses and the Board’s responsibilities.</p> <p>The Board regularly evaluates the mix of skills, experience and diversity at the Board level, and has developed and adopted a Board skills matrix which has been tailored to the circumstances and requirements of GLG. It is intended that the skills matrix will be reviewed at least annually by the Board to ensure that ongoing needs in relation to supervising the Company and its operations are being met, and to take into account any changes in the Company’s circumstances and strategic priorities.</p> <p>The objectives of the skills matrix adopted by the Board are to:</p> <ul style="list-style-type: none"> <li>▪ Identify the skills, knowledge, experience and capabilities that are considered to be desired of the Board as a whole, in order for the Board to fulfil its role and in light of the Company’s strategic direction;</li> <li>▪ Ascertain the current skills, knowledge, experience and capabilities of the Board, and provide the incumbent Directors with an opportunity to reflect upon and discuss the current composition of the Board; and</li> </ul>								

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		<ul style="list-style-type: none"> <li>▪ Identify any gaps in skills or competencies that can be addressed in future director appointments.</li> </ul> <p>In respect of the reporting period, the Board assessed each Director’s skill level against the following key skills set out in the matrix which the Board considered to be desired of the Board of GLG:</p> <ul style="list-style-type: none"> <li>▪ Strategic and Commercial Acumen – The ability to define strategic objectives, constructively question business plans and implement strategy using commercial judgement.</li> <li>▪ Financial Acumen – Financial knowledge, accounting or related financial management qualifications and experience.</li> <li>▪ Risk &amp; Compliance – An understanding of compliance matters and risk management, including environmental, technological and governance risk.</li> <li>▪ Executive Leadership – Experience in senior leadership roles, including on the boards of other listed companies.</li> <li>▪ Diversity – The ability to contribution to inclusion and diversity.</li> <li>▪ International/Global – Senior leadership experience across a range of international businesses and exposure to a range of political, cultural, regulatory and business environments.</li> <li>▪ Digital Technology – experience in developing technology strategies, monitoring and implementing technology strategies, and / or in digital innovation in corporate environments.</li> <li>▪ Industry experience in Customer Management and Manufacturing: experience and knowledge relevant to overseeing the Company’s principal activities including being a global supplier of knitwear, apparel, garments, accessories to a variety of retail customers.</li> <li>▪ Industry experience in Supply Logistics: experience and knowledge relevant to supply chain management operations.</li> </ul> <p>The Board considers that it currently has an appropriate mix of skills and diversity and provides in the Company’s Directors’ Report information about the skills, experience and expertise of each Director.</p>

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<p><b>2.3 A listed entity should disclose:</b></p> <p>(a) the names of the directors considered by the board to be independent directors;</p> <p>(b) if a director has an interest, position, association 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, association or relationship in question and an explanation of why the board is of that opinion; and</p> <p>(c) the length of service of each director.</p>	<p><b>Complying</b></p>	<p>Currently the Board comprises five Directors as follows:</p> <table border="1" style="margin-left: auto; margin-right: auto;"> <tr> <td>Grant Hummel (Chair of NRC)</td> <td>Independent Non-executive Director</td> </tr> <tr> <td>Peter Tan (Chair of Audit and Risk Committee “AC”)</td> <td>Independent Non-executive Director</td> </tr> <tr> <td>Khay Ti Por (Deputy Chair)</td> <td>Independent Non-executive Director</td> </tr> <tr> <td>Felicia Gan</td> <td>Chief Executive Officer &amp; Executive Director</td> </tr> <tr> <td>Estina Ang</td> <td>Chair &amp; Executive Director</td> </tr> </table> <p>The Board has considered the circumstances of each Director and determined that all Non-executive Directors are independent as described in item 2.3 of the Recommendations.</p> <p>The Corporations Act 2001, the Company’s Constitution and the Board meeting process requires Directors to advise the Board of any interest that they have that has the potential to conflict with the interests of GLG, including any development that may impact their perceived or actual independence. If the Board determines that a Director’s status as an independent Director has changed, that determination will be disclosed and explained in a timely manner to the market. The length of service of each Director is set out in the Company’s Annual Report. Independent Directors formally advise the Board of their independent (or other) status each year.</p>	Grant Hummel (Chair of NRC)	Independent Non-executive Director	Peter Tan (Chair of Audit and Risk Committee “AC”)	Independent Non-executive Director	Khay Ti Por (Deputy Chair)	Independent Non-executive Director	Felicia Gan	Chief Executive Officer & Executive Director	Estina Ang	Chair & Executive Director
Grant Hummel (Chair of NRC)	Independent Non-executive Director											
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<p><b>2.4 A majority of the board of a listed entity should be independent directors.</b></p>	<p><b>Complying</b></p>	<p>Currently, the Board comprises three independent Non-Executive Directors and two Executive Directors. The Company believes this in an appropriate mix of skills and experience.</p>										
<p><b>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.</b></p>	<p><b>Non - Complying</b></p>	<p>The Company separated the role of Chair and CEO. Felicia Gan has assumed the role of CEO and Estina Ang remains in the position of Chair.</p> <p>Although Estina Ang is not an independent director, the Board are comfortable that Estina Ang is the best candidate for the Chair position.</p>										
<p><b>2.6 A listed entity should have a program for inducting new directors and provide appropriate professional development opportunities for directors to develop and maintain the skills and knowledge needed to perform their role as directors effectively.</b></p>	<p><b>Complying</b></p>	<p>The Company has procedures and policies in place to assist Directors in fulfilling their responsibilities. Each Director, at any time, is able to seek reasonable independent professional advice on any business matter at the expense of the Company. Directors also have access to adequate internal resources to seek any information from any officer or employee of the Company, or to require the attendance of management at meetings to enable them as Directors to fulfil their duties.</p>										

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<b>Principle 3 – Act ethically and responsibly</b> <i>A listed entity should act ethically and responsibly.</i>		
3.1	<b>A listed entity should articulate and disclose its values.</b>	<b>Complying</b> The Company discloses its Core Values within its Annual Report.
3.2	<b>A listed entity should:</b> <b>(a) have a code of conduct for its directors, senior executives and employees; and</b> <b>(b) ensure that the board or a committee of the board is informed of any material breaches of that code.</b>	<b>Complying</b> The Board has established a Code of Conduct which articulates acceptable practices for directors, senior executives and employees, to guide their behaviour and to demonstrate the commitment of the Company to ethical practices.  The CEO, Felicia Gan is responsible for bringing breaches of the Codes to the attention of the Board, and breach reporting is a standing agenda item at Board meetings.
3.3	<b>A listed entity should:</b> <b>(a) Have and disclose a whistleblower policy; and</b> <b>(b) Ensure that the board or a committee of the board is informed of any material incidents reported under that policy.</b>	<b>Complying</b> The Company has established a Whistleblower Policy, a copy of which can be found on the Website. The purpose of the Whistleblower Policy is to identify wrongdoing that may not be uncovered unless there is a safe and secure means for disclosing.  The Board and its management team are committed to listen to any concern from any whistleblower who raises the risk to the company, in terms of values, integrity etc, such as suspicion of fraud, corruption, criminal acts or acts of reputation risk in relation to the staff/employees/management of the organisation. On the basis of this commitment, this policy is intended to serve the purpose of outlining the procedures for a) reporting and processing such information; and b) conducting an investigation into the issues raised by the whistleblower for final resolution including remedial action.  The CEO, Felicia Gan is responsible updating the Board on any whistleblower reports and is a standing agenda item at Board meetings.
3.4	<b>A listed entity should:</b> <b>(a) Have and disclose an anti- bribery and corruption policy; and</b> <b>(b) Ensure that the board or a committee of the board is informed of any materials breaches of that policy.</b>	<b>Complying</b> The Company has established an Anti-Bribery and Corruption Policy, a copy of which can be found on the Website.  The CEO, Felicia Gan is responsible for bringing breaches of the Anti-Bribery and Corruption Policy to the attention of the Board, and breach reporting is a standing agenda item at Board meetings.
<b>Principle 4 – Safeguard the integrity of corporate reports</b> <i>A listed entity should have appropriate processes to verify the integrity of its corporate reports.</i>		
4.1	<b>A listed entity should:</b> <b>(a) have an audit and risk committee which:</b> <b>(1) has at least three members, all of</b>	<b>Complying</b> The Board has a formal AC currently comprising three independent Directors and one Executive Director (also the CEO).

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	<p>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 and risk committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.</p>		<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">Grant Hummel (Chair of NRC)</td> <td style="width: 50%;">Independent Non-executive Director</td> </tr> <tr> <td>Peter Tan (Chair of Audit and Risk Committee “AC”)</td> <td>Independent Non-executive Director</td> </tr> <tr> <td>Khay Ti Por (Deputy Chair)</td> <td>Independent Non-executive Director</td> </tr> <tr> <td>Felicia Gan</td> <td>Chief Executive Officer &amp; Executive Director</td> </tr> </table> <p>The role of the AC is to advise on financial information prepared for use by the Board or for inclusion in financial statements. The Chair of the AC is Peter Tan. The AC’s functions and powers are formalised in a Charter and is posted on the Website. The number of times that the Audit and Risk Committee met throughout the financial year and the individual attendances of the members at those meetings, and the relevant qualifications and experience of the AC members are disclosed in the Company’s Directors Report and below under ‘Directors Meetings’.</p>	Grant Hummel (Chair of NRC)	Independent Non-executive Director	Peter Tan (Chair of Audit and Risk Committee “AC”)	Independent Non-executive Director	Khay Ti Por (Deputy Chair)	Independent Non-executive Director	Felicia Gan	Chief Executive Officer & Executive Director
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4.2	<p>The board of a listed entity should, before it approves the entity’s financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.</p>	<b>Complying</b>	<p>The Directors are committed to the preparation of financial statements that present a balanced and clear assessment of the Company’s financial position and prospects. The Board reviews GLG’s half yearly and annual financial statements. The Board requires that the CEO and CFO state in writing that GLG’s financial reports present a true and fair view, in all material respects, of the Company’s financial condition and operational results are in accordance with relevant accounting standards and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.</p>								
4.3	<p>A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.</p>	<b>Complying</b>	<p>The Company’s full year and half year reporting is audited and reviewed, as the case may be, by an external auditor. Annual directors’ reports are verified by the Board, which seeks documents and information from the Management and subject-matter experts where necessary.</p>								
<p><b>Principle 5 – Make timely and balanced disclosure</b> <i>A listed entity should make timely and balanced disclosure of all matters concerning it that a reasonable person would expect to have a material effect on the price or value of its securities.</i></p>											
5.1	<p>A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.</p>	<b>Complying</b>	<p>The Company has a documented policy which has established procedures designed to ensure compliance with the ASX Listing Rule continuous disclosure requirements and to ensure that accountability at a senior management level for that compliance. The focus of these procedures is on continuous disclosure of any information concerning the Company that a reasonable person would expect to have a material effect on the price of the Company’s securities and improving access to information for all investors. The CEO and</p>								



ASX Recommendation		Status	Reference / Comment
			the Company Secretary are responsible for interpreting GLG's policy and where necessary informing the Board. The purpose of the procedures for identifying information for disclosure is to ensure timely and accurate information is provided equally to all shareholders and market participants. The documented policy is posted on the Website.
5.2	<b>A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.</b>	<b>Complying</b>	The Board receives copies of all material market announcements promptly after they have been made.
5.3	<b>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.</b>	<b>Complying</b>	All investor or analyst presentations are released to the ASX market announcements platform ahead of the presentation.
<b>Principle 6 – Respect the rights of security holders</b> <i>A listed entity should provide its securityholders with appropriate information and facilities to allow them to exercise their rights as security holders effectively.</i>			
6.1	<b>A listed entity should provide information about itself and its governance to investors via its website.</b>	<b>Complying</b>	<p>The Board informs all shareholders of all major developments affecting GLG's state of affairs as follows:</p> <ol style="list-style-type: none"> <li>1. Placing all relevant announcements made to the market, on the Website after they have been released to ASX;</li> <li>2. Publishing all corporate governance policies; and</li> <li>3. Placing the full text of notices of meeting and explanatory material on the Website.</li> </ol>
6.2	<b>A listed entity should design and implement an investor relations program to facilitate effective two- way communication with investors.</b>	<b>Complying</b>	The Company communicates with its shareholders and investors by posting information via the ASX or website, and by encouraging attendance and participation of shareholders at general meetings. Management and/or Directors may meet with shareholders from time to time upon request and respond to any enquiries they may make.
6.3	<b>A listed entity should disclose the policies and processes it has in place to facilitate and encourage participation at meetings of security holders.</b>	<b>Complying</b>	Shareholders are encouraged to attend the Annual General Meeting (AGM). The AGM is an opportunity for shareholders to hear the Directors provide updates on Company performance, ask questions of the Board and vote on the various resolutions affecting the business. Shareholders are given an opportunity to ask questions of the Company's auditors regarding the conduct of the audit and preparation and content of the auditor's report.
6.4	<b>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.</b>	<b>Complying</b>	All resolutions at GLG's general meetings are decided by way of a poll.

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6.5	<b>Complying</b>	Investors are able to communicate with the Company electronically via the Website. Investors are also able to communicate with the Company's registry electronically by emailing the registry or via the registry's website.
<b>Principle 7 – Recognise and Manage Risk</b> <i>A listed entity should establish a sound risk management framework and periodically review the effectiveness of that framework</i>		
7.1	<b>Complying</b>	<p>The Board is responsible for the management of risk due to the current size of the Board. GLG is committed to embedding risk management practices to support the achievement of business objectives. The Board is responsible for reviewing and overseeing the risk management strategy and ensuring GLG has an appropriate corporate governance structure. Within that overall strategy, management has designed and implemented a risk management and internal control system to manage material business risks.</p> <p>GLG has implemented a 5-step process to manage risk as follows:</p> <ol style="list-style-type: none"> <li>1. Review the risk content and identification of specific key risks;</li> <li>2. Analysing and prioritising selected risks;</li> <li>3. Evaluation and treatment of risks;</li> <li>4. Monitoring and reporting; and</li> <li>5. Controlling, communication and knowledge-capturing.</li> </ol> <p>GLG risk categories are:</p> <ol style="list-style-type: none"> <li>1. Customer risks (including their financial conditions, solvency, credit worthiness etc);</li> <li>2. Competitor risks;</li> <li>3. Investment risks;</li> <li>4. Operational risks;</li> <li>5. Outsourced partner and contract manufacturing risks;</li> <li>6. Legal, regulatory and compliance risks;</li> <li>7. Resource risks (including HR, IT etc);</li> <li>8. Finance risks (including liquidity, trade credit financing, forex etc);</li> <li>9. Reputation risks; and</li> <li>10. External factor risks.</li> </ol> <p>The Management Risk Committee provides reports for the Board meetings. The Risk Management Policy is available on the Website.</p>

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<p><b>7.2 The board or a committee of the board should:</b></p> <p>(a) review the entity’s risk management framework at least annually to satisfy itself that it continues to be sound; and</p> <p>(b) disclose, in relation to each reporting period, whether such a review has taken place.</p>	<p><b>Complying</b></p>	<p>The Company has established a Risk Management Policy, a copy of which is available on the Website.</p> <p>The Board has delegated responsibilities to the Management Risk Committee who then provides reports to the Board. The Board is responsible for approving policies on risk assessment and management. The AC regularly reviews the risk management framework and policies of the Company.</p>
<p><b>7.3 A listed entity should disclose:</b></p> <p>(a) if it has an internal audit function, how the function is structured and what role it performs; or</p> <p>(b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its risk management and internal control processes.</p>	<p><b>Complying</b></p>	<p>The Company does not have an internal audit function. Management reviews the Company’s business units, organisational structure and accounting controls and processes on a regular basis and reports to the AC and in turn to the Board; the Board is satisfied that the processes in place to identify the Company’s material business risks are appropriate and that these risks are being effectively managed. GLG’s risk management processes continue to be monitored and reported against. A copy of GLG’s Risk Management Policy is available on the Website.</p>
<p><b>7.4 A listed entity should disclose whether it has any material exposure to economic, environmental and social sustainability risks and, if it does, how it manages or intends to manage those risks.</b></p>	<p><b>Complying</b></p>	<p>The Company does not have any material exposure to economic, environmental and social sustainability risks. The Directors believe that the Company has adequate systems in place for the identification and management of these material risks.</p>
<p><b>Principle 8 – Remunerate fairly and responsibly</b></p> <p><i>A listed entity should pay director remuneration sufficient to attract and retain high quality directors and design its executive remuneration to attract, retain and motivate high quality senior executives and to align their interests with the creation of value for security holders and with the entity’s values and risk appetite.</i></p>		
<p><b>8.1 The board of a listed entity should:</b></p> <p>(a) have a remuneration committee which:</p> <p>(1) has at least three members, a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director, and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the members of the committee; and</p> <p>(5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or</p> <p>(b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is</p>	<p><b>Complying</b></p>	<p>The Board has a formal Nomination &amp; Remuneration Committee comprising three members, two of whom are independent. The Chair of the Nomination &amp; Remuneration Committee is independent.</p> <p>The role of the Nomination &amp; Remuneration Committee is to review and make recommendations to the Board on remuneration packages and practices applicable to the Chief Executive Officer, Senior Executives and Directors themselves. This role also includes responsibility for share option schemes, incentive performance packages and retirement and termination entitlements. Remuneration levels are competitively set to attract the most qualified and experienced Directors and Senior Executives. The Nomination &amp; Remuneration Committee’s may obtain independent advice on the appropriateness of remuneration packages. The Nomination &amp; Remuneration Committee’s functions and powers are formalised in a Charter and is posted on GLG’s website.</p>

ASX Recommendation	Status	Reference / Comment
<p><b>appropriate and not excessive.</b></p>		<p>The number of times that the Nomination &amp; Remuneration Committee met throughout the financial year and the individual attendance of the members at those meetings are disclosed in the Company's Annual Report and below under Directors' Meetings.</p>
<p><b>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.</b></p>	<p><b>Complying</b></p>	<p>Details of the Directors and Senior Executives remuneration are set out in the Remuneration Report in the Directors' Report. The structure of Non-Executive Directors' remuneration is distinct from that of executives.</p>
<p><b>8.3 A listed entity which has an equity- based remuneration scheme should:</b></p> <p><b>(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></p> <p><b>(b) disclose that policy or a summary of it.</b></p>	<p><b>Complying</b></p>	<p>Currently the Company does not have an equity based remuneration scheme.</p>