Medical Developments International

Corporate Governance Statement

Financial Year ended 30 June 2026

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1. Governance highlights

Corporate governance is the systems, policies and processes by which a company operates and makes decisions that impact its stakeholders. The Board of Medical Developments International Ltd (MVP / Company) (Board) is committed to achieving and demonstrating standards of corporate governance appropriate to the size and complexity of its operations, as well as continually refining and strengthening the Company's corporate governance framework and practices. The Company's framework establishes the roles and responsibilities of the Board, executive team and employees. It also establishes the systems, policies and processes for monitoring and evaluating Board and management performance, and the practices for corporate reporting, disclosure, remuneration, risk management and engagement of shareholders.

During the reporting period, the Board Chair transitioned from Mr Gordon Naylor to Mr Mark Fladrich. As a result, Mr Gordon Naylor retired from the Board. The Board thanks Gordon for his valued service and dedication over 5 years. Gordon made significant contributions to the strengthening of the Company's governance practices during his tenure, reflected in this report and prior reports over the last few reporting periods.

During FY26, the Board continued to build on the improvements to the governance framework undertaken in recent years. This included:

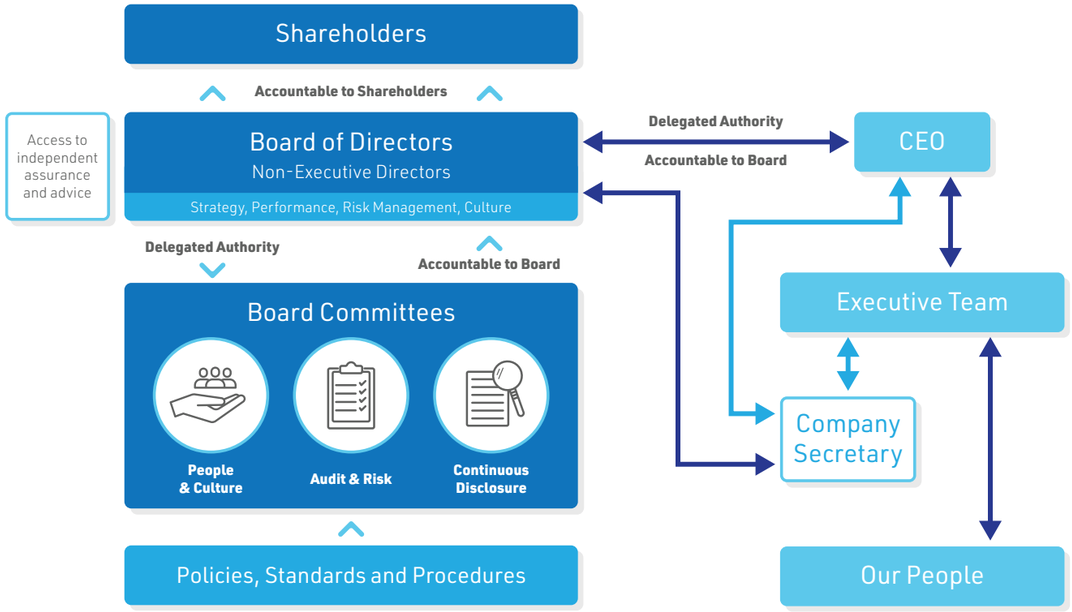
- *Reviewing and refreshing its risk management framework; and*
- *Introducing a Code of Conduct for Directors and Employees.*

As an Australian Stock Exchange (ASX) listed entity, the Company is required to disclose against the ASX Corporate Governance Principles and Recommendations (4th Edition). The table below indicates where each ASX Corporate Governance Principle is addressed in this statement. The information contained in this statement is correct as at 30 June 2026.

ASX Coporate Governance Principles and Recommendations	Section reference in this statement
Principle 1 - Lay solid foundations for management and oversight	**Sections 3, 4.5, 4.6, 5.1, 5.2, 6.1**
Principle 2 - Structure the Board to be effective and add value	**Sections 3.5, 4, 4.1, 4.2, 4.3, 4.4, 4.5, 5.1**
Principle 3 - Instil a culture of acting lawfully, ethically and responsibly	**Section 6.3**
Principle 4 - Safeguard the integrity of corporate reports	**Sections 4, 8, 8.1**
Principle 5 - Make timely and balanced disclosure	**Sections 6.3, 7, 7.1, 7.2**
Principle 6 - Respect the rights of security holders	**Sections 7, 7.2, 7.3, 8, 8.1, 8.2**
Principle 7 - Recognise and manage risk	**Section 8, 8.2**
Principle 8 - Remunerate fairly and responsibly	**Sections 4.4, 5, 5.3, 6.3**

2. Governance model

The Company's corporate governance framework is represented diagrammatically below.



As at 30 June 2026, the Board comprised 5 independent non-executive Directors. Qualifications and experience of each Director can be found on our website: https://www.medicaldev.com/investors-media/board-of-directors-management/

Director	Length of Service (as at 30 June 2026)	Independent / Non-independent
Mark Fladrich (Chair)	2 April 2025 (1 year 2 months)	Independent non-executive Director
Leon Hoare (Chair of PCC)	27 Sept 2013 (12 years 8 months)	Independent non-executive Director
Paul Townsend (Deputy Chair and Chair of ARC)	29 May 2025 (1 year 1 month)	Independent non-executive Director
Christine Emmanuel-Donnelly	26 May 2020 (6 years, 1 months)	Independent non-executive Director
Russell Basser	1 September 2023 (2 years, 8 months)	Independent non-executive Director

3. Roles and responsibilities

The Board is responsible for the governance of the Company and is accountable to shareholders for guiding and monitoring the effective management and performance of the Company.

3.1 Role of the Board

The Company's constitution provides that the business and affairs of the Company are to be managed by or under the direction of the Board. The Board charter, which was reviewed during FY26 and available on the Company's website, sets out how the Board's role, powers and responsibilities are exercised.

The primary role of the Board is to protect and enhance long-term shareholder value. As part of this, key responsibilities of the Board include:

- *Setting strategic objectives and the risk appetite within which the Board expects Management to achieve those objectives;*
- *Overseeing Management's implementation of the strategic direction;*
- *Selecting, appointing, removing (if necessary) and evaluating the performance and remuneration of the CEO; and*
- *Overseeing the management, performance and corporate governance frameworks of the Company.*

3.2 Delegation to Board Committees

As outlined in section 4.4, there are three Committees of the Board. These Committees have delegated authority within the scope of their approved charters.

The current Committee charters are summarised in section 4.4 and available on the Company's website. The role of the Committees is to support the Board in fulfilling its responsibilities.

3.3 Delegation to Management

Brent MacGregor
CEO

The Board charter articulates the relationship between the Board and Management, including the broad delegations to Brent MacGregor, the Chief Executive Officer (CEO).

The CEO is directly accountable to the Board and is responsible for managing the Company, consistent with the primary objective of enhancing long-term shareholder value. Details about executives are available on the Company's website, including descriptions of qualifications and experiences.

Each executive, including the CEO, has a written service contract setting out the key terms of their appointment, remuneration arrangements, and entitlements on cessation of employment. Appropriate background checks are performed prior to any appointment.

3.4 Company Secretary

The Company Secretary, Tara Eaton, is accountable directly to the Board, through the Chair, on all matters related to the proper functioning of the Board. Each Director has direct access to the Company Secretary. Details of the Company Secretary are set out in the Annual Report.

3.5 Chair

Mark Fladrich
Chair

The Board elects one of the independent non-executive Directors as Chair. The Chair is Mark Fladrich.

The Chair's role, as established in the Board charter, includes being ultimately accountable for leadership of the Board. Specific responsibilities include managing the conduct, frequency and length of Board meetings and facilitating open and constructive communications amongst Board members and between the Board and CEO.

4. The Board of Directors

Membership of the Board as at 30 June 2025 is set out in section 2 above. As mentioned above, and reflecting ongoing Board progression, the Board welcomed Mark Fladrich and Paul Townsend to the Board during FY25. Mr Fladrich's extensive commercial experience, including in pain management and Mr Townsend's deep financial and ASX experience have been a significant addition to the Board's expertise.

The Board held ten Board meetings during the reporting period as well as an annual strategy session. Given the Company completed a capital raise during the reporting period, several out-of-cycle Board business and strategy briefings were attended by Directors. Details of the Committees, membership of the Committees and number of times they met, are set out below.

	Scheduled Board Meetings		Audit & Risk Commitee		People & Culture Commitee		Continuous Disclosure Committee	
	Held	Attended	Held	Attended	Held	Attended	Held	Attended
Mr M Fladrich	10	10	3	3	4	3	1	1
Mr L Hoare	10	10	NM		4	4	NM	
Ms C Emmanuel-Donnelly	10	9	4	4	NM		NM	
Mr R Basser	10	10	NM		4	4	NM	
Mr P Townsend	10	10	4	4	NM		1	1
Former Directors								
Mr G Naylor[1]	5	5	1	1	2	2	NM	

NM - not a member of the relevant committee

1. Mr G Naylor resigned as a Non-Executive Director on 1 December 2025

4.1 Independence

The Board recognises the important responsibility of non-executive Directors to monitor and oversee the work of management and the importance of exercising independent thought and judgement. The Board considers that a Director of a listed entity should only be described as an independent Director in certain circumstances. This is where they are free of any interest, position or relationship that might influence, or reasonably be perceived to influence (in a material respect) their capacity to:

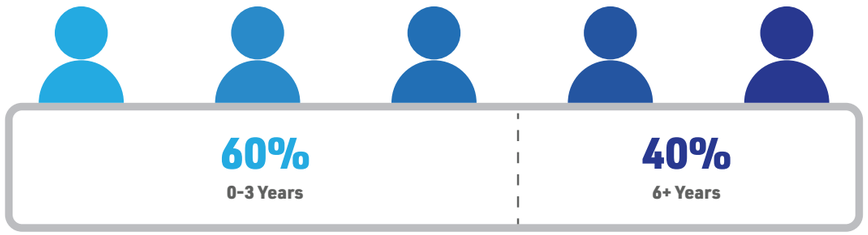
- *bring an independent judgement to bear on issues before the Board; and*
- *act in the best interests of the entity as a whole, rather than in the interests of an individual security holder or other party.*

As part of ensuring Director independence, the Company has a rigorous approach to managing potential, actual or perceived conflicts. Directors must keep the Board advised, on an ongoing basis, of any interest that could potentially conflict with their duties to the Company. The Board's standing procedures assist Directors in disclosing potential conflicts of interest, specifically the regular updating of standing declaration of interests and inclusions on all meeting agendas. The Board also took the opportunity to specifically review the characterisation of Directors as independent during FY26 given the length of tenure of some Directors.

4.2 Composition

The Board is committed to ensuring that it comprises individuals who collectively have the appropriate skills and experience to develop and support the Board's responsibilities and Company's objectives. The Board's composition is determined based on criteria set out in the Company's constitution and the Board charter. This includes requirements:

- *That a non-executive Director must be Chair;*
- *To have an appropriate mix of skills, knowledge, experience, and expertise necessary to review and approve the strategic direction of the Company, and to guide and monitor management; and*
- *That Directors must be re-elected at least every three years.*



Average MVP Board tenure

3 years 11 months

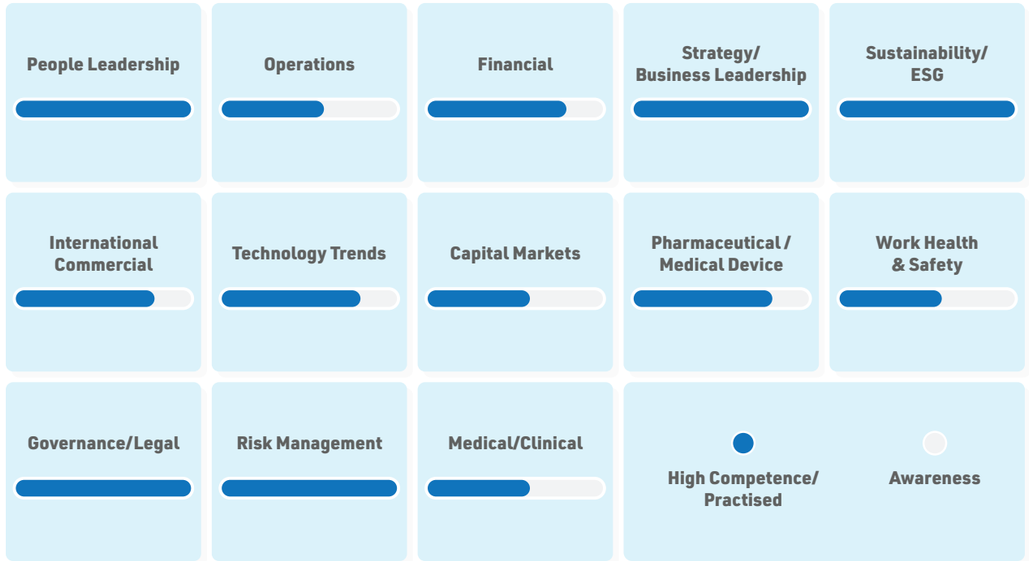
4.3 Board skills, experience, and attributes

The Board is focused on maintaining an appropriate mix of skills and diversity in its membership. This includes a range of skills, experience and background in the pharmaceutical industry, international business, finance and accounting and management, as well as gender diversity.

The Board skills matrix as at 30 June 2026 is set out below and describes the capabilities of the Board across a range of general and specialist areas. The Board undertook a process in FY26 to review the skills matrix for currency and reassess their level of achievement against each of the identified skills.

The Board believes it possesses the skills, types of experience and diversity characteristics that enable it to work effectively with management to optimise shareholder value. The table below sets out the key skills the Directors believe are required, and the extent to which they are currently represented on the Board:

Board Skills Experience and attributes



Given the operating environment is continually changing, the Board engages in self-assessment regarding ongoing professional development. Examples of development that occurred within the reporting period include deepening the Board's understanding of ASX requirements, capital markets and customer needs.

4.4 Board Committees

The Board has established three standing committees to increase its effectiveness. These are represented below. Each standing committee operates under a charter, approved by the Board, which sets out the authority, membership, and responsibilities of the committee. The committee charters are reviewed at least annually. In FY26, the charters were comprehensively reviewed to ensure they are aligned and address emerging issues, such as sustainability.

Committee scope and membership as at 30 June 2026 is outlined below.

Committee	Composition	Scope of charter
Audit & Risk Committee (ARC) **Members** Paul Townsend (Chair) Mark Fladrich Christine Emmanuel-Donnelly	Membership of the ARC is at least two Directors, who are sufficiently independent, with familiarity of financial management and an understanding of the pharmaceutical / medical device industry.	The purpose of the ARC is to assist the Board in fulfilling its corporate governance and oversight responsibilities relating to: • *The integrity of MVP's financial reporting;* • *The effectiveness of MVP's systems of financial and non-financial risk management and internal control;* • *The external audit function and integrity of the process;* • *MVP's risk profile and risk policy; and* • *Preparation for sustainability reporting.*
People & Culture Committee (PCC) **Members** Leon Hoare (Chair) Russell Basser Mark Fladrich	Membership of the PCC is at least 3 non-executive Directors.	The PCC works on behalf of the Board to oversee the Group's human resources in the best long-term interests of MVP's shareholders. As set out in its charter, the Committee provides an objective review and oversight of people and remuneration-related policies, frameworks and practices so that they: • *Align with the Group's purpose, culture and strategy;* • *Comply with the Group's performance and risk management framework;* • *Comply with legal and regulatory requirements; and* • *Remain appropriate to changing market conditions.*
Continuous Disclosure Committee (CDC) **Members** Mark Fladrich Paul Townsend	Membership is the Chair, Chair of ARC, CEO, CFO and Company Secretary	The purpose of the CDC is to: • *Act with delegated authority to review and consider the materiality of information to consider whether that information is market sensitive requiring disclosure;* • *Approve certain disclosures to the ASX; and* • *Make recommendations to the Board as to the content of information to be disclosed.*

All Directors have access to Committee papers, are welcome to attend Committee meetings and have access to minutes of Committee meetings even if they are not a member of the relevant Committee. Verbal reports on Committee recommendations and business are provided at the next Board meeting. The Board periodically reviews the composition of its committees as part of the Board succession planning process. Committee membership is based on the qualifications, skills and experience of each Director while ensuring an appropriate allocation of responsibilities between Directors. Given retirements of two Directors during the reporting period, and addition of two new Directors, there have been similar changes to the composition of the Committees during the reporting period.

Details of the number of meetings held by each Committee and Directors' attendance at those meetings are set out in section 4.

4.5 Board succession and appointment

In the absence of a Nominations Committee, and as mentioned in section 3.2 above, the entire Board oversees Board composition, succession and development. Reflecting that two new Directors joined in FY25, during the reporting period the Board considered its composition, and skills matrix, to support the Company's strategy and needs at a high level.

If there was a need to further recruit to the Board, in considering potential candidates, the Company will undertake a thorough review of the skills, experience, and competencies of each candidate against the Board's current and future skill and experience requirements. Given the departure of one female director in previous reporting periods, the Board will also reflect on diversity characteristics when recruiting. The recruitment and due diligence process also includes a review of the candidate's character, educational background, interests, and associations. In addition, the recruitment process also includes numerous interviews, due diligence by the incoming Director and probity checks. Following this, and considering the output of the recruitment process, nominations for appointment to the Board are considered by the entire Board.

The Company discloses all material information relevant to a decision to elect or re-elect a Director in the Notice of Annual General Meeting provided to shareholders. An overview of the qualifications and brief career histories of each Director is included in the Annual Report and the Company's website.

A letter of appointment sets out the terms of the Director's appointment to the Board. Directors are required to agree to the terms at the time of their appointment to the Board. The letter outlines the terms of the appointment, time commitment envisaged, remuneration arrangements, disclosure of Directors' initial interests including any matters which may affect independence, indemnity and insurance arrangements, confidentiality obligations, access to corporate information and compliance with key governance policies.

All new Directors participate in an induction program to familiarise themselves with the business and strategy, culture and values and any current issues before the Board. The induction program includes thorough review of key documents and meetings with a range of representatives from the organisation.

4.6 Access to independent advice

Each Director has the right to access all relevant Company information and to the Company's executives and may seek independent professional advice at the Company's expense.

The Company has deeds of access in place with each Director. Under those, a Director also has the right of access to all documents which have been presented at meetings or made available whilst in office, for a term of 7 years after ceasing to be a Director or such longer period as is necessary to determine relevant legal proceedings that commenced during this term.

5. Performance and remuneration

The Company recognises that remuneration is a key driver of performance and a focus of investors. As such, the Company's guiding remuneration principles are set out below.

To attract, retain and motivate a high-performing team with the skills, experience and capabilities required to achieve the Company's strategic goals and objectives.

To ensure that employee remuneration is competitive, fair and transparent.

To align the interests of executives with those of the Company's shareholders by linking remuneration to the Company's long-term performance.

The Company's remuneration practices are designed to reinforce the Company's values and culture. The Company values collaboration, accountability, and performance, and its remuneration practices are aligned with these values.

5.1 Board and Committee performance

The Company recognises the value of Board evaluations as one aspect of a corporate governance framework. Formal Board evaluations allow companies with consistent Board membership and established governance practices to further embed those practices.

Given the governance work undertaken over the last few years, the Company commenced performance evaluations in FY24. The Board again undertook an evaluation in FY26. That performance evaluation was in the form of an anonymous survey to Management and the Board and covered considerations such as Committee effectiveness, consideration of skills and Management support for the Board and areas of further professional development.

These evaluation results were reviewed and considered by the Board with a continuous improvement lens.

5.2 Management performance

The Board, in conjunction with its People & Culture Committee, is responsible for:

- *selecting, appointing, and determining terms of appointment of the CEO;*
- *determining the CEO's goals and objectives; and*
- *evaluating the CEO's performance considering these objectives.*

The performance of the CEO and management is reviewed on an ongoing basis, and a formal performance evaluation takes place annually. For the reporting period, this took place following the FY26 year end.

The People & Culture Committee, working with the Chair, is responsible for overseeing the process for assessing the performance of the CEO, who in turn evaluates the performance of all executives and makes recommendations in respect of their remuneration.

These evaluations are based on specific criteria, including the Company's business performance and the achievement of long-term strategic objectives and individual performance objectives. Details of the Company's objectives for the reporting period are set out in the 2026 Annual Report.

5.3 Remuneration

The Company is committed to ensuring that it has competitive remuneration and human resources policies and practices that offer appropriate and fair rewards to Directors and employees and align interests to shareholders. In its 2026 Remuneration Report (contained in the Annual Report), the Company clearly and separately outlines its remuneration policies and practices for non-executive Directors and for executive key management personnel. The Report also includes details of the Company's short- and long-term incentive plans.

(a) Non-Executive Directors

Non-executive Director remuneration includes a base fee for performing the services reflected in the Director's Letter of Appointment. In addition to the Director's base fee, remuneration also ncludes an additional fee for Chair, Deputy Chair, Chair of ARC and Chair of PCC. Directors do not receive any equity-based remuneration. Further details are available in the Remuneration Report in the Annual Report.

(b) Management

Executive remuneration is overseen by the People & Culture Committee. The Committee has undertaken a significant amount of work over the last few years to refresh the Company's executive remuneration structure. Details regarding the activities of the People & Culture Committee during the reporting period, along with a summary of its responsibilities, and its remuneration policies and practices are set out in the 2026 Annual Report.

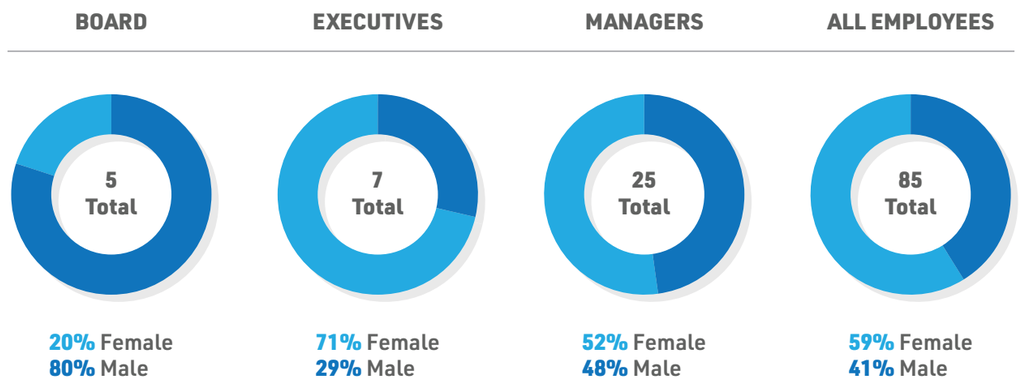
In setting remuneration for the CEO, the People & Culture Committee accesses external professional advice and obtains independent market data for similar roles in peer or comparable organisations. The Committee also takes account of the Company's circumstances and the requirement to attract, retain and motivate high calibre management. To encourage executives to pursue strategies aimed at delivering both short and long-term growth and the success of the business, executive remuneration is structured to include a fixed component and a variable or performance-based component. A detailed description of the Company's remuneration structures is set out in the 2026 Annual Report.

6. Corporate responsibility

6.1 Diversity

The Company is committed to developing an inclusive and respectful work environment to optimise diversity of thought and background. Bringing together people with different backgrounds and ways of thinking is a powerful source of competitive advantage in driving better decision making, innovation and growth. The Company seeks to embrace everything that makes people unique in their identity like age, cultural background, disability, ethnicity, sex, gender identity, marital or family status, religious belief, sexual orientation or socio-economic background. The Company expects all employees to foster a culture which values diversity and includes everybody. The Company's diversity policy is set out on its website. The People & Culture Committee reviewed diversity within the organisation during the reporting period to ensure that the Company's employee base reflects expectations of gender diversity.

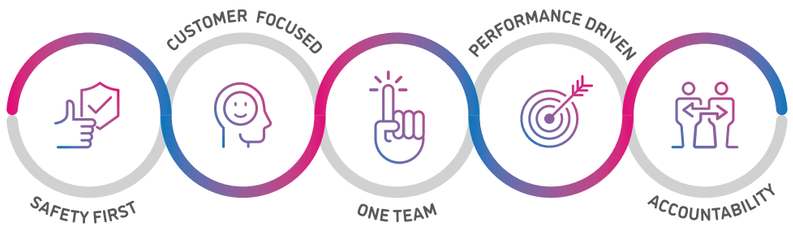
While the Company does not follow recommendation 1.5 of the Corporate Governance principles in that there is no formal gender diversity objective, the Company has significant gender diversity at all levels of the organisation as represented further below. Gender will remain a characteristic that the Board will consider in future as part of any further Board renewal.



6.2 Values

The Company recognises the importance of honesty, integrity and fairness in conducting its business, and is committed to increasing shareholder value in conjunction with fulfilling its responsibilities as a good corporate citizen. All Directors, managers and team members are expected to act lawfully and with the utmost integrity and objectivity, always striving to enhance the reputation and performance of the Company.

During FY25, the Company documented and articulated its employee values that are designed to help guide the organisation in creating sustainable value for its shareholders. Values are fundamental to the Company's success. They outline how our employees engage with each other, solve problems and make decisions. Employees across the Company have been trained in how to live MDI values and continue to bring them to life in their everyday activity. Values have also been integrated into the companies' human resource processes. Including the performance management framework and reward and recognition to ensure the values form part of the MDI fabric. In FY26, the Company built on this framework by introducing an Employee / Director Code of Conduct.



6.3 How MDI does business

The Company recognises that how it does business is a critical part of its success and ensuring long-term sustainability.

(a) Anti-bribery and corruption

The Company has no tolerance for acts of bribery and corruption by any of its employees, officials, or third-party representatives. The Company has an Anti-Bribery and Anti-Corruption Policy, as published on its website. That Policy supports employees always acting ethically and with integrity, as well as protecting the Company's reputation.

(b) Whistleblower

The Company is committed to ensuring that employees, contractors, suppliers and business partners are able to raise concerns regarding any potential misconduct and to have such concerns properly investigated. This commitment is implemented through the Whistleblower Policy. This is available on the Company's website. The Board, together with the Audit and Risk Committee, has oversight of matters reported under that policy.

(c) Securities trading

The Company has its Securities Trading Policy that outlines insider trading laws and prohibits Directors and all employees from trading in the Company's securities unless in a trading window and approval has been obtained.

Trading of securities outside of a trading window can only occur in exceptional circumstances as outlined in the Securities Trading Policy. The Securities Trading Policy prohibits Directors and employees from engaging in hedging arrangements over unvested securities issued pursuant to any equity incentive plan. The Securities Trading Policy meets the requirements of the ASX Listing Rules on trading policies and is available on the Company's website.

(d) Conflict of interest

The Company has an internal Conflicts of Interest policy to ensure that all employees must seek approval of any potential, actual or perceived conflict of interest. This allows the Company to put in place measures to manage any conflict of interest. As set out in section 4.1, the Board continually assesses whether Directors have a conflict of interest.

(e) Clinical

ensures that all studies involving human participants are conducted in accordance with the National Statement on Ethical Conduct in Human Research and relevant international guidelines. Prior to commencement, all clinical research projects undergo rigorous review and approval by a registered Human Research Ethics Committee (HREC). MDI prioritises the safety, rights, and well-being of participants, and maintain transparency, informed consent, and data integrity throughout the research lifecycle.

7. Market disclosure and investor communications

The Company places importance on engaging with its stakeholders and providing timely and appropriate information. The Company's website (https://www.medicaldev.com/) allows communications with shareholders and the broader investment community. Information about the Company, relevant corporate governance information and key governance documents are available via the website. In addition, copies of Annual Reports, ASX announcements, and investor presentations are available online. The Company also releases quarterly reports thereby increasing the number of regular reports to shareholders.

7.1 Disclosure

The Company is committed to keeping the market informed in a timely manner and complying with its continuous disclosure obligations.

The Company has a Continuous Disclosure Committee and policy. That policy articulates appropriate internal escalations to ensure that ongoing assessment of disclosure obligations occurs. A copy of the policy is available on the Company's website.

The Continuous Disclosure Committee has delegated authority to assess whether information is required to be disclosed and approve certain disclosures to the market. The Policy also sets out the requirement for the Board to approve all other disclosures (other than administrative ones, which are delegated to the Company Secretary) and the internal reporting channels that employees of the Company must follow so there is timely assessment of information.

The Board is provided with all ASX announcements to ensure timely visibility of the nature and quality of the information being disclosed to the market and the frequency of such disclosures.

7.2 Investor relations

The Company has an investor relations program, which includes briefings and presentations to the investor community. The program includes scheduled and ad-hoc briefings with institutional investors and analysts intended to facilitate effective two-way communication. All new or substantive investor or analyst presentations are published on the ASX Market Announcements Platform, before the presentation, and a live webcast of the half and full year financial results presentations can be viewed on the Company's website.

7.3 Shareholder meetings

The Company regards its Annual General meeting (AGM) as an important opportunity to communicate with shareholders. The Board encourages participation by shareholders at the AGM as a means of ensuring accountability and transparency. To facilitate this, the Company has held a hybrid AGM in recent years. This format facilitates attendance and participation by the Company's diverse shareholder base. Questions can be asked by both those shareholders physically present as well as those shareholders online. Representatives of the Company's auditors also attend the AGM and are available to answer questions from shareholders relevant to the audit of the annual financial statements. Voting on all resolutions presented at the AGM is conducted by poll.

The Company encourages shareholders to receive information and communications from the Company and its share registry electronically. To make an election, please contact the Company's provider of registry support, Computershare. Shareholders may elect to receive electronic notification of releases of information by the Company and receive their Annual Report, Notice of AGM and proxy form by email.

8. Financial reporting and risk management

The Company is committed to providing clear, concise, and effective disclosure and regular engagement with investors. The Company has processes in place to ensure that periodic corporate reports and substantive market announcements will be materially accurate, balanced and provide investors with appropriate information to make informed investment decisions. The Audit and Risk Committee exists to assist the Board in the effective discharge of its responsibilities in:

- *integrity of financial statements and reporting;*
- *financial and non-financial risk management and internal controls; and*
- *internal and external audit.*

8.1 Financial reporting

The Company has a robust verification, review and approval process to ensure the integrity of the information disclosed to the market. The process includes the following steps:

- *the announcements and reports are prepared and reviewed by, or under the oversight of, relevant subject matter experts;*
- *material statements in the documents are reviewed for accuracy and verified (e.g. by reference to source material);*
- *an assurance and sign-off process utilising internal resources and external auditor; and*
- *an appropriate certification and approval process involving executives, the CEO, and the Board.*

The Company does not release any periodic corporate report without external audit review and sign off, except for the Quarterly Activity report and Quarterly cash flow report. The Company's financial statements are subject to an annual audit by an independent, professional auditor who also reviews the Company's half-year statements. The Company's external audit function is currently performed by Deloitte. The Audit and Risk Committee oversees this process on behalf of the Board.

In addition, before approving any financial statements for a period, the Board receives a declaration from the CEO and CFO that the financial records of the company:

- *have been properly maintained;*
- *comply with appropriate accounting standards;*
- *give a true and fair view of the financial position and performance of the entity; and*
- *are based on a sound system of risk management and internal controls, which is operating effectively.*

8.2 Risk management

Risk identification and management are viewed by the Company as integral to its objectives of creating and maintaining shareholder value, and to the execution of the Company's strategies. Effective risk management is key to operational activities and decision-making, strategic planning, resource allocation, compliance, accountability, and good governance.

The Company has a Risk Management Policy, Procedure and Risk Register under the oversight of the Audit & Risk Committee. The Risk Register is reviewed regularly by both Management and the Committee.

The Company's risk management framework is represented below:

The Company's risk management framework embeds risk management into decision making throughout the organisation. The framework includes defined accountabilities, standards and systems that drive consistent identification, assessment, treatment and reporting of risks. Although the Company does not have an internal audit function given the size of the organisation, the implementation of the risk framework is supported by dedicated internal resources and defined expected management behaviours.

The Board reviews and approves the Company's risk appetite settings and limits annually, including during FY26. Performance against these limits, and risk management implementation more broadly, is monitored on a regular basis by the Audit & Risk Committee. As part of this, material enterprise risks are reported to the Audit & Risk Committee and the Board. These risks are monitored for changes in their exposure and are reported on by Management during the year. A summary of material risks that may impact the Company is set out in the Annual Report.

The processes employed for evaluating and continually improving the effectiveness of its governance, risk management and internal control processes are conducted internally. The Company's internal control framework ensures regular reporting is provided by Management to the Board on topics such as Work Health & Safety, product quality and financial management.

As a pharmaceutical and medical device company MDI has its own TGA and ISO recognised internal audit program that is used to assess and control its product quality processes and ultimate product quality. This quality audit program, and other factors overseen by the Quality department, are used by the Company to ensure overall continuous quality improvement of products and patient safety. For the reporting period, the Company has completed fourteen internal quality audits, with four in progress scheduled to the end of June 2026. External audits of the Company's financial reporting and aspects of product quality also occur. While no international health regulator inspections occurred during the reporting period, audits were conducted by two distribution partners.

8.3 Environmental, social and governance (ESG)

The Company recognises that it has exposure to environment and social risks by virtue of being a manufacturing and distribution organisation of products, particularly products that are composed of plastic and as an employer. Environmental risks include:

- *appropriately balancing the single use nature of Penthrox, with the patient benefit of portability and immediate pain relief;*
- *ensuring appropriate waste capture and disposal during manufacturing; and*
- *ensuring a sustainable and reliable supply chain.*

Mandatory financial disclosures are expected to be required from FY28 onwards. Details regarding the Company's environmental and social initiatives are set out in the FY26 Annual report, including covering topics such as work health and safety.