

TORQUE METALS LIMITED
(ACN 621 122 905)
(“COMPANY”)

BOARD PERFORMANCE EVALUATION POLICY

1. BOARD OF DIRECTORS

- (a) This policy is to ensure individual directors (“**Directors**”) and the board of Directors of the Company (“**Board**”) as a whole work efficiently and effectively in achieving their functions. It will be used to evaluate the performance of the Board, its committee’s and Directors.
- (b) Each year the Board will undertake the following activities:
 - (i) the Chairperson will meet with each non-executive director separately to discuss individual performance and ideas for improvement; and
 - (ii) the Board as a whole will discuss and analyse its own performance during the year including suggestions for change or improvement.

2. EXECUTIVE DIRECTORS AND KEY EXECUTIVES

This policy is to ensure the Executive Director and key executives execute the Company’s strategy through the efficient and effective implementation of the business objectives. In order to accomplish this:

- (a) the Board will review the Company’s strategy annually;
- (b) following strategy review above the Board will set the organisation performance objectives based on qualitative and quantitative measures;
- (c) the objectives above are reviewed periodically to ensure they remain consistent with the Company’s priorities and the changing nature of the Company’s business;
- (d) the objectives form part of the performance targets for the Executive Director; and
- (e) performance against these objectives is reviewed annually by the Board and is reflected in the Executive Directors remuneration review.

3. BOARD COMMITTEES

- (a) This policy is to ensure committees to which the Board has delegated responsibilities are performing efficiently and effectively in accordance with the duties and responsibilities set out in the Board Charter.
- (b) Each year the Board will undertake the following activities:
 - (i) review the necessity of establishing any committees and delegating certain of its responsibilities to the relevant committee;

- (ii) review the committees' achievements during the year based on their duties; and
- (iii) review the charters of the committees to ensure that they are up to date and remain consistent with the Company's strategy.

4. REVIEW OF BOARD PERFORMANCE EVALUATION POLICY

This policy will be reviewed annually and the Board will disclose for each reporting period whether a performance evaluation has been undertaken in accordance with the policy.