



CORPORATE GOVERNANCE COMPLIANCE STATEMENT FOR THE YEAR ENDED 30 JUNE 2024 CURRENT AT 30 October 2024

Entyr Limited (the Company) (Subject to Deed of Company Arrangement) and the Board are committed to achieving and demonstrating the highest standards of corporate governance. The Board continues to review the framework and practices to ensure they meet the interests of shareholders.

The disclosure of corporate governance practices can be viewed on the Company website at www.entyr.com.au

The directors are responsible to the shareholders for the performance of the Company in both the short and the longer term and seek to balance sometimes competing objectives in the best interests of the Company as a whole. Their focus is to enhance the interests of shareholders and other key stakeholders and to ensure the Company is properly managed.

Corporate Governance Compliance

A description of the Company's main corporate governance practices are set out below. All these practices, unless otherwise stated, have been in place for the financial year ended 30 June 2024. The Company has considered the ASX Corporate Governance Principles and the corresponding Recommendations to determine an appropriate system of control and accountability to best fit its business and operations commensurate with these guidelines.

Disclosure of Corporate Governance Practices

ASX Recommendations	Compliance (Yes/No)	Compliance by Entyr
Principle 1 – Lay solid foundations for management and oversight A listed entity should clearly delineate the respective roles and responsibilities of its board and management and regularly review their performance		
Recommendation 1.1 A listed entity should have and disclose a board charter setting out: <ul style="list-style-type: none">the respective roles and responsibilities of its board and management; and	Yes	The Board is responsible for the overall corporate governance of Entyr. Entyr has adopted a formal charter (Board Charter) clearly setting out the respective roles and responsibilities of the Board, the Chair, and Company Secretary. Responsibilities reserved to the Board include: <ul style="list-style-type: none">demonstrating leadership and setting the strategic objectives of Entyr;

Entyr Limited (Subject to Deed of Company Arrangement) | ABN 90 118 710 508

U19/63 Burnside Road, Stapylton QLD 4207

T: +61 450 638 590 | www.entyr.com.au

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<ul style="list-style-type: none"> those matters expressly reserved to the board and those delegated to management. 		<ul style="list-style-type: none"> appointing the chairperson; appointing and when necessary, replacing the CEO; approving the appointment and when necessary, replacement of other senior executives of Entyr; overseeing management's implementation of Entyr's strategic objectives and its performance generally; through the chairperson, overseeing the role of the Company Secretary; approving operating budgets and major capital expenditure; overseeing the integrity of Entyr's accounting and corporate reporting systems, including the external audit; overseeing Entyr's compliance with its continuous disclosure obligations; ensuring that Entyr has in place an appropriate risk management framework and setting the risk appetite within which the Board expects management to operate; approving Entyr's remuneration framework; and monitoring the effectiveness of Entyr's governance practices. <p>1.1.1 The Board Charter is available on Entyr's website.</p>
<p>Recommendation 1.2</p> <p>A listed entity should:</p> <ul style="list-style-type: none"> undertake appropriate checks before appointing a person, or putting forward to security holders a candidate for election as a director; and provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director. 	Yes	<p>The Company has completed police checks, insolvency and banned Director searches in relation to the existing Directors. The Company will conduct appropriate checks for future appointments.</p> <p>All information relevant to a decision to elect or re-elect a Director will be provided to Shareholders in any notice of meeting pursuant to which a resolution to elect or re-elect a Director will be voted upon.</p>
<p>Recommendation 1.3</p> <p>A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.</p>	Yes	<p>The Company's Board Charter requires that the terms and conditions of appointment of a Director be confirmed in a formal letter of appointment or a service contract.</p> <p>Specifically:</p> <ul style="list-style-type: none"> the non-executive Directors have each executed a letter of appointment setting out the terms and conditions of their appointment; and

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		<ul style="list-style-type: none"> the executive Directors and senior executives of Entyr have entered into service contracts, setting out the terms and conditions of their employment.
<p>Recommendation 1.4</p> <p>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.</p>	Yes	<p>The Company Secretary is accountable directly to the Board, through the chairperson, on all matters to do with the proper functioning of the Board.</p> <p>Under the Board Charter, the Company Secretary is responsible for:</p> <ul style="list-style-type: none"> advising the Board and its committees on governance matters; monitoring the Board and committee policy and procedures are followed; coordinating the timely completion and dispatch of Board and committee papers; ensuring the business at Board and committee meetings is accurately captured in the minutes; and helping to organise and conduct the induction and professional development of Directors and the Company Secretary.
<p>Recommendation 1.5</p> <p>A listed entity should:</p> <ul style="list-style-type: none"> have a diversity policy; 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 disclose in relation to each reporting period: <ul style="list-style-type: none"> (i) the measurable objectives set for that period to achieve gender diversity; (ii) the entity's progress towards achieving those objectives; and (iii) either: <ul style="list-style-type: none"> (A) the respective proportions of men and women on the board, in senior executive positions and across the whole organisation (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 	Partial	<p>Entyr has a diversity policy (Diversity Policy) in place which promotes diversity and inclusive regardless of employees' experiences, perspectives, professional skills, gender, gender identity, age, sexual orientation, marital or family status, disabilities, ethnicity, religious beliefs, cultural and socioeconomic backgrounds.</p> <p>The Board considers that the Company is currently too small to incorporate specific gender diversity targets into its hiring process. However, Entyr values, recognises, and respects diversity in all respects and its workforce is made up of individuals with diverse skills, backgrounds, perspectives, and experiences. The Board will continue to monitor Entyr's growth and needs for specific gender diversity targets periodically.</p> <p>The Diversity Policy entrusts the Board with the responsibility for designing and overseeing the implementation of the Diversity Policy.</p> <p>Under the Diversity Policy, the Board is:</p> <ul style="list-style-type: none"> required to develop initiatives that will promote and achieve diversity goals; responsible for providing its management with the appropriate training and resources to understand the benefits of diversity; responsible for reviewing this diversity policy and will assess the status of diversity within Entyr and the effectiveness of this policy in achieving the measurable objectives which have been set to achieve diversity; responsible for assessing the need for specific and measurable gender diversity targets periodically, and if required, setting those targets; and responsible for assessing the effectiveness of Entyr's diversity objectives each year. <p>The Diversity Policy is available on Entyr's website</p>

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<p>recent "Gender Equality Indicators", as defined in and published under that Act.</p> <p>If the entity was in the S&P/ASX 300 Index at the commencement of the reporting period, the measurable objective for achieving gender diversity in the composition of its board should be to have not less than 30% of its directors of each gender within a specified period.</p>		
<p>Recommendation 1.6</p> <p>A listed entity should:</p> <ul style="list-style-type: none"> • have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and • 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. 	Yes	<p>Each Director's performance is assessed when standing for re-election.</p> <p>As the Board is comprised of three (3) members, consisting the Chairman (executive) and two non-executive directors (independent), the Company does not have sufficient board membership to warrant the creation of, and delegation to a dedicated Nomination and Remuneration Committee, which would be comprised of the same three members. The Board is responsible for the evaluation of the Board's performance and the performance of individual Directors</p> <p>Before each annual general meeting, the Chair of the Board assesses the performance of any Director standing for re-election and the Board will determine their recommendation to Shareholders on the re-election of the Director (in the absence of the Director involved).</p> <p>The Board (excluding the Chair) will conduct the review of the Chair.</p>
<p>Recommendation 1.7</p> <p>A listed entity should:</p> <ul style="list-style-type: none"> • have and disclose a process for evaluating the performance of its senior executives at least once every reporting period; and • disclose for each reporting period, whether a performance evaluation was undertaken in accordance with that process during or in respect of that period. 	Yes	<p>Senior executives' performance will be considered by the Board at least once every reporting period.</p> <p>1.1.2</p>

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<p>Principle 2 – Structure the board to be effective and add value</p> <p><i>The board of a listed entity should be of an appropriate size and collectively have the skills, commitment and knowledge of the entity and the industry in which it operates, to enable it to discharge its duties effectively and to add value.</i></p>		
<p>Recommendation 2.1</p> <p>The board of a listed entity should:</p> <ul style="list-style-type: none"> • have a nomination committee which: <ul style="list-style-type: none"> (i) has at least three members, a majority of whom are independent directors; and (ii) is chaired by an independent director, and disclose: <ul style="list-style-type: none"> (iii) the charter of the committee; (iv) the members of the committee; and (v) 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 • 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, 	No	<p>As the Board is comprised of three (3) members, consisting the Chairman (executive) and two non-executive directors (independent), the Company does not have sufficient board membership to warrant the creation of, and delegation to a dedicated Nomination and Remuneration Committee, which would be comprised of the same three members.</p> <p>The Board will continually assess and balance the skill set of its members, in particular to ensure that the appropriate balance of skills is available to the Board to enable it to discharge its duties and responsibilities effectively. In addition, the Board maintains a board skills matrix which it will periodically update as the needs of Entyr change.</p>

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independence and diversity to enable it to discharge its duties and responsibilities effectively.		
<p>Recommendation 2.2</p> <p>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.</p>	No	<p>The Corporate Governance Charter includes guidance on a Board Skills Matrix. The Directors have a broad range of experience, expertise, skills, qualifications and contacts relevant to the Company and its business.</p> <p>The Board Skills Matrix of skills, experience and expertise is as below. The Board Skills Matrix is regularly reviewed.</p> <ul style="list-style-type: none"> • Academia • Consumer Products • Global Business • Human Health • Life Sciences • Manufacturing & Supply • Marketing & Sales • Mergers & Acquisitions • Other Public Company Board Member • Public Company CEO, Compliance or Corporate Governance • Regulated Industries • Research & Development
<p>Recommendation 2.3</p> <p>A listed entity should disclose:</p> <ul style="list-style-type: none"> • the names of the directors considered by the board to be independent directors; • if a director has an interest, position, association or relationship of the type described in Box 2.3 of the ASX CG Principles 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 	Yes	<p>The Board considers that Mr Adam Gallagher is free from any business or any other relationship that could materially interfere with, or reasonably be perceived to interfere with, the exercise of the Director's unfettered and independent judgement and are able to fulfil the role of independent Director for the purpose of the ASX Recommendations.</p> <p>The Board notes that Mr Dermott McVeigh is not deemed independent given he is an executive director.</p> <p>The Board will regularly assess the independence of each Director in light of the interests disclosed by them. That assessment will be made at least annually at, or around the time, that the Board considers candidates for election to the Board, and each independent Director is required to provide the Board with all relevant information for this purpose.</p>

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<p>question and an explanation of why the board is of that opinion; and</p> <ul style="list-style-type: none"> the length of service of each director. 		<p>If the Board determines that a Director's independent status has changed, that determination will be disclosed to the market in a timely fashion.</p> <p>All Directors' interests, position, association, relationships, and length of service have been disclosed in this Prospectus, and will be disclosed by Entyr to the market periodically.</p>
<p>Recommendation 2.4</p> <p>A majority of the board of a listed entity should be independent directors.</p>	No	<p>Having regard to the current Board composition, one of the three members of the Board are independent directors.</p>
<p>Recommendation 2.5</p> <p>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 Chief Executive Officer of the entity.</p>	No.	<p>The current composition of the Board contemplates that Mr Dermott McVeigh is an executive chairman of the Company. The Company will continue to review its compliance and annually review its compliance with this Recommendation 2.5.</p> <p>As at the Prospectus Date, Entyr has no Chief Executive Officer.</p>
<p>Recommendation 2.6</p> <p>A listed entity should have a program for inducting new directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as directors effectively.</p>	Yes	<p>Under the Board Charter, the Directors are expected to participate in any induction or orientation programs on appointment, and any continuing education or training arranged for them.</p> <p>The Company Secretary is responsible for conducting the induction and professional development of Directors.</p>
<p>Principle 3 – Instil a culture of acting lawfully, ethically and responsibly</p> <p><i>A listed entity should instil and continually reinforce a culture across the organisation of acting lawfully, ethically and responsibly.</i></p>		
<p>Recommendation 3.1</p> <p>A listed entity should articulate and disclose its values.</p>	Yes	<p>Entyr's statement of values is available on Entyr's website.</p>
<p>Recommendation 3.2</p> <p>A listed entity should:</p> <ul style="list-style-type: none"> have and disclose a code of conduct for its directors, senior executives and employees; and ensure that the board or a committee of the board is informed of any material breaches of that code. 	Yes	<p>The Board has adopted a code of conduct (Code of Conduct) which sets out the values, commitments, ethical standards and policies of Entyr and outlines the standards of conduct expected of Entyr's business and people, taking into account Entyr's legal and other obligations to its stakeholders.</p> <p>The Code of Conduct applies to all Directors, as well as all officers, employees, contractors, consultants, other persons that act on behalf of Entyr, and associates of Entyr.</p> <p>The Code of Conduct is available on Entyr's website.</p>

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<p>Recommendation 3.3</p> <p>A listed entity should:</p> <ul style="list-style-type: none"> • have and disclose a whistleblower policy; and • ensure that the board or a committee of the board is informed of any material incidents reported under that policy. 	Yes	<p>Entyr has adopted a whistleblower policy (Whistleblower Policy). This policy encourages employees to raise any concerns and report instances of illegal, unacceptable, or undesirable conduct as defined in the Governance Charter within the Company.</p> <p>The policy deals with (among other things):</p> <ul style="list-style-type: none"> • how employees can make reports about any of the above behaviours anonymously and/or confidentially, securely, and outside of business hours; • the procedures following disclosure by an employee; • protection and confidentiality for an employee; • how investigations will be conducted by the Company; • reporting of the outcome of the investigation; and • communications to whistleblowers. <p>The Whistleblower Policy is available on Entyr's website.</p>
<p>Recommendation 3.4</p> <p>A listed entity should:</p> <ul style="list-style-type: none"> • have and disclose an anti-bribery and corruption policy; and • ensure that the board or a committee of the board is informed of any material breaches of that policy. 	Yes	<p>Entyr has adopted an anti-bribery and corruption policy (Anti-Bribery and Corruption Policy).</p> <p>This policy outlines Entyr's stance in relation to bribes, corruption, and other improper payments or benefits received or given by the Company and its personnel and the damage to Entyr's reputation and good standing in the community.</p> <p>The policy provides a framework under which gifts or benefits over \$500 are either to be rejected by the receipt or recorded in Entyr's gift and entertainment register that is maintained by the CFO.</p> <p>The Board will be informed of any material breaches as appropriate.</p>

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		The Anti-Bribery and Corruption Policy is contained in section 13 of the Governance Charter, which is available on Entyr's website.
Principle 4 – Safeguard integrity in corporate reports <i>A listed entity should have appropriate processes to verify the integrity of its corporate reports.</i>		
Recommendation 4.1 The board of a listed entity should: <ul style="list-style-type: none"> • have an audit committee which: <ul style="list-style-type: none"> (i) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and (ii) is chaired by an independent director, who is not the chair of the board, and disclose: <ul style="list-style-type: none"> (iii) the charter of the committee; (iv) the relevant qualifications and experience of the members of the committee; and (v) 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 • 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. 	No	As the Board is comprised of three (3) members, consisting the Chairman (executive and non-independent) and two non-executive directors (one being independent), the Company does not have sufficient board membership to warrant the creation of, and delegation to a dedicated Audit and Risk Committee, which would be comprised of the same three members. The Board will take reasonable steps having regard to the market practice of a company of its size to ensure that there is external oversight to ensure the integrity of Entyr's financial reporting systems and financial statements and will engage an external auditor and review its appointment on an annual basis.
Recommendation 4.2 The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in	Yes	The Board will implement a process to receive written assurances from its Financial Controller and Chief Financial Officer (once a person is appointed to such a role) that the declarations that will be provided under section 295A of the Corporations Act are founded on a system of risk management and internal control and that the system is operating in all material respects in relation to financial reporting risks.

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<p>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>		<p>The Board will seek these assurances prior to approving the annual financial statements for all half year, full year and quarterly results that follow.</p>
<p>Recommendation 4.3 A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.</p>	Yes	<p>In addition to reviewing regulatory filings and decisions as they relate to Entyr's financial statements, the Board will review any reports that are to be released to the market that are not audited or reviewed by an external auditor, including quarterly reports. In doing so, the Board will also disclose its process for verifying the integrity of any such reports.</p> <p>Additionally, Entyr has adopted a formal continuous disclosure and shareholder engagement policy (Continuous Disclosure Policy), where there is an express requirement that the external auditor will attend the AGM and be available to answer questions about the conduct of the audit and the preparation and content of the auditor's report.</p> <p>The Continuous Disclosure Policy is available on Entyr's website.</p>
<p>Principle 5 – Make timely and balanced disclosure <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>		
<p>Recommendation 5.1 A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.</p>	Yes	<p>Consistent with the Board's commitment to improving its disclosure policy, the Board has adopted the Continuous Disclosure Policy, which sets out Entyr's commitment to the objective of promoting investor confidence and the rights of Shareholders by:</p> <ul style="list-style-type: none"> • complying with the continuous disclosure obligations imposed by law; • ensuring that Company announcements are presented in a factual, clear and balanced way; • ensuring that all Shareholders have equal and timely access to material information concerning Entyr; and • communicating effectively with Shareholders and making it easy for them to participate in general meetings.
<p>Recommendation 5.2 A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.</p>	Yes	<p>The Company's Continuous Disclosure Policy specifically requires that all material market announcements be provided to the Board promptly after release to the market.</p>

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<p>Recommendation 5.3</p> <p>A listed entity that gives a new and substantive investor or analyst presentation should release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation.</p>	Yes	The Company's Continuous Disclosure Policy specifically requires that all substantive investor or analyst presentations be released to the market prior to the relevant presentation.
<p>Principle 6 – Respect the rights of security holders</p> <p><i>A listed entity should provide its security holders with appropriate information and facilities to allow them to exercise their rights as security holders effectively</i></p>		
<p>Recommendation 6.1</p> <p>A listed entity should provide information about itself and its governance to investors via its website.</p>	Yes	<p>Entyr recognises the rights of its Shareholders and other interested stakeholders to have easy access to balanced, understandable and timely information concerning the operations of the Entyr Group. Information concerning Entyr and its governance practices is available on its website.</p> <p>Additionally, Entyr will strive to communicate with Shareholders and other stakeholders in a regular manner as outlined in Principle 5 of this statement.</p>
<p>Recommendation 6.2</p> <p>A listed entity should have an investor relations program that facilitates effective two-way communication with investors.</p>	Yes	<p>As mentioned above under Recommendation 5.1, the Board has adopted a Continuous Disclosure Policy, which supports its commitment to effective two-way communication with its Shareholders. In addition, Entyr intends to communicate with its Shareholders:</p> <ul style="list-style-type: none"> • by making timely market announcements; • by posting relevant information on its website; • by inviting Shareholders to make direct inquiries to Entyr; and • through the use of general meetings.
<p>Recommendation 6.3</p> <p>A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.</p>	Yes	<p>The Board encourages participation of Shareholders at the Annual General Meeting or any other shareholder meetings to ensure a high level of accountability and identification with Entyr's strategy and goals.</p> <p>Upon the dispatch of any notice of meeting to Shareholders, the Company Secretary will send out material with that notice stating that Shareholders are encouraged to participate at the meeting.</p> <p>The Company adopts appropriate technologies to facilitate the effective communication and conduct of general meetings.</p>
<p>Recommendation 6.4</p> <p>A listed entity should ensure that all substantive resolutions at a meeting of security holders are decided by a poll rather than by a show of hands.</p>	Yes	<p>Entyr's Constitution provides Entyr with the ability to decide any resolution on a poll. Further, a poll may also be demanded by Shareholders.</p> <p>Entyr will decide all resolutions on a poll. Entyr considers that these requirements adequately protect the interests of Shareholders.</p>

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<p>Recommendation 6.5</p> <p>A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.</p>	Yes	Entyr's Shareholders may elect to receive information from Entyr and its registry electronically. Otherwise, Entyr and its registry will communicate by post with Shareholders who have elected to receive information in paper form.
<p>Principle 7 – Recognise and manage risk</p> <p><i>A listed entity should establish a sound risk management framework and periodically review the effectiveness of that framework.</i></p>		
<p>Recommendation 7.1</p> <p>The board of a listed entity should:</p> <ul style="list-style-type: none"> • have a committee or committees to oversee risk, each of which: <ul style="list-style-type: none"> (i) has at least three members, a majority of whom are independent directors; and (ii) is chaired by an independent director; disclose: <ul style="list-style-type: none"> (i) the charter of the committee; (ii) the members of the committee; and (iii) 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 • 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. 	No	<p>As the Board is comprised of three (3) members, consisting of the Chairman (executive and non-independent) and two non-executive directors (one being independent), the Company does not have sufficient board membership to warrant the creation of, and delegation to a dedicated Risk Committee, which would be comprised of the same three members.</p> <p>The Board will take reasonable steps having regard to the market practice of a company of its size to ensure there are appropriate processes in place to ensure the integrity of Entyr's risk management framework.</p>
<p>Recommendation 7.2</p> <p>The board or a committee of the board should:</p> <ul style="list-style-type: none"> • review the entity's risk management framework at least annually to satisfy itself that it continues 	Yes	<p>The Board will ensure that Entyr has in place an appropriate risk management framework and will set the risk appetite within which the Board expects management to operate.</p> <p>Further, the Board will, among other things, regularly review and update the risk profile and ensure that Entyr has an effective risk management system.</p>

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<p>to be sound, and that the entity is operating with due regard to the risk appetite set by the board; and</p> <ul style="list-style-type: none"> disclose, in relation to each reporting period, whether such a review has taken place. 		<p>As part of this process, the Board will review, at least annually, Entyr's risk management framework in order to satisfy itself that it continues to be sound.</p> <p>Entyr, with its new Board, intends to disclose, at the relevant time, whether a review of Entyr's risk management framework was undertaken during the relevant reporting period.</p>
<p>Recommendation 7.3</p> <p>A listed entity should disclose:</p> <ul style="list-style-type: none"> if it has an internal audit function, how the function is structured and what role it performs; or 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	<p>Due to the current scope and size of Entyr's operations, it does not currently have an internal audit function. Entyr relies on external auditors to undertake this function in compliance with relevant laws and requirements of the ASX. However, the Board is responsible for reviewing the need for an internal audit function and for implementing an internal audit function if it deems one necessary.</p> <p>In addition, the Board will be responsible for preparing a risk profile which describes the material risks facing Entyr, regularly reviewing and updating this risk profile, and assessing and ensuring that there are internal controls in place for determining and managing key risks.</p>
<p>Recommendation 7.4</p> <p>A listed entity should disclose whether it has any material exposure to environmental or social risks and, if it does, how it manages or intends to manage those risks.</p>	Yes	<p>The Board does not believe the Company has any such material risks. The Company must operate in accordance with the regulatory and ethical standards prescribed in Australia and other relevant regulators overseas.</p> <p>Entyr has disclosed all material risks facing Entyr and how it intends to manage those risks in Section 9 of this Prospectus, including exposure to economic, environmental and social sustainability risks. Entyr will continue to disclose these material risks in the future in its annual report or elsewhere as appropriate.</p>
<p>Principle 8 – Remunerate fairly and responsibly</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>Recommendation 8.1</p> <p>The board of a listed entity should:</p> <ul style="list-style-type: none"> have a remuneration committee which: <ul style="list-style-type: none"> (i) has at least three members, a majority of whom are independent directors; and (ii) is chaired by an independent director; disclose: <ul style="list-style-type: none"> (i) the charter of the committee; 	Partially	<p>As the Board is comprised of three (3) members, consisting the Chairman (executive and non-independent) and two non-executive directors (one being independent), the Company does not have sufficient board membership to warrant the creation of, and delegation to a dedicated Remuneration Committee, which would be comprised of the same three members.</p> <p>The Board is responsible for developing, reviewing and making recommendations on:</p> <ul style="list-style-type: none"> the remuneration framework for Directors, including the process by which any pool of Directors' fees approved by security holders is allocated to Directors; the remuneration packages to be awarded to senior executives;

ASX Recommendations	Compliance (Yes/No)	Compliance by Entyr
<p>(ii) the members of the committee; and</p> <p>(iii) 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> <ul style="list-style-type: none"> 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. 		<ul style="list-style-type: none"> equity-based remuneration plans for senior executives and other employees; and superannuation arrangements for Directors, senior executives and other employees, <p>and will consider appropriate external remuneration advice on an as needs basis to ensure that such proposed remuneration is benchmarked against industry standards, and is not excessive. In addition, the Board will consider on an annual basis the performance of each Director (without the relevant Director present).</p>
<p>Recommendation 8.2</p> <p>A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.</p>	Yes	<p>Each Director and senior executive have entered into a separate agreement with Entyr.</p> <p>The remuneration of Directors and senior executives is to be reviewed annually by the Board.</p> <p>No senior executive is involved directly in deciding their own remuneration.</p>
<p>Recommendation 8.3</p> <p>A listed entity which has an equity-based remuneration scheme should:</p> <ul style="list-style-type: none"> 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 disclose that policy or a summary of it. 	Yes	<p>Entyr's securities trading policy (Share Trading Policy) is a policy that is designed to minimise the risk of insider trading.</p> <p>The Share Trading Policy explains when options or rights under an employee incentive scheme can be exercised and also outlines Entyr's restrictions around margin lending, short-term or speculative trading in Entyr and hedging.</p> <p>In accordance with 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.</p> <p>The Share Trading Policy is available on Entyr's website.</p>
Principle 9 – Additional Recommendations that apply only in certain circumstances		
<p>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</p>	Not applicable	

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understands and can discharge their obligations in relation to those documents.		
A listed entity established outside Australia should ensure that meetings of security holders are held at a reasonable place and time.	Not applicable	
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.	Not applicable	