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The Board operates an Audit Committee as a Committee of the Board.

1. ROLE

The role of the Audit Committee is to:

- Ensure the reliability and integrity of financial reporting, including statutory financial statements, climate-related disclosures and the application of significant accounting policies;
- Oversee the effective and efficient execution of the external and internal audit;
- Review and oversee financial risk management matters, including the processes applied to identify, manage and report upon significant financial risks;
- Ensure an effective financial compliance regime is in place, including all significant tax and regulatory compliance matters; and
- Review the adequacy and effectiveness of internal controls and related governance.

The responsibilities of the Committee set out in the Charter do not relieve the Board of any of its responsibilities.

2. RESPONSIBILITIES

The Committee will:

Reliability and integrity of financial reporting

- a. ensure accounting records are properly maintained in accordance with statutory requirements, and financial information provided to investors and the Board is accurate and reliable;
- b. monitor compliance with applicable accounting standards and other requirements relating to the preparation and presentation of financial results and climate-related disclosures;
- c. review (in consultation with management and the external auditor) the appropriateness of the accounting principles adopted by management in the composition and presentation of financial reports to determine whether they are appropriate and in accordance with generally accepted practices;
- d. review financial or reporting impacts of changes in accounting standards or other requirements relating to the preparation of financial statements and climate-related disclosures;
- e. review and recommend to the Board the draft annual and interim financial statements;
- f. review and recommend to the Board the annual disclosures regarding the climate-related risks and opportunities that could reasonably be expected to affect the entity's cash flows, its access to finance or cost of capital over the short, medium or long term;
- g. review Management's representations and declarations in regard to preparation of financial statements;

External Audit

- a. review procedures for the selection and appointment of the external auditor and recommend to the Board, as and when appropriate, including the appointment and termination of the external auditor;
- b. review and approve the scope and adequacy of the annual audit programme or audit plan;
- c. review and approve any engagement fees or terms proposed by the external auditor;
- d. review the findings and recommendations of the external auditor;
- e. review the effectiveness of the annual audit and the performance of the external auditor;
- f. review the independence of the external auditor and matters which may lead to an actual or perceived lack of independence such as audit partner rotations and the nature and quantum of non-audit services;
- g. meet with the external auditor without Management present at each Committee meeting;

Financial, Information Technology and Cyber Risk Management

- a. review financial, information technology and cyber security risk management practices in line with the enterprise risk management framework in identifying, monitoring and managing significant financial, information technology and cyber security risks;

Financial and regulatory compliance

- a. ensure an effective compliance regime is in place and review and assess the impact of changing regulatory and reporting obligations;
- b. review the company's tax compliance regime and tax governance practices;

Financial Internal Controls

- a. ensure the system of internal control, which management has established, effectively safeguards the assets of the Company;
- b. review the effectiveness of the governance mechanisms, policies and procedures for the controls relating to financial reporting and financial risks;

Internal Audit

- a. ensure the internal audit function is independent, objective and effective;
- b. review and approve the internal audit strategy and risk-based internal audit plan;
- c. review internal audit reports, findings and recommendations;
- d. periodically assess the performance and effectiveness of the internal audit function;

Insurance

- a. monitor the Company's insurance program, having regard to the Company's business and insurable risks associated with its business;

Resources and Reserves Governance

- a. review the Company's governance processes in relation to the reporting of Mineral Resources and Ore Reserves;
- b. review the qualifications and experience of, and endorse, the Competent Persons with respect to Mineral Resources and Ore Reserves reporting;

Other

- a. such other matters as the Board may refer to the Committee from time to time.

3. COMPOSITION OF THE COMMITTEE

The Audit Committee shall comprise of at least three members of the Board of Directors, all of whom are non-executive, and a majority of whom are independent directors.

The Committee is to be chaired by an independent director, who is not the Chair of the Board.

4. ADMINISTRATION

4.1. Meetings

The Committee will meet approximately four times a year and otherwise as required. Any Committee member or the external auditor may convene a Committee meeting by notice to the Company Secretary.

The external auditor should be given notice of all meetings and have the right to attend and speak.

The CFO will ordinarily be invited to attend Committee meetings. Other Executive management are to attend Committee meetings, or part thereof, as requested by the Chair of the Committee.

The Company Secretary or their designate shall be the secretary of the Committee.

Reasonable notice must be given to every Committee member of every Committee meeting. All Committee members have the right to contribute to the agenda for any Committee meeting.

4.2. Quorum and Voting

A quorum consists of two Committee members. Each member will have one vote. The Chair will not have a casting vote where there is a tied vote. In the case of a tied vote, the motion will lapse.

4.3. Minutes and Reporting

Minutes of all meetings of the Committee are to be kept by the Company Secretary and circulated to the Chair of the Committee. Minutes are to be approved at a subsequent Committee meeting.

The Chair of the Committee is to report to the Board and, as appropriate, make recommendations to the Board after each Committee meeting, concerning matters dealt with by the Committee.

5. AUTHORITY

The Committee is a Committee of the Board and is authorised to perform activities within the scope of its responsibilities as set out in this Charter, or as delegated by the Board, and to make appropriate recommendations to the Board.

The Committee shall have the authority to seek any information it requires from any officer or employee of the Company with an obligation that a response is provided to such enquiries. The Committee may also discuss any issue within its scope directly with internal or external auditors.

The Committee may obtain independent professional advice or engage independent advisers at the Company's expense as considered necessary to assist in fulfilling its relevant duties and responsibilities.

6. COMMITTEE PERFORMANCE

The performance of the Audit Committee will be assessed by the Board at least every two years.

The Committee will review this Charter every two years.

TABLE 1: DOCUMENT REVISION

| Revision | Date | Change Details | Change Approved By |
|----------|--------------|-------------------|--------------------|
| 1.0 | 27 July 2015 | Original Charter | Board |
| 2.0 | 19 July 2021 | Review and Update | Board |
| 3.0 | 31 July 2023 | Review and Update | Board |
| 4.0 | 30 July 2025 | Review and Update | Board |