



CRITICAL MINERALS GROUP

CORPORATE GOVERNANCE POLICY

CRITICAL MINERALS GROUP LIMITED ACN 652 994 726 ('COMPANY')

DIVIDEND POLICY

Purpose of Policy

This is the Dividend Policy established by the Board of the Company. This Dividend Policy sets out the position of the Company in relation to the payment of its dividends.

Dividend Policy

Payment of dividends by the Company will depend upon the availability of distributable earnings, the Company's franking credit position, operating results, available cash flows, financial condition, taxation position, future capital requirements, general business and financial conditions and other factors the Directors consider relevant.

The Company and the Directors give no assurances about the payment of dividends, the extent of payout ratios or the future level of franking dividends.

The Company must comply with the provisions of its Constitution, the requirements of the *Corporations Act 2001* (Cth) and the ASX Listing Rules in relation to the payment of dividends

Review

The Board may review this Policy annually. Any amendments to this Policy must be approved by the Board.

Miscellaneous

Publication on ASX and Company website

A copy of this document (or a summary of it) may be made available on the Company's website and to ASX to the extent necessary.

Endorsement

The Company is committed to this Policy and its implementation.

This Policy was adopted by the Board on 14 October 2021.

Definitions

Interpretation

Concepts not defined in this Policy which are given a meaning in the Corporations Act have the same meaning as in the Corporations Act.

Definitions

In this Statement:

ASX means ASX Limited ACN 008 624 691 or the securities exchange operated by it (as the case requires).

Board means the board of the Company.

Company means Critical Minerals Group Limited ACN 652 994 726.

Corporations Act means the *Corporations Act 2001* (Cth).

Director means a director of the Company.

Policy means this policy (as amended from time to time).
