

# Appendix 4G

## Key to Disclosures

### Corporate Governance Council Principles and Recommendations

Name of entity

iSignthis Limited

ABN/ARBN

075419715

Financial year ended:

31 December 2021

Our corporate governance statement<sup>1</sup> for the period above can be found at:<sup>2</sup>

- These pages of our annual report:
- This URL on our website: [www.isignthis.com/investors](http://www.isignthis.com/investors)

The Corporate Governance Statement is accurate and up to date as at 31 March 2021 and has been approved by the board.

The annexure includes a key to where our corporate governance disclosures can be located.<sup>3</sup>

Date: 31 March 2022

Name of authorised officer authorising lodgement: Elizabeth Warrell, Company Secretary

<sup>1</sup> "Corporate governance statement" is defined in Listing Rule 19.12 to mean the statement referred to in Listing Rule 4.10.3 which discloses the extent to which an entity has followed the recommendations set by the ASX Corporate Governance Council during a particular reporting period.

Listing Rule 4.10.3 requires an entity that is included in the official list as an ASX Listing to include in its annual report either a corporate governance statement that meets the requirements of that rule or the URL of the page on its website where such a statement is located. The corporate governance statement must disclose the extent to which the entity has followed the recommendations set by the ASX Corporate Governance Council during the reporting period. If the entity has not followed a recommendation for any part of the reporting period, its corporate governance statement must separately identify that recommendation and the period during which it was not followed and state its reasons for not following the recommendation and what (if any) alternative governance practices it adopted in lieu of the recommendation during that period.

Under Listing Rule 4.7.4, if an entity chooses to include its corporate governance statement on its website rather than in its annual report, it must lodge a copy of the corporate governance statement with ASX at the same time as it lodges its annual report with ASX. The corporate governance statement must be current as at the effective date specified in that statement for the purposes of Listing Rule 4.10.3.

Under Listing Rule 4.7.3, an entity must also lodge with ASX a completed Appendix 4G at the same time as it lodges its annual report with ASX. The Appendix 4G serves a dual purpose. It acts as a key designed to assist readers to locate the governance disclosures made by a listed entity under Listing Rule 4.10.3 and under the ASX Corporate Governance Council's recommendations. It also acts as a verification tool for listed entities to confirm that they have met the disclosure requirements of Listing Rule 4.10.3.

The Appendix 4G is not a substitute for, and is not to be confused with, the entity's corporate governance statement. They serve different purposes and an entity must produce each of them separately.

<sup>2</sup> Tick whichever option is correct and then complete the page number(s) of the annual report, or the URL of the web page, where your corporate governance statement can be found. You can, if you wish, delete the option which is not applicable.

<sup>3</sup> Throughout this form, where you are given two or more options to select, you can, if you wish, delete any option which is not applicable and just retain the option that is applicable. If you select an option that includes "OR" at the end of the selection and you delete the other options, you can also, if you wish, delete the "OR" at the end of the selection.

See notes 4 and 5 below for further instructions on how to complete this form.

## ANNEXURE – KEY TO CORPORATE GOVERNANCE DISCLOSURES

Corporate Governance Council recommendation		Where a box below is ticked, <sup>4</sup> we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: <sup>5</sup>
<b>PRINCIPLE 1 – LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT</b>			
1.1	A listed entity should have and disclose a board charter setting out: (a) the respective roles and responsibilities of its board and management; and (b) those matters expressly reserved to the board and those delegated to management.	<input checked="" type="checkbox"/> and we have disclosed a copy of our board charter at: <a href="https://www.isignthis.com/investors">https://www.isignthis.com/investors</a>	
1.2	A listed entity should: (a) undertake appropriate checks before appointing a director or senior executive or putting someone forward for election as a director; and (b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.	<input checked="" type="checkbox"/> The Company has a Fit and Proper Policy which has been approved by APRA and covers Directors. Upon nomination the Company will 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.	
1.3	A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	<input checked="" type="checkbox"/> The Company confirms that it has entered into written agreements with each director and senior executive.	
1.4	The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.	<input checked="" type="checkbox"/> Refer to Section 1.5 of the Company's Board Charter (available at the Board Charter link at Corporate Governance – Charters at <a href="https://www.isignthis.com/investors">https://www.isignthis.com/investors</a> ) for further detail.	

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

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

## Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation	Where a box below is ticked, <sup>4</sup> we have followed the recommendation <b>in full</b> for the <b>whole</b> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have <b>NOT</b> followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: <sup>5</sup>									
<p>1.5 A listed entity should:</p> <p>(a) have and disclose a diversity policy;</p> <p>(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</p> <p>(c) disclose in relation to each reporting period:</p> <p>(1) the measurable objectives set for that period to achieve gender diversity;</p> <p>(2) the entity's progress towards achieving those objectives; and</p> <p>(3) either:</p> <p>(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</p> <p>(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.</p> <p>If the entity was in the S&amp;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><input checked="" type="checkbox"/> set out in our Corporate Governance Statement</p> <p>The Company has established a diversity policy which covers factors such as gender, race, ethnicity, disability, age, sexual orientation, gender identity, marital or family status, religious or cultural background. The diversity policy objectives include encouraging diversity in employment, and in the composition of its Board, as a means of ensuring the Company has an appropriate mix of skills and talent to conduct its business and strives to achieve the Company's goals.</p> <p>The Board made a decision not to set a measurable objectives for achieving gender diversity in the composition of its board, senior executives and workforce generally until the Company is of a suitable size.</p> <p>Refer to the Company's Diversity Policy (available at the following link at Corporate Governance – Policies &amp; Procedures at <a href="https://www.isignthis.com/investors">https://www.isignthis.com/investors</a> ) for further detail.</p> <p>The proportion of women on the board, women in senior executive positions and women employees in the whole organisation as at reporting date was as follows:</p> <table border="1" data-bbox="1487 938 1968 1129"> <thead> <tr> <th></th> <th>No. of Women</th> <th>% of Women</th> </tr> </thead> <tbody> <tr> <td>Board</td> <td>0</td> <td>0%</td> </tr> <tr> <td>Senior Executive Positions</td> <td>1</td> <td>50%</td> </tr> </tbody> </table>		No. of Women	% of Women	Board	0	0%	Senior Executive Positions	1	50%
	No. of Women	% of Women									
Board	0	0%									
Senior Executive Positions	1	50%									

1.6	<p>A listed entity should:</p> <p>(a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and</p> <p>(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.</p>	<p><input checked="" type="checkbox"/></p> <p>a. The Company has a Performance Evaluations Policy, which details the performance evaluation process for the Board, its committees and individual directors. The Policies are detailed below.</p> <p><b>Board Evaluation Policy</b></p> <p>A process has been established to review and evaluate the performance of the Board. The review process includes a confidential survey examining ways in which the Board can better perform its duties. A report summarising the results of the survey is presented to the Board for discussion at a Board meeting.</p> <p>The method and scope of the performance evaluation will be set by the Board and may include a Board self-assessment checklist to be completed by each Director. The Board may also use an independent adviser to assist in the review.</p> <p><b>Committees</b></p> <p>Similar procedures to those for the Board review are applied to evaluate the performance of the Board committees, if any.</p> <p>An assessment will be made of the performance of any committee against each charter and areas identified where improvements can be made.</p> <p><b>Non-executive directors</b></p> <p>The Chairman will have primary responsibility for conducting performance appraisals of Non-Executive Directors in conjunction with each Non-Executive Director, having particular regard to;</p> <ul style="list-style-type: none"> <li>• contribution to Board discussion and function;</li> <li>• degree of independence including relevance of any conflicts of interest;</li> <li>• availability for, and attendance at, Board meetings and other relevant events;</li> <li>• contribution to Company strategy;</li> <li>• membership of, and contribution to, any Board committees; and</li> <li>• suitability to Board structure and composition.</li> </ul> <p>Where the Chairman, following a performance appraisal, considers that action must be taken in relation to a director's</p>	
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	<p>performance, the Chairman must consult with the remainder of the Board regarding whether a director should be counselled to resign, not seek re-election, or in exceptional circumstances, whether a resolution for the removal of a Director be put to shareholders.</p> <p><b>Managing Director / Executive Chairman</b></p> <p>The Board will annually review the performance of the Managing Director or Executive Chairman as appropriate. At the commencement of each financial year, the Board and the Managing Director/Executive Chairman will agree a set of general Company specific performance measures to be used in the review of the forthcoming year.</p> <p>(b) A review of the Board, Committees, individual directors and the Managing Director was completed for 2021.</p>	
<p>1.7 A listed entity should:</p> <p>(a) have and disclose a process for evaluating the performance of its senior executives at least once every reporting period; and</p> <p>(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.</p>	<p><input checked="" type="checkbox"/></p> <p>a. The Company has a Performance Evaluations Policy, which details the performance evaluation process for senior executives. The Policy is detailed below.</p> <p>Senior Executive Evaluation Policy</p> <p>The Managing Director/Executive Chairman is responsible for assessing the performance of the key executives within the Company. This is to be performed through a formal process involving an annual formal meeting with each senior executive and ongoing informal monitoring throughout each financial year. The basis of evaluation of senior executives will be a set of agreed performance measures.</p> <p>b. The Managing Director undertook a review of the senior executives during the for the year. The review compared the performance of each senior executive against set duties and indicators per their employment agreements as well as the overall performance of the company and its results.</p>	

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PRINCIPLE 2 - STRUCTURE THE BOARD TO BE EFFECTIVE AND ADD VALUE			
2.1	<p>The board of a listed entity should:</p> <p>(a) have a nomination 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 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.</p>	<p><input checked="" type="checkbox"/></p> <p>(b) A Nomination Committee has not been established. Due to the size of the Company and its Board, the Board does not consider it necessary to establish a Nomination Committee. The Board will fulfil the roles and responsibilities in relation to nomination.</p> <p>The Chairman reviews board succession issues and the skills of the Board, versus future required skills, 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.</p> <p>Refer to the Company's Board Charter (available at the Nomination Charter link at Corporate Governance – Charters at <a href="https://www.isignthis.com/investors">https://www.isignthis.com/investors</a> ) for further detail.</p> <p>During the period that the Company does not have an Nomination Committee, the Company will disclose that fact and address the matters contained by Recommendation 2.1(b) in its annual reports.</p>	

Key to Disclosures Corporate Governance Council Principles and Recommendations

2.2	A listed entity should have and disclose a board skills matrix setting out the mix of skills that the board currently has or is looking to achieve in its membership.	<p><input checked="" type="checkbox"/> and we have disclosed our board skills matrix below:</p> <table border="1"> <thead> <tr> <th>Requirement</th> <th>Directors Expertise</th> <th>Snr Executive Expertise</th> </tr> </thead> <tbody> <tr> <td>ASX Rules (&gt; 2 years)</td> <td>TH, SM, BEW</td> <td>TH, EW</td> </tr> <tr> <td>Corporate Governance</td> <td>TH, SM, BEW</td> <td>EW</td> </tr> <tr> <td>CEO Experience</td> <td>TH, BEW</td> <td>TH</td> </tr> <tr> <td>Industry/Sector Experience</td> <td>BEW</td> <td>EW</td> </tr> <tr> <td>Independence</td> <td>TH, SM, BEW</td> <td>EW</td> </tr> <tr> <td>Residency (in AU)</td> <td>TH, SM, BEW</td> <td>EW</td> </tr> <tr> <td>Accounting / Economics/ Financial Literacy</td> <td>SM, BEW, TH</td> <td>EW</td> </tr> <tr> <td>AntiMoney Laundering</td> <td>BEW</td> <td>External Advisors used as required</td> </tr> <tr> <td>Information Technology</td> <td>SM, TH</td> <td>External Advisors used as required</td> </tr> <tr> <td>CyberSecurity</td> <td></td> <td>External Advisors used as required</td> </tr> <tr> <td>Compliance / Regulatory</td> <td>BEW</td> <td>EW</td> </tr> <tr> <td>Legal / Privacy</td> <td>SM</td> <td>Inhouse counsel plus external counsel</td> </tr> <tr> <td>HR Management</td> <td>TH</td> <td>External Advisors used as required</td> </tr> <tr> <td>Banking Executive Experience</td> <td>BEW</td> <td>EW</td> </tr> <tr> <td>Strategy Development &amp; Execution</td> <td>TH</td> <td>TH</td> </tr> <tr> <td>Risk Evaluation and Mitigation</td> <td>BEW</td> <td>External Advisors used as required</td> </tr> <tr> <td>Marketing / Sales</td> <td>TH</td> <td>TH</td> </tr> </tbody> </table>	Requirement	Directors Expertise	Snr Executive Expertise	ASX Rules (> 2 years)	TH, SM, BEW	TH, EW	Corporate Governance	TH, SM, BEW	EW	CEO Experience	TH, BEW	TH	Industry/Sector Experience	BEW	EW	Independence	TH, SM, BEW	EW	Residency (in AU)	TH, SM, BEW	EW	Accounting / Economics/ Financial Literacy	SM, BEW, TH	EW	AntiMoney Laundering	BEW	External Advisors used as required	Information Technology	SM, TH	External Advisors used as required	CyberSecurity		External Advisors used as required	Compliance / Regulatory	BEW	EW	Legal / Privacy	SM	Inhouse counsel plus external counsel	HR Management	TH	External Advisors used as required	Banking Executive Experience	BEW	EW	Strategy Development & Execution	TH	TH	Risk Evaluation and Mitigation	BEW	External Advisors used as required	Marketing / Sales	TH	TH	
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	<table border="1" data-bbox="853 300 1451 339"> <tr> <td data-bbox="853 300 1070 339">Capital Raising &amp; Markets</td> <td data-bbox="1070 300 1240 339">BEW, TH</td> <td data-bbox="1240 300 1451 339">EW</td> </tr> </table> <p data-bbox="853 387 1167 579">Key : Directors TH = Timothy J Hart, SM=Scott W Minehane BEW = Barnaby Egerton Warburton Senior Executives EW = Elizabeth Warrell</p>	Capital Raising & Markets	BEW, TH	EW	
Capital Raising & Markets	BEW, TH	EW			
<p data-bbox="163 619 528 643">2.3 A listed entity should disclose:</p> <p data-bbox="264 655 813 703">(a) the names of the directors considered by the board to be independent directors;</p> <p data-bbox="264 719 813 879">(b) if a director has an interest, position, affiliation or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position or relationship in question and an explanation of why the board is of that opinion; and</p> <p data-bbox="264 895 640 919">(c) the length of service of each director.</p>	<p data-bbox="853 624 875 647"><input checked="" type="checkbox"/></p> <p data-bbox="853 663 1424 775">(a) The Board consists of three Directors, two of which (being Scott Minehane and Barnaby Egerton-Warburton) are independent non-executive directors.</p> <p data-bbox="853 799 1458 1062">(b) The Board considers each independent non-executive director to be independent having regard to the indicia in Box 2.3 in the ASX Recommendations. The Board considers that Scott Minehane and Barnaby Egerton-Warburton are otherwise free from any business or other relationship that could materially interfere with, or reasonably be perceived to interfere with, the independent exercise of their judgement, and that each of these Directors is able to fulfil the role of independent Director for the purposes of the ASX Recommendations.</p> <p data-bbox="853 1086 1447 1166">The other Director, Timothy Hart is currently considered by the Board to not be independent on the basis that he is also engaged in an executive chairman role.</p> <p data-bbox="853 1190 1323 1246">(c) The length of service of each director is set out below:</p> <ul data-bbox="898 1262 1402 1350" style="list-style-type: none"> <li>• Timothy Hart – 7 years and 3 months</li> <li>• Scott Minehane – 7 years and 3 months</li> <li>• Barnaby Egerton-Warburton – 7 years and 3 months</li> </ul>				



## Key to Disclosures Corporate Governance Council Principles and Recommendations

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2.4	A majority of the board of a listed entity should be independent directors.	<input checked="" type="checkbox"/>  As noted above in Recommendation 2.3, the Board is composed of a majority of independent directors.	
2.5	The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.		<input checked="" type="checkbox"/>  On 28 December 2021, the Board appointed Timothy Hart and the Executive Chairman. Timothy Hart is currently considered by the Board to not be independent on the basis that he is also engaged in an executive chairman role.
2.6	A listed entity should have a program for inducting new directors and for periodically reviewing whether there is a need for existing directors to undertake professional development to maintain the skills and knowledge needed to perform their role as directors effectively.	<input checked="" type="checkbox"/>  The entity has a program for inducting new directors and supports current directors to provide appropriate professional development opportunities.	
<b>PRINCIPLE 3 – INSTIL A CULTURE OF ACTING LAWFULLY, ETHICALLY AND RESPONSIBLY</b>			
3.1	A listed entity should articulate and disclose its values.		<input checked="" type="checkbox"/> set out in our Corporate Governance Statement Due to the relatively small size of the Company, it has yet to formally articulate its values.
3.2	A listed entity should: (a) have and disclose a code of conduct for its directors, senior executives and employees; and (b) ensure that the board or a committee of the board is informed of any material breaches of that code.	<input checked="" type="checkbox"/> and we have disclosed our code of conduct at: <a href="https://www.isignthis.com/investors">https://www.isignthis.com/investors</a>	
3.3	A listed entity should: (a) have and disclose a whistleblower policy; and (b) ensure that the board or a committee of the board is informed of any material incidents reported under that policy.	<input checked="" type="checkbox"/> and we have disclosed our whistleblower policy at: <a href="https://www.isignthis.com/investors">https://www.isignthis.com/investors</a>	
3.4	A listed entity should: (a) have and disclose an anti-bribery and corruption policy; and (b) ensure that the board or committee of the board is informed of any material breaches of that policy.	<input checked="" type="checkbox"/> and we have disclosed our anti-bribery and corruption policy at: <a href="https://www.isignthis.com/investors">https://www.isignthis.com/investors</a>	

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<b>PRINCIPLE 4 – SAFEGUARD THE INTEGRITY OF CORPORATE REPORTS</b>		
4.1	<p>The board of a listed entity should:</p> <p>(a) have an audit committee which:</p> <p>(1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and</p> <p>(2) is chaired by an independent director, who is not the chair of the board,</p> <p>and disclose:</p> <p>(3) the charter of the committee;</p> <p>(4) the relevant qualifications and experience of the members of the committee; and</p> <p>(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</p> <p>(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.</p>	<p><input checked="" type="checkbox"/></p> <p>The Company has disclosed a copy of the charter of the committee at: <a href="https://www.isignthis.com/investors">https://www.isignthis.com/investors</a></p> <p>The members of the Audit Committee has two independent non-executive directors, Scott Minehane and Barnaby Egerton-Warburton, with the third member being the Executive Chairman, Timothy Hart who is not considered independant.</p> <p>The Audit Committee is chaired by Mr Scott Minehane who is an independent Non-executive Director and who is not the chair of the Board.</p> <p>Refer to Directors Report included in the Company's 2021 Annual Report for qualifications of Directors.</p> <p>The Audit Committee has met four times during the financial year.</p>
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>	<p><input checked="" type="checkbox"/></p> <p>A decision by the Board to approve the Company's financial statements for a financial period is subject to receipt, from its Chief Executive Officer and Chief Financial Officer and Company Secretary, of a declaration in accordance with section 295A of the Corporations Act and ASX Recommendation 4.2.</p> <p>Refer to the Company's Board Charter (available at the Board Charter link at Corporate Governance – Charters at <a href="https://www.isignthis.com/investors">https://www.isignthis.com/investors</a>) for further detail.</p>

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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.		<input checked="" type="checkbox"/> N/A The Company doesn't disclose any periodic corporate reports, other than the Half Year and Annual Report, both of which are audited or reviewed by external auditors.
<b>PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE</b>			
5.1	A listed entity should have and disclose a written policy for complying with its continuous disclosure obligations under listing rule 3.1.	<input checked="" type="checkbox"/> The Company has adopted a continuous disclosure policy which establishes processes and procedures designed to ensure that Directors and management are aware of and fulfil their obligations in relation to the timely disclosure of material price-sensitive information. Under the disclosure policy, the Board will be responsible for managing the Company's compliance with its continuous disclosure obligations.  For further detail refer to the Company's Continuous Disclosure Policy (available at the Continuous Disclosure Policy link at Corporate Governance – Policies & Procedures at <a href="https://www.isignthis.com/investors">https://www.isignthis.com/investors</a> ).	
5.2	A listed entity should ensure that its board receives copies of all material market announcements promptly after they have been made.	<input checked="" type="checkbox"/> The Board receive copies of all market announcements promptly after they have been disclosed.	
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.	<input checked="" type="checkbox"/> The Company releases any new and substantive investor or analyst presentations to the ASX Market Announcements Platform ahead of the presentation.	
<b>PRINCIPLE 6 – RESPECT THE RIGHTS OF SECURITY HOLDERS</b>			
6.1	A listed entity should provide information about itself and its governance to investors via its website.	<input checked="" type="checkbox"/> and we have disclosed information about us and our governance on our website at: <a href="https://www.isignthis.com/investors">https://www.isignthis.com/investors</a>	

## Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, <sup>4</sup> we have followed the recommendation <b>in full</b> for the <b>whole</b> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: <sup>5</sup>
6.2	A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	<input checked="" type="checkbox"/> For further detail refer to the Company's Shareholder Communications Policy (available at the Shareholder Communications Policy link at Corporate Governance – Policies & Procedures at <a href="https://www.isignthis.com/investors">https://www.isignthis.com/investors</a> ).	
6.3	A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	<input checked="" type="checkbox"/> and we have disclosed how we facilitate and encourage participation at meetings of security holders within the Company's Shareholder Communications Policy (available at the Shareholder Communications Policy link at Corporate Governance – Policies & Procedures at <a href="https://www.isignthis.com/investors">https://www.isignthis.com/investors</a> ).	
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.	<input checked="" type="checkbox"/> All substantive resolutions at a meeting of security holders of the Company are decided by a poll.	
6.5	A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	<input checked="" type="checkbox"/> For further detail refer to the Company's Shareholder Communications Policy (available at the Shareholder Communications Policy link at Corporate Governance – Policies & Procedures at <a href="https://www.isignthis.com/investors">https://www.isignthis.com/investors</a> ).	

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<b>PRINCIPLE 7 – RECOGNISE AND MANAGE RISK</b>			
7.1	<p>The board of a listed entity should:</p> <p>(a) have a committee or committees to oversee risk, each of 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 risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.</p>	<p><input checked="" type="checkbox"/></p> <p>The Company complies with 7.1 (a) and has disclosed a copy of the charter of the committee at: <a href="https://www.isignthis.com/investors">https://www.isignthis.com/investors</a> (see the Risk Committee Charter link at Corporate Governance – Charters)</p> <p>and the information referred to in paragraphs (4) and (5) below:</p> <p>The members of the risk committee are Scott Minehane, Timothy Hart and Barnaby Egerton-Warburton. The risk committee is chaired by Mr Scott Minehane who is an independent Non-executive Director and who is not the chair of the Board.</p> <p>Refer to Directors Report included in the Company's 2021 Annual Report for qualifications of Directors.</p> <p>The risk Committee has met twice during the financial year.</p>	
7.2	<p>The board or a committee of the board should:</p> <p>(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</p> <p>(b) disclose, in relation to each reporting period, whether such a review has taken place.</p>	<p><input checked="" type="checkbox"/></p> <p>The Company annually reviews its risk management framework to establish an effective and efficient system for:</p> <p>(i) identifying, assessing, monitoring and managing risk; and</p> <p>(ii) disclosing any material change to the Group's risk profile.</p> <p>A review of the risk management framework was undertaken in 2021.</p>	

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Corporate Governance Council recommendation		Where a box below is ticked, <sup>4</sup> we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: <sup>5</sup>
7.3	<p>A listed entity should disclose:</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 governance, risk management and internal control processes.</p>		<p><input checked="" type="checkbox"/></p> <p>The Company complied with 7.3 (a), until the demerger of ISX Financial EU Plc on 18<sup>th</sup> October 2021.</p> <p>The Company had appointed several independent auditors as the internal auditors of the Company including:</p> <ul style="list-style-type: none"> <li>• The internal auditors who audit compliance with regulatory policy and procedures including prudential regulations and policies such as governance, risk, security, whistleblowing, anti-bribery and anti corruption; and</li> <li>• Separate external auditors to audit internal compliance with PCIDSS, ISO27001 and APRA's CPS234.</li> </ul> <p>Post the demerger, the company doesn't have an internal audit function, which is considered reasonable given the current size of the Company's operations.</p>
7.4	<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>	<p><input checked="" type="checkbox"/></p> <p>The Company discloses its material risks, including any material exposure to environmental and social risks within the Company's Annual Report. Refer to Directors Report included in the Company's 2021 Annual Report for material risks to the Company and how those risks are managed.</p>	

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<b>PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY</b>			
8.1	<p>The board of a listed entity should:</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 appropriate and not excessive.</p>		<p><input checked="" type="checkbox"/></p> <p>The Company has disclosed a copy of the charter of the committee at:</p> <p><a href="https://www.isignthis.com/investors">https://www.isignthis.com/investors</a> (via Remuneration Committee Charter link at Corporate Governance – Charters).</p> <p>The Remuneration Committee is chaired by Mr Tim Hart who is the Executive Chairman and is not considered independent.</p> <p>and the information referred to in paragraphs (4) and (5) below:</p> <p>The members of the Remuneration Committee are Timothy Hart, Scott Minehane and Barnaby Egerton-Warburton.</p> <p>The remuneration committee met twice during the financial year.</p>
8.2	<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>	<p><input checked="" type="checkbox"/></p> <p>Separate disclosure regarding the remuneration of the Company's directors (executive and non-executive) is disclosed in the Company's Annual report, as lodged with the ASX and issued to shareholders.</p> <p>A copy of the latest Annual Report containing this disclosure can be accessed on the Company's website through the following link at <a href="https://www.isignthis.com/investors">https://www.isignthis.com/investors</a> via Reports &amp; Research - Reports.</p>	

## Key to Disclosures Corporate Governance Council Principles and Recommendations

Corporate Governance Council recommendation		Where a box below is ticked, <sup>4</sup> we have followed the recommendation <u>in full</u> for the <u>whole</u> of the period above. We have disclosed this in our Corporate Governance Statement:	Where a box below is ticked, we have NOT followed the recommendation in full for the whole of the period above. Our reasons for not doing so are: <sup>5</sup>
8.3	<p>A listed entity which has an equity-based remuneration scheme should:</p> <p>(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</p> <p>(b) disclose that policy or a summary of it.</p>	<p><input checked="" type="checkbox"/></p> <p>Under the Company's securities trading policy, employees are prohibited from using derivatives in a way which would have the effect of providing a greater benefit than would otherwise have been realised in respect of any unvested incentive securities in the Company granted to that participant. Further, all employees are prohibited from entering into margin loan arrangements to fund the acquisition of any of the Company's securities or from entering into arrangements where by their securities in the Company are used as collateral.</p> <p>For further detail refer the Company's Securities Trading Policy (available at the Securities Trading Policy link at Corporate Governance – Policies &amp; Procedures at <a href="https://www.isignthis.com/investors">https://www.isignthis.com/investors</a> ).</p>	