

# Corporate Governance Policy

## Policy Statement

CS Energy will establish and maintain an effective corporate governance framework, including subsidiary companies in accordance with relevant legislative and published principles. This framework will be conducted and reviewed regularly to ensure that CS Energy is continuously acting in accordance with acceptable corporate governance practices.

## Objectives

- To have good corporate governance principles recognised as an integral component of CS Energy Board and management activities and decision-making.
- Have good corporate governance principles integrated into CS Energy's organisational philosophies, culture, practices and business plans.
- Recognise that corporate governance is a component of director's responsibilities and employee work activity and that CS Energy personnel are accountable for risk in their area of responsibility.

## Scope

This policy applies to all CS Energy activities.

## Essential Corporate Governance Principles

The CS Energy Corporate Governance Charter is to be compiled to incorporate recognised principles of good corporate governance and is to address the following\*:

### 1. Lay solid foundations for management and oversight

Recognise and publish the respective roles and responsibilities of board and management and evaluate performance.

### 2. Structure the board to add value

Having regard to the constraints set out under the Government Owned Corporations Act (GOC Act) 1993, seek to have a board of an effective composition, size and commitment to adequately discharge its responsibilities and duties.

### 3. Promote ethical and responsible decision making

Actively promote ethical and responsible decision-making.

### 4. Safeguard integrity in financial reporting

Have a structure to independently verify and safeguard the integrity of the company's financial reporting.

### 5. Make timely and balanced disclosures

Promote timely and balanced disclosure of all material matters concerning the company.

### 6. Respect the rights of shareholders

Respect the rights of shareholders and facilitate the effective exercise of those rights.

### 7. Recognise and manage risk

Establish a sound system of risk oversight and management and internal control.

### 8. Remunerate fairly and responsibly

Having regard to the remuneration requirements of the GOC Act, seek to ensure that the level and composition of remuneration is sufficient and reasonable and that its relationship to corporate and individual performance is defined.

*\*ASX Corporate Governance Council Principles of Good Corporate Governance and Best Practice Recommendations.*

## Responsibility

The CS Energy Board, Chief Executive and Management Team are responsible for ensuring that corporate governance principles are satisfied and the policy implemented. The General Manager Corporate Services is responsible for implementation and review of this Policy.

