



ASSESSING THE INDEPENDENCE OF DIRECTORS

An independent director Lucapa Diamond Company Limited (“Lucapa” or “the Company”) is a non-executive director who is not a member of the Company management and who is free of any business or other relationship that could materially interfere with – or could reasonably be perceived to materially interfere with – the independent exercise of their judgement.

It is the Board's policy that in determining a director's independence the Board considers the relationships which may affect independence as set out in Box 2.1 of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations as follows:

When determining the independent status of a director the Board should consider whether the director:

1. is a substantial shareholder² of the Company or an officer of, or otherwise associated directly with, a substantial shareholder of the Company;
2. is employed, or has previously been employed in an executive capacity by the Company or another group member, and there has not been a period of at least 3 years between ceasing such employment and serving on the Board;
3. has within the last 3 years been a principal of a material professional adviser or a material consultant to the Company or another group member, or an employee materially associated with the service provided;
4. is a material supplier or customer of the Company or other group member, or an officer of or otherwise associated directly or indirectly with a material supplier or customer; or
5. has a material contractual relationship with the Company or another group member other than as a director.

¹ Family ties and cross-directorships may be relevant in considering interests and relationships which may affect independence and should be disclosed to the Board.

Authorised on behalf of the Lucapa Board of Directors.

Stephen Wetherall
Chief Executive Officer & Managing Director

Dated: 29 March 2023
Review Date: 29 March 2025

² For this purpose a “substantial holder” is a person with a substantial holding equal to 5% or more as defined in section 9 of the Corporations Act.

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| Prepared by: | Company Secretary | Review Date: | 29/03/2025 |
| Approved by: | Board of Directors | Approver's Signature: | Stephen Wetherall |

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