

Appendix 4G

Key to Disclosures

Corporate Governance Council Principles and Recommendations

Name of entity

Vulcan Steel Limited

ABN/ARBN

61 100 061 283

Financial year ended:

30 June 2025

Our corporate governance statement¹ for the period above can be found at:²

- ☒ These pages of our annual report: Pages 56 to 93
- ☐ This URL on our website:

The Corporate Governance Statement is accurate and up to date at 26 August 2025 and has been approved by the board.

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

Date: 26 August 2025

Name of authorised officer
authorising lodgement: Sarah-Jane Lawson

¹ "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.

² 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.

³ 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, ⁴ we have followed the recommendation in full for the whole 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: ⁵
PRINCIPLE 1 – LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT			
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: www.investors.vulcan.co/investor-centre/?page=corporate-governance	
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"/> We have referred to such processes at page 58 of Vulcan's FY25 Annual Report.	
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"/> We have provided confirmation that Vulcan has written agreements with each director and each member of the Lead Team at pages 58 and 70 of FY25 Annual Report.	
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"/> We have referred to the Company Secretary's accountability at 70 of FY25 Annual Report.	

⁴ 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/").

⁵ 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, ⁴ we have followed the recommendation in full for the whole 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: ⁵
<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&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"/></p> <p>For Recommendation 1.5(a) we have disclosed a copy of Vulcan's Diversity Policy at: www.investors.vulcan.co/investor-centre/?page=corporate-governance</p> <p><input checked="" type="checkbox"/></p> <p>For Recommendation 1.5(c)(3)(A) we have disclosed the gender proportions of Vulcan's team at page 30 of our FY25 Annual Report.</p>	<p><input checked="" type="checkbox"/></p> <p>To the extent that we have not followed Recommendations 1.5(b), 1.5(c)(1) and 1.5(c)(2) we have provided explanations as to why at page 78 of Vulcan's 2025 Annual Report.</p> <p>We note that Vulcan Steel Limited is included in the S&P / ASX 300 Index. Vulcan has four non-executive directors, of which two of the non-executive directors (50%) are female and two (50%) are male. Of the total Board, two out of six directors (33.33%) are female and four (66.67%) are male.</p>
<p>1.6 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>We have disclosed the evaluation process referred to in Recommendation 1.6(a) at page 65 of Vulcan's FY25 Annual Report.</p> <p><input checked="" type="checkbox"/></p> <p>We have disclosed whether a performance evaluation was undertaken in accordance with the evaluation process referred to above at page 65 of Vulcan's FY25 Annual Report.</p>	

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1.7	<p>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>We have disclosed the evaluation process referred to in Recommendation 1.7(a) at page 70 of Vulcan's FY25 Annual Report.</p> <p><input checked="" type="checkbox"/></p> <p>We have provided confirmation that a performance evaluation was undertaken for the reporting period in accordance with the evaluation process referred to above at page 70 of Vulcan's FY25 Annual Report.</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>We have disclosed a copy of the charter of Vulcan's People and Remuneration Committee at: www.investors.vulcan.co/investor-centre/?page=corporate-governance</p> <p><input checked="" type="checkbox"/></p> <p>The information referred to in Recommendations 2.1(a)(4) and (5) is included at page 66 of Vulcan's FY25 Annual Report.</p> <p>Recommendation 2.1(b) is not applicable.</p>	
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"/></p> <p>We have disclosed Vulcan's Board Skills Matrix at page 63 of Vulcan's FY25 Annual Report.</p>	

Key to Disclosures Corporate Governance Council Principles and Recommendations

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2.3	A listed entity should disclose: (a) the names of the directors considered by the board to be independent directors; (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 (c) the length of service of each director.	<input checked="" type="checkbox"/> We have disclosed the names of the four Vulcan directors considered by the Board to be independent directors at page 59 of Vulcan's FY25 Annual Report. <input checked="" type="checkbox"/> We have disclosed the name of the Vulcan director that has a relationship of the type described in Box 2.3 and a note regarding the Board's assessment of that director's independence at page 59 of Vulcan's FY25 Annual Report. <input checked="" type="checkbox"/> We have disclosed the length of service of Vulcan's directors at 56 and 57 of Vulcan's FY25 Annual Report.	<input type="checkbox"/>
2.4	A majority of the board of a listed entity should be independent directors.	<input checked="" type="checkbox"/> Four of Vulcan's six directors are independent directors, as disclosed at page 59 of Vulcan's FY25 Annual Report.	
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"/> Vulcan's Chair of the Board, Russell Chenu, is an independent director and is not the same as Vulcan's Managing Director and Chief Executive Officer, as disclosed at page 56 of Vulcan's FY25 Annual Report.	
2.6	A listed entity should have a program for inducing 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"/> Vulcan has a formal director induction programme, as discussed at page 65 of Vulcan's FY25 Annual Report. <input checked="" type="checkbox"/> Vulcan's directors are encouraged to continue their professional development. The Board has a programme for periodically reviewing directors' professional development needs, as discussed at page 65 of Vulcan's FY25 Annual Report.	

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PRINCIPLE 3 – INSTIL A CULTURE OF ACTING LAWFULLY, ETHICALLY AND RESPONSIBLY			
3.1	A listed entity should articulate and disclose its values.	<input checked="" type="checkbox"/> We have disclosed Vulcan's Principles and Ethos at pages 20 and 21 of Vulcan's FY25 Annual Report.	
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"/> We have disclosed Vulcan's Code of Conduct at: www.investors.vulcan.co/investor-centre/?page=corporate-governance <input checked="" type="checkbox"/> The process for disclosure of actual or suspected breaches of Vulcan's Code of Conduct is set out in the Code and is referred to at page 72 of Vulcan's FY25 Annual Report.	
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"/> We have disclosed Vulcan's Whistleblower Policy at: www.investors.vulcan.co/investor-centre/?page=corporate-governance <input checked="" type="checkbox"/> The process for disclosure of incidents under Vulcan's Whistleblower Policy is set out in that Policy and is referred to at page 73 of Vulcan's FY25 Annual Report.	

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3.4	<p>A listed entity should:</p> <p>(a) have and disclose an anti-bribery and corruption policy; and</p> <p>(b) ensure that the board or committee of the board is informed of any material breaches of that policy.</p>	<p><input checked="" type="checkbox"/></p> <p>We have disclosed Vulcan's Anti-Bribery and Corruption Policy at: www.investors.vulcan.co/investor-centre/?page=corporate-governance</p> <p><input checked="" type="checkbox"/></p> <p>The process for disclosure of actual or suspected breaches of Vulcan's Anti-Bribery and Corruption Policy is set out in that Policy and is referred to at 72 of Vulcan's FY25 Annual Report.</p>	

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PRINCIPLE 4 – SAFEGUARD THE INTEGRITY OF CORPORATE REPORTS			
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>We have disclosed a copy of the charter of Vulcan's Audit and Risk Committee at: www.investors.vulcan.co/investor-centre/?page=corporate-governance</p> <p><input checked="" type="checkbox"/></p> <p>The information referred to in Recommendations 4.1(a)(4) and (5) is included at page 66 of Vulcan's FY25 Annual Report.</p> <p>Recommendation 4.1(b) is not applicable.</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>The Board received a declaration from Vulcan's Managing Director and Chief Executive Officer (Rhys Jones) and Chief Financial Officer (Kar Yue Yeo) on 26 August 2025 as referred to at page 67 of Vulcan's FY25 Annual Report.</p>	
4.3	<p>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.</p>	<p><input checked="" type="checkbox"/></p> <p>Vulcan's periodic corporate reporting is discussed at page 67 of Vulcan's FY25 Annual Report.</p>	

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PRINCIPLE 5 – MAKE TIMELY AND BALANCED DISCLOSURE			
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"/> We have disclosed a copy of Vulcan's Disclosure Policy at: www.investors.vulcan.co/investor-centre/?page=corporate-governance Vulcan's Disclosure Policy is referred to at page 72 of Vulcan's FY25 Annual Report.	
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"/> Directors receive copies of all ASX/NZX announcements after they have been made, as noted at page 73 of Vulcan's FY25 Annual Report.	
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"/> Vulcan ensures copies of any new and substantive investor or analyst presentations are uploaded to ASX's and NZX's Market Announcements Platform, as noted at page 73 of Vulcan's FY25 Annual Report.	
PRINCIPLE 6 – RESPECT THE RIGHTS OF SECURITY HOLDERS			
6.1	A listed entity should provide information about itself and its governance to investors via its website.	<input checked="" type="checkbox"/> We disclose information about Vulcan on Vulcan's main website at: www.vulcan.co <input checked="" type="checkbox"/> We disclose information about Vulcan's governance on Vulcan's dedicated investor website at: www.investors.vulcan.co/investor-centre/?page=corporate-governance	<input type="checkbox"/> set out in our Corporate Governance Statement

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6.2	A listed entity should have an investor relations program that facilitates effective two-way communication with investors.	<input checked="" type="checkbox"/> Vulcan has an investor relations program that facilitates effective two-way communication with investors, as discussed at page 73 of Vulcan's FY25 Annual Report.	
6.3	A listed entity should disclose how it facilitates and encourages participation at meetings of security holders.	<input checked="" type="checkbox"/> We have disclosed how Vulcan facilitates and encourages participation at meetings of security holders at page 73 of Vulcan's FY25 Annual Report.	
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"/> Vulcan will ensure that all substantive resolutions at a meeting of shareholders are decided on a poll, as noted at page 77 of Vulcan's FY25 Annual Report.	
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"/> As noted at page 77 of Vulcan's FY25 Annual Report.	
PRINCIPLE 7 – RECOGNISE AND MANAGE RISK			
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>	<input checked="" type="checkbox"/> <p>We have disclosed a copy of the charter of Vulcan's Audit and Risk Committee at:</p> <p>www.investors.vulcan.co/investor-centre/?page=corporate-governance</p> <input checked="" type="checkbox"/> <p>The information referred to in Recommendations 7.1(a)(4) and (5) is included at pages 66 of Vulcan's FY25 Annual Report.</p> <p>Recommendation 7.1(b) is not applicable.</p>	

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7.2	The board or a committee of the board should: (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 (b) disclose, in relation to each reporting period, whether such a review has taken place.	<input checked="" type="checkbox"/> We have disclosed that a review of Vulcan's risk management framework was undertaken during the reporting period at page 71 of Vulcan's FY25 Annual Report	
7.3	A listed entity should disclose: (a) if it has an internal audit function, how the function is structured and what role it performs; or (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.	<input checked="" type="checkbox"/> We have provided details relating to Vulcan's internal audit function at page 67 of Vulcan's FY25 Annual Report Recommendation 7.3(b) is not applicable.	
7.4	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.	<input checked="" type="checkbox"/> We have disclosed details relating to Vulcan's key environmental and social risks and Vulcan's approach to managing such risks at page 71 of Vulcan's FY25 Annual Report.	

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PRINCIPLE 8 – REMUNERATE FAIRLY AND RESPONSIBLY			
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>We have disclosed a copy of the charter of Vulcan's People and Remuneration Committee at: www.investors.vulcan.co/investor-centre/?page=corporate-governance</p> <p><input checked="" type="checkbox"/></p> <p>The information referred to in Recommendations 8.1(a)(4) and (5) is included at pages 66 of Vulcan's FY25 Annual Report.</p> <p>Recommendation 8.1(b) is not applicable.</p>	
8.2	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><input checked="" type="checkbox"/></p> <p>We have disclosed Vulcan's remuneration policies and practices regarding the remuneration of Vulcan's four non-executive directors, and the remuneration of Vulcan's two executive directors and Executive KMP at page 91 and 83 of Vulcan's FY25 Annual Report</p>	
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>We have disclosed Vulcan's remuneration policy regarding the remuneration of Vulcan's Executive KMP at page 70 of Vulcan's FY25 Annual Report</p>	

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ADDITIONAL RECOMMENDATIONS THAT APPLY ONLY IN CERTAIN CASES			
9.1	A listed entity with a director who does not speak the language in which board or security holder meetings are held or key corporate documents are written should disclose the processes it has in place to ensure the director understands and can contribute to the discussions at those meetings and understands and can discharge their obligations in relation to those documents.	Not applicable. All Vulcan's directors speak English as their first language.	
9.2	A listed entity established outside Australia should ensure that meetings of security holders are held at a reasonable place and time.	<input checked="" type="checkbox"/> As a New Zealand registered company, Vulcan will ensure that meetings of shareholders are held at a reasonable place and time for Australian resident shareholders, as noted at page 77 of Vulcan's FY25 Annual Report	
9.3	A listed entity established outside Australia, and an externally managed listed entity that has an AGM, should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.	<input checked="" type="checkbox"/> Vulcan's auditor (Deloitte Limited) will attend Vulcan's 2025 annual meeting of shareholders and will be available to answer questions relevant to the audit, as noted at page 67 of Vulcan's FY25 Annual Report.	