

PERFORMANCE EVALUATION POLICY



1. Annual review of the Board and its Committees (where applicable)

Critica Limited (the **Company**) Performance Evaluation will be undertaken by the Board rather than Remuneration and Nomination Committee due to the current size of the Company, refer to Remuneration and Nomination Committee Charter.

The Board will arrange a performance review of the Board, any established Board committees and of its individual Directors on an annual basis.

The Board and the independent directors will conduct an annual review of the role of the Board, assess the performance of the Board over the previous 12 months and examine ways of assisting the Board in performing its duties more effectively.

The review will include:

comparing the performance of the Board with the requirements of its Charter;

examination of the Board's interaction with management;

reviewing the nature of information provided to the Board by management;

reviewing management's performance in assisting the Board to meet its objectives;

assessing the Board's performance in achieving the Company's objectives and strategies; and

such other criteria at the discretion of the Board.

A similar review will be conducted for each Committee (where applicable) by the Board with the aim of assessing the performance of each Committee and identifying areas where improvements can be made.

2. Annual review of the Directors

The Board will oversee the performance evaluation of the Directors on an annual basis. This evaluation is based on specific criteria, including the business performance of the Company and its subsidiaries, whether strategic objectives are being achieved and the development of management and personnel. Other factors that will be considered include:

1. currency of a director's knowledge and skills; and
2. if a director's performance has been impacted by other commitments.

The Company will disclose whether a performance evaluation was undertaken in each reporting period in accordance with the process outlined above.

3. Annual review of the Executives

The Board will oversee the performance evaluation of the executive team on an annual basis. This evaluation is based on specific criteria, including the business performance of the Company and its subsidiaries, whether strategic objectives are being achieved and the development of management and personnel.

4. Public Disclosure

The Company will disclose whether a performance evaluation was undertaken in each reporting period in accordance with the process outlined above.