

GROUP BOARD RENEWAL POLICY

EQT Holdings Limited (ACN 607 797 615)

In performing its role, the Board of EQT Holdings Limited ("EQTHL" or "the Company") seeks to provide clarity in how its directors and the directors of its subsidiaries are nominated, appointed and removed. This policy addresses these areas and also outlines the tenure policy for directors of the EQTHL Board and its subsidiary boards, to whom this policy applies.

NOMINATION

1. The determination on whether a vacancy exists for a director on the EQTHL Board or its subsidiary boards is based on an assessment undertaken by the respective boards with consideration of the entity's strategic objectives, its constitutional and legal obligations, the expertise of directors collectively on that board, and EQTHL's diversity objectives.
2. The search process for a non-executive director for the EQTHL Board is determined by the EQTHL Board on a case-by-case basis. The EQTHL Remuneration, Human Resources and Nominations Committee ("the Committee") will assist with the process, and may use external consultants and recruitment agents where necessary.
3. The Remuneration & Nominations Committees of any RSE licenced superannuation subsidiaries of the EQT Group ("RSEL Boards") recommend to their respective Boards the process by which a candidate will be nominated for a vacant Board position. Director appointments to the RSEL Boards always remain subject to the normal corporate powers afforded to the shareholder.
4. The EQTHL Board will make a recommendation to shareholders regarding any proposed election and re-election of non-executive directors.

APPOINTMENT & INDUCTION

5. Subject to EQTHL's constitution, a director of the EQTHL Board may be appointed at any time by the board or at a general meeting of its shareholder(s).
6. The appointment and reappointment of a director (and any alternate) to an EQTHL subsidiary board is made by its Board, and is subject to the EQTHL Board's endorsement.
7. The Remuneration and Nominations Committees of the RSEL Boards are responsible for recommending to their respective Boards, the process by which a director of the RSEL Boards will be appointed, and also for recommending their subsequent appointment.
8. A written agreement is entered into with non-executive directors upon appointment.
9. Directors participate in a tailored induction program and are subject to the EQTHL Group's fit and proper policy requirements.



TENURE POLICY

EQTHL BOARD

10. The non-executive director tenure policy for the EQTHL Board (other than the Chair) is three terms of three years, and four terms of three years for the Chair from the date of first election by the shareholder(s).
11. The EQTHL Board, on its initiative and on an exceptional basis, may exercise discretion to extend the term where it considers that such an extension would benefit the Company. This discretion will be exercised on, at least, an annual basis and subject to the Constitution of the Company.
12. The tenure policy for executive directors of the EQTHL Board is unlimited unless determined otherwise by the EQTHL Constitution, the EQTHL Board, or, their employment with the Group ceases, whichever comes first.
13. The re-election and election of non-executive directors of the EQTHL Board is subject to shareholder approval (in accordance with the ASX Listing Rules, the Constitution, and any relevant legislation).

SUBSIDIARY BOARDS (INCLUDING RSEL BOARDS)

14. The non-executive director tenure policy for EQTHL Subsidiary Boards is two terms of three years from the date of appointment by the respective Board.
15. After serving the initial 3-year term, non-executive directors become eligible for reappointment and can be considered for reappointment based on the criteria determined by the subsidiary Board, and with final endorsement by the EQTHL Board.
16. The subsidiary Board, subject to endorsement by the EQTHL Board, may exercise discretion to extend the term where it considers that such an extension would benefit the subsidiary Company. This discretion will be exercised on, at least, an annual basis and subject to the Constitution of the subsidiary Company.
17. Unless reappointed pursuant to clause 16 above, a non-executive director must not hold office beyond the expiry of their term. For the avoidance of doubt, where an independent non-executive director's term is not extended, the non-executive director's appointment comes to an end at the expiry of the term.
18. The tenure policy for executive directors of EQTHL subsidiaries is unlimited unless determined otherwise by the Constitution of the relevant Company, the EQTHL and respective subsidiary Boards, or, their employment with the Group ceases, whichever comes first.

REMOVAL

19. The office of a director may become vacant:
 - a. in circumstances as stipulated in law and/or as outlined in the entity's constitution, including where the director is disqualified from managing a corporation, becomes of unsound mind, resigns by notice in writing to the entity, is absent without consent from board meetings for a lengthy period of time, becomes bankrupt, dies, or is not re-elected by its shareholder(s); or
 - b. where the maximum tenure is reached by the director per clauses 10 to 16.



PERFORMANCE EVALUATION

20. The process for conducting the EQTHL Board performance review will be agreed by the EQTHL Board.
21. Typically, the performance of directors and boards is self-assessed annually. Unless the Board determines otherwise, on a triennial basis, a formal review by an external governance expert is conducted of the directors, the EQTHL Board and the Boards of the RSEL having regard to the ASX Corporate Council Principles and Recommendations and/or any relevant legislative requirements.
22. In determining a recommendation for a director's re-election or re-appointment, its board will make an evaluation based on the requirements of this policy and the director's performance during their tenure. A director's performance may be based on feedback such as from other directors on the board, and the outcome of board performance reviews.

PARTIALLY OWNED SUBSIDIARIES

23. This policy applies to partially owned subsidiaries of the Company, unless matters addressed in contractual arrangements with the co-owners of those subsidiaries differ to this policy, in which case those arrangements prevail.

VOTING RIGHTS

24. Board voting rights in relation to the nomination, appointment, re-election and removal of a director are detailed in the entity's constitution and charter.

DISPUTE RESOLUTION

25. If for any reason a dispute arises concerning the nomination, appointment, re-election or removal of a subsidiary board non-executive director, efforts to resolve the matter will be initially addressed by the respective board, or otherwise referred to the EQTHL Board for final decision as the ultimate holding company of the EQTHL Group, subject to the subsidiary's constitution.
26. In the case of a dispute arising concerning a director of an RSEL Board, the final decision will be determined by the respective Board of the RSEL, but always subject to the normal corporate powers afforded to the shareholder.

REVIEW OF POLICY

27. This policy will be reviewed at least every three years.