Terragen Holdings Limited
Board Skills Matrix
Approved – 28 April 2026

Purpose

This skills matrix is designed to ensure the Board of Terragen Holdings Ltd collectively possesses the skills, experience and judgement required to govern a global, IP-led, business developing and commercialising biological products for agricultural applications usings naturally occurring live microbial strains to improve plant and animal productivity, consistent with AICD guidance and the ASX Corporate Governance Principles and Recommendations (4th edition).

The aim is that at this Board meeting directors will discuss and agree on the final skills to be included in the Matrix, after which the Company Secretary will circulate a table where Directors can confirm their experience in each of the areas.

Board Skills Matrix

Professional Director Skills:		*Coverage Expectation*
Risk & Compliance:	Ability to monitor risk and compliance and knowledge of legal and regulatory requirements.	All Directors
Accounting & Corporate Finance:	Experience in accounting and finance to analyse statements, assess financial viability, contribute to financial planning, oversee budgets and oversee funding arrangements.	All Directors
Strategy:	Ability to identify and critically assess strategic opportunities and threats to the organisation and develop strategies in context to Company policies and business objectives.	All Directors
Policy Development:	Ability to identify key issues for the organisation and develop appropriate policy parameters within which the organisation should operate.	All Directors
Executive Management:	Experience in evaluating performance of senior management and oversee strategic succession planning.	All Directors
ASX Listed Company Experience	The board's directors should ideally have exposure to the requirements of a listed entity and understand the compliance obligations.	All Directors
Previous Board Experience:	The board's directors should ideally have extensive director experience and have completed formal training in governance and risk.	All Directors

Industry Specific Skills:		*Coverage Expectation*
Agtech/Big Ag Industry Experience:	Relevant commercial and technical (including product development) expertise and experience gained in the Ag industry.	2+ Directors
Agricultural Product Value Chains	Understanding manufacturer to supplier to farmer dynamics and brand integrity	1+ Director
Intellectual Property & Trademark Management	Understanding protection and monetisation of core business assets	1+ Director
Licensing & Royalty-Based Models	Understanding as an alternative to selling direct, revenue mechanism across owned brands	1–2 Directors
Global Trade & Market Access	Exposure to geopolitical, FX and trade risks	1+ Director
Partnerships & Joint Ventures	Exposure to this key growth strategy for portfolio expansion	1+ Director
Mergers & Acquisitions	Experience in M&A transactions, trade-sales etc.	1+ Director
Data, Analytics & Commercial Insight	Understanding of market intelligence	1+ Director
Quality Assurance	Understanding the importance of brand trust and consumer protection	1+ Director
Capital Allocation & Portfolio Management	Balancing reinvestment and returns	Chair + 1 Director
Previous Executive experience in agtech or ag industry	Understanding of executive challenges and experience	2+ Directors

Interpersonal Skills (all board members should have these skills):		
Leadership/Mentoring:	Ability to make decisions and take necessary actions in the best interest of the organisation and represent the organisation favourably. Ability to mentor executive management. Ability to analyse issues and contribute at board level to solutions.	All Directors
Ability/willingness to challenge management	Ability and willingness to challenge management recommendations and strategy.	All Directors
Ethics and Integrity:	Understanding of the role of a director and continue to self-educate on legal responsibility. Ability to maintain board confidentiality and declare any conflicts.	All Directors
Contribution/Collaboration:	Ability to constructively contribute to board discussions and communicate and collaborate effectively with management and other directors.	All Directors

Interpersonal Skills (all board members should have these skills):		
Negotiation:	Possess excellent negotiation skills, with the ability to drive stakeholder support for board decisions.	All Directors
Crisis Management:	Ability to constructively manage crises, provide leadership around solutions and contribute to communications strategy with stakeholders.	All Directors

Use of the Skills Matrix

This matrix supports director recruitment, succession planning, annual board performance reviews, and governance disclosures, and demonstrates alignment with ASX Principles 1, 2 and 3.