Kali Metals Limited (ACN 653 279 371) ("**Company**" or "**Kali**")

Corporate Governance Statement

This Corporate Governance Statement is current as at 03 November 2023 and has been approved by the Board of the Company on that date.

This document discloses the extent to which the Company will follow, as at the date it is admitted to the official list of the ASX, the recommendations set by the ASX Corporate Governance Council in the fourth edition of its Corporate Governance Principles and Recommendations (**ASX Recommendations**). The ASX Recommendations are not mandatory, however the ASX Recommendations that will not be followed have been identified and reasons provided for not following them along with what (if any) alternative governance practices the Company intends to adopt instead of the relevant ASX Recommendation.

The Company's corporate governance policies were adopted on 03 November 2023 and are available on the Company's website at www.kalimetals.com.auAll corporate governance policies have been adopted by the Company. All references to "the **Board**" below are references to the board of the Company. All references to "**Shareholders**" below are references to shareholders of the Company.

Principles and Recommendations	Comply (Yes / No)	Explanation
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 disclose: (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	(a) The Board Charter sets out the principles for the operation of the Board and describes the functions of the Board and the functions delegated to management of the Company. (b) Clause 2 of the Board Charter sets out the responsibilities and functions of the Board. The Board may delegate consideration to a committee of the Board specifically constituted for the relevant purpose. Clauses 3 and 8 of the Board Charter set out the responsibilities delegated to the CEO, management and the company secretary. Clause 7 of the Board Charter sets out the roles and responsibilities of the chair of the Board. Under authority from the Board the Managing Director is responsible for running the affairs of the Company. Management is responsible for supporting and assisting the Managing Director in the operations and financial aspects of the Company. Management is responsible for reporting all matters which fall within the

Principles and Recommendations	Comply (Yes / No)	Explanation
		Company's materiality thresholds at first instance to the Managing Director who will then report to the Board where appropriate
Recommendation 1.2 A listed entity should (a) undertake appropriate checks before appointing a person, or putting forward to shareholders a candidate for election, as a director; and (b) provide shareholders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.	Yes	(a) Clause 5 of the Board Charter notes that in considering any selection, appointment or re-appointment to the Board, the Board will consider the necessary and desirable competencies of any directors and proposed directors. Additionally, the Board will ensure that the Company undertakes appropriate checks before appointing a person or putting forward to securityholders a candidate for election including but not limited to checks on their experience, education and character. (b) The Board Charter also states in Clause 5 the Board will ensure that the Company provides securityholders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director in the Notice of Meeting. The Annual Report will disclose all Directors skills and experience. Clause 5 of the Board Charter notes that before appointment to the Board, candidates for selection, election or re-election must confirm they will have sufficient time to fulfil their office, in light of other commitments.
Recommendation 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 a written agreement with each director and senior executive setting out the terms of their appointment. Following listing on the ASX the Company will disclose any material variations to these agreements in accordance with the ASX Listing Rules. The Company has a written agreement with each non-executive director setting out the terms of their appointment and any other matters listed in this Recommendation.
Recommendation 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	Clause 8 of the Board Charter provides that the secretary is accountable to the Board through the Chair on all matters to do with the proper functioning of the Board. Clause 8 of the Board Charter provides that the Board appoints and removes the secretary and that all directors are to have direct access to the secretary.
Recommendation 1.5 A listed entity should: (a) have and disclose a diversity policy;	Yes	(a) The Company has a Diversity Policy which applies to all employees, senior executives and directors of the Company and subsidiaries. Clause 3 of the Diversity Policy provides that the Board is responsible for setting measurable objectives to promote gender diversity and the Company's progress in achieving them. The Diversity Policy's effectiveness is measured at least annually.

Principles and Recommendations	Comply (Yes / No)	Explanation
(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: (i) the measurable objectives set for that period to achieve gender diversity; (ii) the entity's progress towards achieving those objectives, and (iii) 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.		(b) The Diversity Policy will be disclosed on the Company's website. (c) Clause 3 of the Diversity Policy provides that the Objectives set for a reporting period and the progress towards achievement of gender diversity on the Board as well as in senior executive positions and across the workforce generally. (d) Clause 3 of the Diversity Policy provides that gender diversity is a relevant consideration in development and succession plans for directors and senior management. The Diversity Policy will define what senior executive to ensure the disclosure is as transparent as possible.
Recommendation 1.6 A listed entity should:	Yes	(a) Clause 6 of the Board Charter provides that the Board will regularly carry out a review of its performance, its committees and each director. The Chairman is tasked with managing this process along with the Remuneration and Nomination Committee. The process will be conducted on an

Principles and Recommendations	Comply (Yes / No)	Explanation
(a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and (b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.		informal basis and against pre-determined objectives set by the Remuneration and Nomination Committee. (b) The Board will disclose at the conclusion of each reporting period whether a performance evaluation was undertaken. (c) Clause 6 of the Board Charter provides that the Board is responsible for reviewing the performance of the chair of the Board.
Recommendation 1.7 A listed entity should: (a) have and disclose a process for evaluating the performance of its senior executives; 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	(a) Clause 6 of the Board Charter provides that the Board will regularly carry out a formal review of the performance of the Managing Director and other senior management against guidelines approved by the Board. The Managing Director will conduct the review for senior executives that have direct reports. The Board will be responsible for the Managing Directors review. (b) Clause 6 notes that the Board will confirm annually whether this review has taken place.
Principle 2 – Structure the board to be effective and add value *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.*		
Recommendation 2.1 The board of a listed entity should: (a) have a nomination committee which: (i) has at least three members, a majority of whom are independent directors; and	Partly	(a) The Company has prepared a Remuneration and Nomination Committee (**RNC**) Charter outlining the responsibilities of the Board. (i) Whilst a majority of the members of the RNC are not independent directors, the RNC is chaired by an independent director (Simon Coyle). (ii) The RNC Charter will be disclosed on the Company's website. (iii) The members of the RNC are Simon Coyle (Chair), John Leddy and Paul Adams.

Principles and Recommendations	Comply (Yes / No)	Explanation
(ii) is chaired by an independent director; and disclose (iii) the charter of the committee; (iv) the members of the committee; (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 (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.		(iv) The Company will, at the end of each reporting period, disclose in its annual report the number of times the RNC met throughout the period and the individual attendances of the members at those meetings is to be disclosed.
Recommendation 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.	Yes	A Board Skills Matrix has been developed and is regularly reviewed by the Board to ensure it has an appropriate mix of skills, experience and diversity to conduct its operations in an effective manner. Clause 5 of the Board Charter sets out the aim of the Board to have an appropriate mix of skills, experience, expertise and diversity relevant to the Company's business and the Board's duties and responsibilities. Clause 2 of the Board Charter provides that the Board will regularly assess the independence of all directors. The current board skills matrix that has been adopted by the Company is set out in Attachment A.

Principles and Recommendations	Comply (Yes / No)	Explanation
Recommendation 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, 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 (c) the length of service of each director.	Yes	The Company *will* disclose: (a) the names of the directors considered by the Board to be independent directors (at the date of listing, being Simon Coyle); (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 (c) the length of service of each director.
Recommendation 2.4 A majority of the board of a listed entity should be independent directors.	No	Clause 4 of the Board Charter provides that the majority of the Board should, to the extent practicable given the size and composition of the Board from time to time, be comprised of independent directors. However, at the time of listing, the Board will be comprised of one independent director, two non-independent directors and the Managing Director. The Board acknowledges this recommendation but nevertheless, the Board believes that each of the non-independent Non-Executive Directors brings objective and unbiased judgement to the Board's deliberations and that each of Luke Reinehr, Paul Adams and John Leddy make invaluable contributions to Kali through their considerable skills, experience and deep understanding of Kali's business.
Recommendation 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.	No	The chair of the board currently (Luke Reinehr) is not an independent director (but is not the same person as the Managing Director). Clause 7 of the Board Charter provides that the chairperson of the Board, where practicable, must be an independent director. The Board acknowledges this recommendation but nevertheless, the Board believes that Mr Reinehr brings an objective and unbiased judgement to his role as chair of the Board and is currently an appropriate person for the position of chair given his considerable skills, experience and deep understanding of Kali's business. Clause 7 of the Board Charter provides that an independent director must not hold (or have held in the previous 3 years) the office of CEO.

Principles and Recommendations	Comply (Yes / No)	Explanation
Recommendation 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.	Yes	Clause 5 of the Board Charter provides that new directors will be briefed on their roles and responsibilities and the minutes and papers of Board and committee meetings will be made available to them. It also provides that time will be allocated at Board and committee meetings for the continuing education of directors on significant issues facing the company and changes to the regulatory environment.
Principle 3 – Instil a culture of acting lawfully, ethically and responsibly. *A listed entity should instil and continually reinforce a culture across the organisation of acting lawfully, ethically and responsibly.*		
Recommendation 3.1 A listed entity should articulate and disclose its values.	Yes	The Company has a Code of Conduct which conveys the Company's values.
Recommendation 3.2 A listed entity should: (a) have 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	(a) The Company has a Code of Conduct which applies to employees, contractors, consultants, manager and directors of the Company. (b) A copy of the Company's Code of Conduct is disclosed on its website. (c) The Board is informed of all material breaches of the Code of Conduct.
Recommendation 3.3 A listed entity should: (a) have and disclose a whistleblower policy; and	Yes	The Company has a Whistleblower Protection Policy. Clause 11 of the Whistleblower Protection Policy provides that the Board or its delegated committee will be informed of any material incidents reported under the Policy.

Principles and Recommendations	Comply (Yes / No)	Explanation
(b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.		
Recommendation 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 has an Anti-Bribery and Corruption Policy. Clause 4 of the Anti-Bribery and Corruption Policy provides that all material breaches of the Policy must be reported immediately to the Board.
Principle 4 – Safeguard the integrity of corporate reports. *A listed entity should have appropriate processes to verify the integrity of its corporate reports.*		
Recommendation 4.1 The board of a listed entity should: (a) have an audit committee which: (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: (iii) the charter of the committee;	Partly	The Company has established an Audit and Risk Management Committee (**ARC**) which is governed by the ARC Charter which sets out its roles and responsibilities. Clause 2(a) of the ARC Charter provides that given the current size and composition of the Board and the nature and scope of the operations of the Company, upon listing on the ASX the Board will perform the role of the ARC. (i) The ARC, whilst not made up entirely of non-executive directors, is made up of four directors: Luke Reinehr, Graeme Sloan, Paul Adams, John Leddy and Simon Coyle (ii) The ARC is not chaired by the chair of the Board (iii) The charter of the ARC is disclosed and available on the Company's website (iv) All director's qualifications and experience are detailed in the Prospectus dated 03 November 2023 issued by the Company (**Prospectus**) and will be included in the Company's annual report.

Principles and Recommendations	Comply (Yes / No)	Explanation
(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 (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.		(v) The ARC Charter states the ARC must meet at least twice a year, namely to approve the audited financial statements as required under the ASX Listing Rules. The number of times they meet and individual attendance will be disclosed in the Annual Report. (vi) The ARC is responsible for the selection, appointment and rotation of its external auditor. Candidates for the position of external auditor must demonstrate independence from the Company and will be selected based on criteria relevant to the Company's business and circumstances. The performance of the external auditor is reviewed on an annual basis by the ARC and any recommendations are made to the Board. The external auditor, the Managing Director and the Chief Financial Officer, are invited to ARC meetings at the discretion of the ARC
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 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	Clause 6 of the ARC Charter provides that the ARC will review the Company's financial statements with management and its external auditor before providing their recommendation to the Board with regard to approval of the statements. The ARC is also responsible for ensuring that appropriate processes are in place to form the basis upon which the persons performing the function of Chief Executive Officer and Chief Financial Officer provide the recommended declarations in relation to the Company's financial statements.
Recommendation 4.3	Yes	Clauses 4 and 6 of the ARC Charter provides the process for the ARC to prepare and present financial statements and reports.

Principles and Recommendations	Comply (Yes / No)	Explanation
A listed entity should disclose its process to verify the integrity of any periodic corporate report it releases to the market that is not audited or reviewed by an external auditor.		
Principle 5 – Make timely and balanced disclosure. *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.*		
Recommendation 5.1 A listed entity should have a written policy for complying with its continuous disclosure obligations under the listing rule 3.1.	Yes	(a) The Company has adopted a Disclosure Policy, (b) The Policy is disclosed on the Company's website.
Recommendation 5.2 A listed entity should ensure that its Board receives copies of all material market announcements promptly after they have been made.	Yes	Clause 4 of the Disclosure Policy notes that the Board will be provided with copies of all material market announcements promptly after they have been made.
Recommendation 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	Clause 9 of the Disclosure Policy provides that a copy of any new and substantive investor or analyst presentation must be released to ASX prior to the presentation being made.

Principles and Recommendations	Comply (Yes / No)	Explanation
Principle 6 – Respect the rights of security holders. *A listed entity should provide its security holders with appropriate information and facilities to allow them to exercise their rights as security holders effectively.*		
Recommendation 6.1 A listed entity should provide information about itself and its governance to investors via its website.	Yes	The Company will provide information about itself and its governance on its website pursuant to its Shareholder Communication Policy.
Recommendation 6.2 A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.	Yes	The Company's Shareholder Communication Policy provides for an investor relations program which actively encourages two-way communication: • through the Company's AGM, where Shareholder participation is actively encouraged and facilitated; and • by providing Shareholders with information via the investor section of the Company's website and the option to receive email communications and send email communications directly to the Company and to the Company's share registry.
Recommendation 6.3 A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	Yes	The Company will disclose a copy of its Shareholder Communication Policy on its website.
Recommendation 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	Clause 6 of the Company's Shareholder Communication Policy provides that the Company will ensure that all substantive resolutions at a meeting of shareholders are decided by a poll rather than by a show of hands.
Recommendation 6.5 A listed entity should give security holders the option to receive communications from, and send	Yes	The Company's Shareholder Communication Policy provides securityholders the option to receive email communications and send email communications directly to the Company and to the Company's share registry.

Principles and Recommendations	Comply (Yes / No)	Explanation
communications to, the entity and its security registry electronically.		
Principle 7 - Recognise and manage risk. *A listed entity should establish a sound risk management framework and periodically review the effectiveness of that framework*		
Recommendation 7.1 The board of a listed entity should: (a) have a committee or committees to oversee risk, each of which: (i) has at least three members, a majority of whom are independent directors; and (ii) is chaired by an independent director, and disclose (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 (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.	Partly	Given the current size and composition of the Board and/or nature and scope of the operations of the Company, upon listing on the ASX the Board will perform the role of the ARC and be responsible for overseeing the risk framework and appetite of the Company. The Company has established an ARC which is governed by the ARC Charter which sets out its roles and responsibilities. Clause 2(a) of the ARC Charter provides that given the current size and composition of the Board and/or nature and scope of the operations of the Company, upon listing on the ASX the Board will perform the role of the ARC. The ARC Charter will be disclosed on the Company's website. Clause 3(a) of the ARC Charter provides that the ARC must meet at least two times annually or as frequently as is required to undertake its role effectively. The members of the ARC are Luke Reinehr, Graeme Sloan, Paul Adams, John Leddy and Simon Coyle. The Company will, at the end of each reporting period, disclose in its annual report the number of times the ARC met throughout the period and the individual attendances of the members at those meetings is to be disclosed. The Company will, at the end of each reporting period, disclose in its annual report the number of times the ARC met throughout the period and the individual attendances of the members at those meetings is to be disclosed.

Principles and Recommendations	Comply (Yes / No)	Explanation
Recommendation 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	(a) Clause 7 of the ARC Charter provides that the ARC, or in their absence the Board, is responsible for reviewing the risk framework of the Company at least annually to satisfy itself that it continues to be sound and is operating with due regard to the risk appetite set by the Board. (b) At the conclusion of each reporting period the Company will disclose whether such a review has taken place.
Recommendation 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 risk management and internal control processes.	Yes	Clause 7 of the ARC Charter provides that the ARC is responsible for reviewing and reporting to the Board (at least annually) on the effectiveness of the Company's internal control; and reviewing and reporting to the Board (at least annually) on the effectiveness of internal systems and process for identifying, managing and monitoring material business risks. Clause 4 of the ARC Charter provides that the ARC is also required to manage audit arrangements and auditor independence, including considering whether an internal audit function is required, and if not, ensuring that the Company discloses the processes it employs to evaluate and improve its risk management and internal control processes.
Recommendation 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.	Yes	The Company will 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.

Principles and Recommendations	Comply (Yes / No)	Explanation
Principle 8 – Remunerate fairly and responsibly. *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.*		
Recommendation 8.1 The board of a listed entity should: (a) have a remuneration committee which: (i) has at least three members, a majority of whom are independent directors; and (ii) is chaired by an independent director. And disclose: (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 (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.	Partly	The Board has established a separate Remuneration and Nomination Committee. The Board has adopted a Remuneration and Nomination Committee Charter which sets out the RNC's roles and responsibilities. Simon Coyle is the Chair of the RNC, who is an independent non executive Director. The Company undertakes to: i) Disclose the RNC Charter and have it accessible on the Company's website. ii) The members of the RNC are Simon Coyle (Chair), Paul Adams and John Leddy. The membership of the committee will also be disclosed in the annual report. iii) At the end of each reporting period the Company will disclose in its annual report the number of times the RNC met throughout the period and the individual attendances of the members at those meetings is to be disclosed.

Principles and Recommendations	Comply (Yes / No)	Explanation
Recommendation 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	Clause 2(b) of the Board Charter and Clause 4(a) of the RNC Charter provide for the evaluation and approval by the Board (with the assistance of the Remuneration and Nomination Committee) of the remuneration packages of non-executive directors, executive directors and other senior executives (including in relation to the administration of short-term and long-term incentive plans and engagement of external remuneration consultants). The remuneration of any executive director will be decided by the Board, without the affected executive director participating in that decision-making process. In addition, subject to any necessary regulatory or Shareholder approvals, a director may be paid fees or other amounts as the directors determine where a director performs special duties or otherwise performs services outside the scope of the ordinary duties of a director. Directors are also entitled to be paid reasonable travel and other expenses incurred by them in the course of the performance of their duties as directors. Details of the Company's remuneration policies and practices for non-executive directors, executive directors and senior management will be disclosed in the Prospectus and in the Company's future annual reports.
Recommendation 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	(a) Clause 4.2 of the Securities Trading Policy prohibits directors and senior management (and their associated investment vehicles) from trading in financial products that limit the economic risk of security holdings (eg hedging arrangements). (b) The Securities Trading Policy is available on the Company's website.
Principle 9 – Additional recommendation that apply only in certain cases. *The following additional recommendations apply to the entities described within them.*		
Recommendation 9.1 A listed entity with a director who does not speak the language in which board or security holder	N/A	

Principles and Recommendations	Comply (Yes / No)	Explanation
meetings are held or key corporate documents are written should be disclosed the processes it had in place to ensure the director understands and can contribute to the discussion at those meetings and understands and can discharge their obligations in relation to those documents.		
Recommendation 9.2 A listed entity established outside Australia should ensure that meetings of security holders are held at a reasonable place and time.	N/A	
Recommendation 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.	N/A	The Company was established in Australia and is not an externally managed listed entity and this recommendation is therefore not applicable.

Attachment A – Board Skills Matrix

Kali Metals Limited Board Skills Matrix		Skills, Experience, and Expertise													Diversity		
									Industry			Finance					
Name	Position	Independent (state 'Y' or 'N')	Strategy	Corporate Governance	Risk & Compliance	Legal	Health/Safety/Environment	Investor/Public Relations	Geological/Minerals	Mining/Engineering/ Metallurgy	Commercial/Operational	Financial/Accounting	Capital Markets	Mergers & Acquisitions	Ethnicity	Age	Gender
Board of Directors																	
Luke Reinehr	Non-Executive Chairman	N	3	2	3	3	2	3	2	2	3	3	2	2	C	62	M
Graeme Sloan	Managing Director	N	3	3	3	2	3	3	3	3	3	2	2	2	C	69	M
Paul Adams	Non-Executive Director	N	2	2	2	2	2	3	3	3	2	2	3	3	C	59	M
John Leddy	Non-Executive Director	N	3	3	3	3	1	2	1	1	1	2	3	3	C	55	M
Simon Coyle	Non-Executive Director	Y	2	0	1	0	2	0	1	3	3	1	0	0	C	42	M

Skills Ratings:

3 High level of skill, professional experience or expertise

2 Competent level of skills, professional experience or expertise

1 Developing level of skill, professional experience or expertise

0 No skill, professional experience or expertise