

CORPORATE GOVERNANCE REPORT

Corporate Governance Statement

The Company believes strong corporate governance is essential to achieving both its short and long-term performance goals and to maintaining the trust and confidence of investors, employees, regulatory agencies, customers and other stakeholders. The Board follows, both formally and informally, corporate governance principles designed to assure that the Board, through its membership, composition, Board committee structure and governance practices, is able to provide informed, competent and independent guidance and oversight and thereby promote long-term shareholder value. This Corporate Governance Statement (this “Statement”) describes the key aspects of the Company’s corporate governance framework.

During fiscal year 2026, the Board evaluated the Company’s corporate governance framework and practices and approved this Statement. This Statement is current as at 30 April 2026.

Overall Approach to Corporate Governance

The Company operates under the regulatory requirements of numerous jurisdictions, including those of its corporate domicile (Ireland) and its principal stock exchange listings (Australia and the United States). In presenting this Statement, the Board has evaluated the Company’s corporate governance framework in relation to the ASX Corporate Governance Council’s Corporate Governance Principles and Recommendations (4th Edition) (the “ASX Principles”), as well as the NYSE Corporate Governance Standards (the “NYSE Standards”).

ASX Principles

Pursuant to ASX Listing Rule 4.10.3, the Company is required to disclose in this Statement the extent to which it has followed the ASX Principles for fiscal year 2026 and must identify any areas where the Company has determined not to follow the ASX Principles and provide the reasons for not following them.

NYSE Standards

Beginning April 1, 2026, the Company became a U.S. domestic issuer with Ordinary Shares listed on the NYSE. The Company is required to comply with the NYSE Listing Standards and believes that its corporate governance framework and practices are consistent with the NYSE Listing Standards.

Availability of Key Governance Documents

This Statement, as well as the Company’s Constitution, Board committee charters and the other key governance and corporate policies referenced in this Statement, as updated from time to time, are available on the Company’s investor relations website (ir.jameshardie.com.au) or by

requesting a copy from the Company Secretary at the Company's corporate headquarters at 1st Floor, Block A, One Park Place, Upper Hatch Street, Dublin 2, D02 FD79, Ireland.

The Board committee charters and other key governance and corporate policies referenced in this Statement were reviewed by the Board during fiscal year 2026.

Discussion of Corporate Governance Framework and Practices

The following discussion of the Company's corporate governance framework and practices incorporates the disclosures required by the ASX Principles and generally follows the order of the ASX Principles.

Principle 1: Lay Solid Foundations for Management and Oversight

The Role of the Board and Management

The principal role of the Board is to promote and protect shareholder value by providing strategic guidance to management and overseeing management's implementation of the Company's strategic goals and objectives. On an annual basis, the Board reviews the Company's strategic priorities with management, including the Company's business plan, and leads discussions on execution strategy, including budgetary considerations, to ensure that the Company has the appropriate resources to deliver the agreed strategy. The Board also monitors management, operational and financial performance against the Company's goals on an ongoing basis throughout the year. To enable it to do this, the Board receives operational and financial updates at every scheduled Board meeting.

The Board is accountable to shareholders by whom they are elected for delivering long-term shareholder value. To achieve this, the Board ensures that the Company has in place a framework of controls, which enables management to appraise and manage risk effectively with oversight from the Board, through clear and robust procedures and delegated authorities.

In accordance with the provisions of the Company's Constitution, the Board committee charters and other applicable governance and corporate policies, the Board has delegated a number of powers to Board committees and responsibility for the day-to-day management of the Company's affairs and the implementation of corporate strategy to the CEO. The responsibilities delegated to the CEO are established by the Board and include limits on the way in which the CEO can exercise such authority. In addition, the Board has also reserved certain matters to itself for decision, including:

- appointing, removing and assessing the performance and remuneration of the CEO and CFO;
- the appointment and removal of the Company Secretary;
- succession planning for the Board and the CEO and defining the Company's management structure and responsibilities;

- approving the overall strategy for the Company, including the business plan and annual operating and capital expenditure budgets;
- ensuring that the Company has in place an appropriate risk management framework and that the risk appetite and tolerances are set at an appropriate level;
- ensuring that the Company has in place an appropriate framework for relevant information to be reported by management to the Board;
- convening and monitoring the operation of shareholder meetings and approving matters to be submitted to shareholders for their consideration;
- approving annual and periodic reports, results announcements and related media releases, and notices of shareholder meetings;
- approving the dividend policy and interim dividends and, when appropriate, making recommendations to shareholders regarding the annual dividend;
- reviewing the authority levels of the CEO and management;
- approving the remuneration framework for the Company;
- overseeing corporate governance matters for the Company;
- approving corporate-level Company policies;
- considering management’s recommendations on various matters which are above the authority levels delegated to the CEO or management;
- oversight of sustainability-related and climate topics and strategy; and
- any other matter which the Board considers appropriate to be approved by the Board.

In discharging its duties, the Board aims to take into account, within the context of the industry in which the Company operates, the interests of the Company (including the interests of its employees), shareholders, and other stakeholders, and where possible, aligns its activities with current best practices in the jurisdictions in which the Company operates.

The full list of those matters reserved to the Board is formalized in our Board Charter and Corporate Governance Guidelines. The Board Charter is available on our investor relations website (ir.jameshardie.com.au).

Board Committees

In order to ensure that the Board properly discharges its responsibilities and fulfills its oversight role, the Board has established the following Board committees:

- Audit Committee;
- People & Compensation Committee; and
- Nominating & Governance Committee

Additionally, from time to time, the Board may establish ad hoc Board committees to address particular matters. In fiscal year 2026, the Board established the Integration & Performance Committee to oversee the integration of The AZEK Company Inc. (“AZEK”) acquisition.

Integration & Performance Committee

Director ¹	Committee tenure	Independence
Jesse Singh	Member & Chair since 14 November 2025	Non-executive director
Aaron Erter	14 November 2025	Executive director and CEO
Howard Heckes	14 November 2025	Independent non-executive director
Persio V. Lisboa	14 November 2025	Independent non-executive director

¹ The composition of the I&PC is accurate as at 30 April 2026. As at 14 May 2026, P Lisboa is no longer a member of the Committee.

The Integration and Performance Committee oversees the Company's integration of AZEK and the overall performance of the Company. Amongst other things, the Integration & Performance Committee:

- provides dedicated Board-level oversight of the integration process and the performance of the Company;
- monitors and reports on integration progress, risks and opportunities and the performance of the Company to the Board and stockholders;
- ensures alignment between management execution and shareholder interests; and
- provides transparent governance and accountability mechanisms to address shareholder interests regarding the integration process and Company performance.

A more complete description of these and other Integration & Performance Committee functions is contained in the Integration & Performance Committee's Charter, a copy of which is available on the Company's investor relations website (ir.jameshardie.com.au).

Each standing Board committee meets at least quarterly and has scheduled an annual calendar of meetings and discussion topics to assist it to properly discharge all of its responsibilities. Each Board committee Chair reports to the Board at each scheduled Board meeting on their activities.

Each of the standing Board committees operates under a written charter adopted by the Board. On an annual basis, each committee, with the assistance of the Nominating & Governance Committee, undertakes a review of its charter for consistency with applicable regulatory requirements and current corporate governance principles and practices. Each of the standing Board committee charters is available on our investor relations website (ir.jameshardie.com.au).

Full discussions of the role and oversight responsibilities for each standing committee are provided below under Principle 2 (Nominating & Governance Committee), Principle 4 (Audit Committee) and Principle 8 (People & Compensation Committee).

During the year, the Board and each Board committee develop and review an annual work plan created from the standing Board committee charters so that the responsibilities of each Board committee are addressed at appropriate times throughout the year.

Board and Board Committee Meetings

The Board and each of the standing Board committees meet formally at least four times a year and on an ad hoc basis as deemed necessary or appropriate. Scheduled Board meetings are normally held over a period of one or two days, with Board committee meetings also taking place during such time. This meeting structure enhances the effectiveness of the Board and the Board committees. The majority of Board and Board committee meetings are held at the Company's corporate headquarters in Ireland. At each scheduled meeting, the Board holds non-executive directors only sessions without management present.

Prior to each scheduled Board or Board committee meeting, directors are provided timely and necessary information by Company management to allow them to fulfill their duties. The Nominating & Governance Committee periodically reviews the format, timeliness and content of information provided to the Board and Board committees. All directors receive access to all Board committee materials and may attend any Board committee meeting, whether or not they are members of such committee. Directors also receive the minutes of each committee's deliberations and findings, as well as oral reports from each Board committee Chair, at each scheduled Board meeting.

In discharging their duties, directors are provided with direct access to executive management and outside advisors and auditors.

The Board has regular discussions with the CEO and executive management regarding the Company's strategy and performance, during which Board members formally review the Company's progress. In addition, consistent with the Company's commitment to shareholder value creation and supporting the successful integration of AZEK business, an Integration & Performance Committee of the Board was established in November 2025 which oversees and supports the integration of AZEK and, more broadly, the performance of the combined business.

The following table provides the composition of each standing Board committee during fiscal year 2026, as well as sets out the number of Board and Board committee meetings held, and each director's attendance:

Name	Board		Audit			People & Compensation			Nominating & Governance			Integration & Performance		
	H	A	Memb	H	A	Memb	H	A	Memb	H	A	Memb	H	A
N Stein	6	6	•	3	3				•	4	4			
A Lloyd ¹	4	4												
PJ Davis ¹	4	4							•	2	2			
H Heckes ²	5	5	•	3	3							•	1	1
G Hendrickson ²	5	5				•	5	4	C	2	2			
P Lisboa	6	6				C	6	6	•	2	2	•	1	1
R Peterson	6	6	C	4	4									
J Pfeifer	6	6				•	6	6						
R Rodriguez ¹	4	4				•	1	1	C	2	2			
S Rowland	6	6	•	4	4	•	6	6						
J Singh ²	5	5							•	3	3	C	1	1
H Wiens ³	1	1	•	1	1									

• Board Committee member.

C Board Committee chair.

H Number of meetings held during the time the director held office or was a member of the Board committee during the fiscal year.

A Number of meetings attended during the time the director held office or was a member of the Board committee during the fiscal year. Non-committee members may also attend Board committee meetings from time to time; these attendances are not shown.

¹ A Lloyd, PJ Davis and R Rodriguez no longer serve as directors since October 2025

² H Heckes, G Hendrickson and J Singh appointed as directors in July 2025

³ H Wiens resigned as director in July 2025

Company Secretary

The Company Secretary is accountable to the Board through the Chair of the Board on all matters relative to the proper functioning of the Board. The Company Secretary is also responsible for ensuring that Board procedures are complied with. All directors have access to the Company Secretary for advice and services. The Board appoints and removes the Company Secretary. The duties required of the Company Secretary include:

- advising the Board and its committees on governance matters;
- monitoring that Board and committee policy and procedures are followed;
- coordinating the timely completion and dispatch of Board and committee papers;
- ensuring that the business at Board and committee meetings is accurately captured in the minutes; and

- helping to organize and facilitate the induction and professional development of directors.

Evaluation of Director Candidates

Before appointing a director or nominating a candidate to shareholders for election as a director, the Company typically undertakes background checks, including checks as to the candidate's education, experience, criminal history, bankruptcy and character. To facilitate shareholders making an informed decision on whether or not to elect or re-elect a director, the Board details in the Notice of Meeting all material information it possesses relevant to the decision. This information includes biographical details, relevant qualifications and experience and the skills they bring to the Board and details of any other material directorships currently held by the candidate as well as the term of office currently served by the director, and if the Board considers that the director is independent.

In addition, when a director is being elected for the first time, the following information will be presented in the Notice of Meeting:

- material adverse information revealed by the checks the Company has performed about the director;
- details of any interest, position, association or influence in a material respect; and
- if the Board considers that the candidate, if elected, will qualify as an independent director.

Agreements with Directors and Senior Executives

Each incoming director receives a letter of appointment setting out the key terms and conditions of his or her appointment and the Company's expectations of them in that role. No benefits are provided to our non-executive directors upon termination of appointment. The Company has executive agreements in place with certain senior executives where it is in the Company's strategic interest. The letter of appointment includes:

- a requirement to disclose directors' interests and any matters which could affect the director's independence;
- the requirement to comply with key corporate policies, including the Company's Global Code of Conduct, its Anti-Bribery and Corruption Policy and its Insider Trading Policy;
- the requirement to notify the Company of, or to seek the Company's approval before accepting, any new role that could impact upon the time commitment expected of the directors or give rise to a conflict of interest;
- the Company's policy on when directors may seek independent professional advice at the expense of the Company;
- indemnity and insurance arrangements;
- ongoing rights of access to corporate information; and
- ongoing confidentiality obligations.

Management Performance Evaluations

On an annual basis, the People & Compensation Committee, and subsequently the Board, review the performance of the CEO and CFO against performance measures approved by the Board and People & Compensation Committee. The CEO reviews the performance of each of the CEO's direct reports throughout the year, assessing their performance against performance measures approved by the People & Compensation Committee and the Board and reports to the Board through the People & Compensation Committee on the outcome of those reviews annually. Performance evaluations for fiscal year 2026 were conducted in accordance with the process outlined above in April and May 2026. Further details on the assessment criteria for the CEO and other senior executive officers are or will be set out in our proxy materials for our 2026 Annual General Meeting.

Board & Board Committee's Performance Evaluation

The Nominating & Governance Committee oversees the Board and Board committee's evaluation process and makes recommendations to the Board. During fiscal year 2026, the process, which was undertaken between January to March 2026, involved the completion of purpose-designed surveys by each director and a private discussion between the Chair of the Board and each director, and the results were reviewed and discussed by the Nominating & Governance Committee and the Board. Further, during fiscal year 2026, the Chair of the Nominating & Governance Committee discussed with the Board, the Chair's performance and contribution to the effectiveness of the Board as well as the performance of each of the Board committees. The Board also has responsibility for overseeing and evaluating the Nominating & Governance Committee.

ONEHardie™: Winning Culture

At James Hardie, our people are central to delivering on our strategy and enabling sustainable long-term growth. As of 30 March 2026, we employed approximately 7,500 employees globally across manufacturing, sales, R&D, and corporate functions.

As we enter the next phase of growth, James Hardie's people strategy follows the ONEHardie™ framework, showing our dedication to our people, creating a winning culture, and upholding our values: Honor Our Commitments, Collaborate for Greatness, Do the Right Thing, Be Bold and Progressive, Embrace Our Diversity, and It Starts and Ends with the Customer. The ONEHardie™ Policy is available on our investor relations website (ir.jameshardie.com.au).

James Hardie remains committed to fostering an inclusive workplace and to providing equitable access to opportunities for all employees and candidates. We have transitioned to the OneHardie™ framework, that emphasizes behaviors and process-driven practices designed to support inclusion, engagement, and talent development across the workforce. These activities include broad-based recruiting practices, inclusive leadership and development programs, Employee Resource Groups ("ERGs"), and merit-based talent decisions that support fairness,

belonging, and engagement across the organization. In light of the evolving legal and regulatory environment in our primary market, the ONEHardie™ framework does not use specific numerical or representation-based targets for diversity, equity, and inclusion. For more information regarding our approach to Board diversity, please see page 19.

Anchored in three core pillars — Organizational Agility, Great Talent, and Winning Culture — our people strategy aligns human capital priorities with business outcomes, ensuring we attract, retain, and develop the talent necessary to sustain a competitive advantage.

Organizational Agility: We are building an organization designed with the James Hardie strategy at its center, focused on scalability, operational effectiveness, and functional excellence. This includes:

- Embedding organizational design and value capture by supporting the implementation and refinement of organizational design work, including leader assimilation and clear ways of working.
- Enabling technology continuity and risk mitigation through targeted system updates and enhancements to address end-of-life technologies and ensure business continuity.
- Harmonizing benefits offerings across the organization to support competitiveness, parity, and regulatory compliance.
- Establishing updated incentive frameworks to support retention and alignment with business priorities.

Great Talent: Building a robust and sustainable talent pool is critical to James Hardie's long-term success. We are strengthening our leadership and development capabilities to ensure we attract, develop, and retain the talent required to deliver on our strategy. Key initiatives include:

- Establishing an integrated talent attraction, management, and retention framework supported by strengthened succession planning, targeted executive recruiting capabilities, centralized hiring for critical roles, and a focused retention strategy for key talent segments. The framework emphasizes inclusive recruiting practices and a structured internship program to build a sustainable, diverse early-career talent pipeline over the long term.
- Launching a Career Framework with supporting career pathing enabled by a standardized job catalogue and aligned pay structures, providing greater transparency, consistency, and scalability in career progression across the organization.
- Advancing the James Hardie Global Learning and Development Framework through programs such as Grow@Hardie, leadership and team assimilation, leadership development, and targeted technical training to build capability from Day 1 through retirement.

Winning Culture: We are bringing the James Hardie purpose, vision, mission, and values to life to enable our people and unlock their best performance across the enterprise. Our focus is on reinforcing a consistent leadership standard, strengthening employee engagement, and continuing the activation of the OneHardie™ culture. Core priorities include:

- Establishing a Global Leadership Framework anchored in a shared leadership model and definition, and leveraged across learning, development, and performance management to drive consistent leadership expectations enterprise-wide.
- Strengthening employee engagement through the delivery of the OneHardie™ global Hardie Heartbeat engagement survey, supporting ongoing listening, insight, and sustained engagement outcomes.
- Advancing the OneHardie™ culture through enterprise-wide programming, including ERGs, expansion of HMOS, education and activation of our integrated values, and the Employee Stock Purchase Plan, in support of connection, inclusion, and shared ownership.

Culture and Opportunity

James Hardie is committed to cultivating a culture where every employee thrives and excels. We believe that by fostering a winning culture built on trust, connection across teams and commitment beyond our walls, we build a strong foundation that creates a strong foundation for innovation, talent attraction and retention, and sustains our global market position.

We aim to enhance workforce representation over time by ensuring equitable access to opportunities, supporting Employee Resource Groups (ERGs), strengthening early-career talent pipelines, and expanding outreach efforts designed to reach broad and diverse talent pools. These efforts include posting job opportunities through universities, professional organizations and associations that focus on engaging diverse talent across gender and ethnic backgrounds. James Hardie supports voluntary, employee-led ERGs, including the Women's Initiative Network (WIN), Hispanic/Latino ERG (AMIGOS), and Asia Pacific American ERG (ASPAN), that focus on areas such as leadership development, mentoring, networking, cultural awareness, and inclusion-related programming that is open to all employees and managed in alignment with applicable legal requirements. These efforts are further reinforced through expanded plant-level engagement, including plant-based ERG activations, local leadership participation in engagement events, and closer collaboration between plant leadership and corporate engagement and communications teams to support connection and inclusion across our manufacturing and office environments.

James Hardie seeks to maintain pay practices that are competitive, internally equitable, and grounded in objective, job-related factors. Compensation decisions are guided by structured job architecture, market benchmarks, and performance considerations, and are subject to regular review through established compensation processes to promote internal equity and compliance with applicable laws.

We also remain committed to transparency, regularly monitoring sentiment through engagement tools and reporting metrics on trust, advancement, and collaboration. These insights drive action planning at the local, regional, and enterprise levels.

Board and Executive Oversight

Our Board of Directors oversees key aspects of human capital, including culture, workforce risks, leadership succession, and executive compensation. Our leadership team is accountable for building and sustaining a high-performance, values-driven culture, and progress is reviewed regularly through board updates, employee sentiment data, and strategic talent reporting.

Principle 2: Structure the Board to Add Value

Composition of the Board

As of the date of this Statement, the Board comprises eight non-executive directors (including the Chair) and one executive director (being the CEO). In accordance with the Company's Constitution, the Board must have no less than three and not more than twelve directors, with the precise number to be determined by the Board having regard to the requirements of the business and the need to manage changes to board composition and board committees without undue disruption.

Director	Board tenure	Independence
Nigel Stein	14 May 2020	Chair and Independent non-executive director
Aaron Erter	1 September 2022	Chief Executive Officer and executive director
Howard Heckes	1 July 2025	Independent non-executive director
Gary Hendrickson	1 July 2025	Independent non-executive director
Persio Lisboa	2 February 2018	Independent non-executive director
Renee Peterson	30 November 2022	Independent non-executive director
John C Pfeifer	16 May 2024	Independent non-executive director
Suzanne B Rowland	4 February 2021	Independent non-executive director
Jesse Singh	1 July 2025	Non-executive director

For additional information on each director, see "Board of Directors" within the Company's proxy statement for the 2026 annual meeting of stockholders.

The following changes occurred on the Board during and after fiscal year 2026:

- Mr Harold Wiens retired as a non-executive director of the Board on 1 July 2025.
- At the conclusion of the 2025 Annual General Meeting, the following directors no longer served on the Board
 - Ms Anne Lloyd (also Chair),
 - Mr Peter-John Davis, and
 - Ms Rada Rodriguez.
- Mr Nigel Stein, independent non-executive director, was appointed as Chair of the Board on 17 November 2025.
- In addition, the Board was renewed with three non-executive directors on 1 July 2025 as part of the AZEK acquisition:

- Howard Heckes,
- Gary Hendrickson, and
- Jesse Singh.
- Effective 14 May 2026, Persio Lisboa resigned as a director of the Board.

Directors may be elected by the Company's shareholders at general meetings or appointed by the Board and elected at the next general meeting if there is a vacancy. A person appointed as a director by the Board must submit his or herself for election at the next AGM. The Board and our shareholders have the right to nominate candidates for the Board. Directors may be dismissed by the Company's shareholders at a general meeting. In accordance with the Company's Constitution and the ASX Listing Rules, no director (other than the CEO) shall hold office for a continuous period of more than three years without being re-elected by shareholders at an AGM. The Company's Constitution provides for a classified Board structure and the Board is divided into three classes (excluding the CEO). Upon the expiration of the term of a class of directors at an AGM, each director in that class may, if willing to act and if the Board so recommends, put themselves forward for re-election at that same AGM to serve from the time of re-election until the third AGM following his or her re-election.

The Board's overriding desire is to maximize its effectiveness by appointing the best candidates for vacancies and closely reviewing the performance of directors subject to re-election. Directors are not automatically nominated for re-election. Nomination for re-election is based on a number of factors, including an assessment of their individual performance, independence, tenure, and their skills and experience relative to the needs of the Company. The Nominating & Governance Committee and the Board discuss the performance of each director due to stand for re-election at the next AGM before deciding whether to recommend their re-election.

As part of the appointment process, the Nominating & Governance Committee, in consultation with the Board, considers the size and composition of the Board, the current range of skills, competencies and experience and the desired range of skills, as well as Board renewal, succession and diversity plans. The Nominating & Governance Committee identifies suitable candidates, with assistance from an external consultant, where appropriate, and a number of directors meet with those candidates. Prior to the Board selecting the most suitable candidate (based on a recommendation from the Nominating & Governance Committee), the Board, with the assistance of external consultants, conducts appropriate background and reference checks.

During fiscal year 2026, the Nominating & Governance Committee continued to execute its forward-looking plan for Board and Committee succession, to ensure orderly succession to key posts, effective recruitment and smooth onboarding of new members (including any required transition). The plan is regularly reviewed by the Board, supported by updates and reports to the Board from the Nominating & Governance Committee.

Director Independence

In accordance with applicable listing standards and its Board and committee charters, the Company requires that a majority of directors on the Board and the Board committees be independent, unless a greater number is required to be independent under the rules and regulations of the ASX, the NYSE or other applicable regulatory body. Additionally, the Company's Board and committee charters provide that the Chair of the Board and each standing committee must also be independent, non-executive directors, except in unusual circumstances.

All directors are expected to bring their independent views and judgment to the Board and Board committees and must declare any potential or actual conflicts of interest. For a director to be considered independent, the Board must determine the director does not have any direct or indirect business or other relationship that could materially interfere with such director's exercise of independent judgment and to act in the best interests of the entity as a whole rather than in the interests of an individual shareholder or other party. In assessing the independence of each director, the Board considers the standards for determining director independence set forth in the ASX Principles and the NYSE Standards and evaluates all potential conflicting relationships on a case-by-case basis, considering the materiality of each potential or actual conflict of interest.

During fiscal year 2026, the Board, with the assistance of the Nominating & Governance Committee, undertook an independence assessment of each director. The Board determined that, with the exception of Aaron Erter, the current CEO of the Company, and Jesse Singh, former AZEK CEO, all other members of the Board of Directors are independent.

Director Qualifications and Board Diversity

The Board seeks to achieve a mix of skills, experience and expertise to maximize the effectiveness of the Board and utilizes a skills matrix in reviewing Board composition and in succession planning. The following lists the mix of skills, experience and diversity the Board has and is looking to achieve, taking into consideration the strategic objectives of the Company.

Our Approach to Board Composition and Skills

The Board seeks to ensure it maintains an appropriate mix of skills, experience, and expertise to promote diversity of thought, maximize its effectiveness, and build a culture equipped to meet the current and emerging challenges and opportunities that James Hardie faces.

Our Board Skills Matrix, reviewed annually, is a key tool used by the Board to identify strengths and development areas that may require ongoing professional development and/or used as a key input into Board succession planning. In addition, our Board operates under the premise that all Directors have:

- A clear understanding of regulatory and legal compliance matters and Director responsibilities, duties, and stakeholder expectations;

- A strong understanding of its ethical obligations to all stakeholders and factors that may influence and impact our social license to operate, including with respect to our sustainability culture and strategy;
- Clarity on our purpose, strategy and culture and the ability each Director has in shaping these attributes in a prudent manner, with consideration of both financial and non-financial risks;
- Willingness to challenge management and the status quo;
- Willingness to demonstrate their technical ability and depth and breadth of experience and continuously learn and develop their skills to further James Hardie's growth and success; and
- Adopt a collaborative approach, encouraging a diversity of perspectives.

In 2024, the Board engaged an independent provider to conduct an external review of our current Board Skills Matrix, with a view to ensure that:





- Disclosed skills and expertise are clearly aligned to those required to provide appropriate oversight of James Hardie's strategic objectives, as well as current and emerging risks, challenges, and opportunities within our industry; and
- Skills definitions and assessment criteria are more robust and reflective of James Hardie's size, scale, and complexity.





In line with the process undertaken in previous years, during fiscal year 2026, each Director undertook a detailed survey to assess the Director's current capabilities against our desired mix of skills and experience.






The Board, with assistance from the Nominating & Governance Committee, will consider these skills as part of any future succession planning processes, as well as ongoing professional development activities for the Board – including (but not limited to) accredited external training courses, engagement of external subject matter experts and in-house presentations.




The following lists the mix of skills and experience the Board has and is looking to achieve, their strategic importance to James Hardie and level of representation on the current Board.

Highly Skilled/Expert
 Skilled
 General Awareness/Knowledge

Skill/Experience	Description	Relevancy to James Hardie	Representation on Board
Industry			
Manufacturing	Former or current executive role in the manufacturing sector, with experience in the fiber cement and building products industry and in-depth industry knowledge and experience in lean manufacturing.	To remain at the forefront of the building products industry, the JHX Board must have the relevant technical and operational experience within the industry and knowledge about how the Company's products are manufactured.	
Materials	Former or current executive role in the materials industry, including building materials/products. In-depth industry knowledge and understanding of the key risks and opportunities in building materials or residential housing.	Achievement of JHX's mission to be the most respected and desired building materials brand in the world requires the JHX Board to have experience and understanding of the materials industry, particularly the building materials and/or residential construction industry.	
Commercial			
Strategy	Experience in enterprise-wide strategy development and implementation, managing business operations, and designing an effective capital management framework. Experience working in an industry with projects involving large-scale capital outlays and long-term investment horizons in the planning and execution phases.	As the company seeks to grow its market share globally and innovate its product offering, we will draw upon Directors' experience in assessing, developing and executing challenging strategic plans and driving growth.	
Risk Management	Senior executive role or substantial board experience with robust risk management frameworks in a large or medium-sized organization, preferably with global operations. Demonstrable ability to analyze financial and non-financial risks and opportunities and develop and implement successful business strategies.	The Board is expected to maintain strong oversight of JHX's long-term risk management plan, including monitoring the effectiveness of management's approach and mitigation of relevant financial and non-financial risks.	

Skill/Experience	Description	Relevancy to James Hardie	Representation on Board
Financial Acumen/ Corporate Finance	Chartered Accountant (CA), Certified Public Accountant (CPA) or former or current CFO role in a listed company with the ability to choose the most appropriate accounting framework. In-depth understanding of key financial drivers of business and corporate finance, with proven experience with M&A, capital raisings, capital restructuring, divestments, and spin-offs.	The Board is required to understand financial principles and be able to evaluate JHX's financial reporting and other periodic corporate reporting, to ensure timely and accurate disclosures. Directors should ensure disclosure is aligned to the reporting requirements of the different jurisdictions JHX operates in.	
Information Technology/ Data Analytics/ Cyber Security	Expertise and experience with digital platforms and customer interfaces, information technology and systems, software, cyber security, social media, digital marketing, programming and creating and developing efficient technological processes.	As JHX continues to grow its global presence, Directors need to be aware of the technological risks and opportunities to the business, particularly with regard to data analytics and cyber security, technologies that enable better efficiency, and those which could protect the Company from external disruptors. Technological advancements may impact JHX's positioning in the market and provide opportunities for new products, services, processes and supply chains which Directors must be aware of when making decisions regarding the Company's business strategy.	
Market Experience/ Customer Centricity/ Innovation	Proven experience in product innovation and diversification, creating and developing efficient technological processes, implementing improvements to business processes and internal systems. Proven experience in next generation insight, digital and customer experience, as well as retail industry and merchandise expertise.	Industry-leading innovation is critical for JHX to remain at the forefront of the building materials industry by providing differentiated solutions to customers. It is important for Directors to have a sufficient level of expertise in innovation to be able to assess and oversee the development of new products, processes and systems.	
Global Business Experience	Former or current executive role in overseas markets where James Hardie operates, with a strong understanding of global markets and different macro-political and economic environments. Experience in developing and implementing successful and sustainable operational/governance structures in new geographies and jurisdictions.	JHX's global presence and ambition to solidify and expand its international footprint requires Directors to have experience in roles that require global leadership and an understanding of regional political, regulatory, cultural and business environments. It is critical for the Board to have experience in and knowledge of markets we currently operate in (Australia, North America and Europe), as well as those we may	

Skill/Experience	Description	Relevancy to James Hardie	Representation on Board
Sales, Marketing & PR	Former or current executive role with direct responsibilities for brand and product marketing, business development, promotion, sales and communications. Experience in an investor relations role. Experience in dealing with a crisis, controversy, accidents, special events and crisis management.	To meet our ambition of profitably growing market share, Directors must have a working knowledge of different aspects of business development, marketing of products, key market demand influences, competitors and market trends.	
Leadership, Governance & Compliance			
Executive Leadership	Senior executive role in a publicly listed entity in Australia or overseas, with proven track record of leadership, overseeing culture and governance.	Strong executive leadership includes effective succession planning, overseeing culture, and demonstrating and promoting behaviors/ actions that align with our purpose, vision, mission and core values.	
Board Experience	Experience as a non-executive director in a publicly listed entity in Australia or overseas, with proven track record of leadership and governance skills, including consideration of emerging expectations in governance.	The Board should set the 'tone from the top' by acting with integrity and accountability, and a commitment to the highest standards of corporate governance.	
Culture, Human Resources & Remuneration	Experience in building workforce capability, leading large, diverse and geographically distributed teams, and understanding / influencing organizational culture. Senior executive role or board experience with remuneration frameworks that aim to attract and retain high caliber of executives and other employees. Experience in managing recruitment, talent development and training, retention and turnover.	In line with JHX's values of 'embracing our diversity' and 'collaborate for greatness', it is crucial for Directors to bring their skills and experience in overseeing culture, talent management, succession planning, and demonstrating values-based behaviors.	
Public Policy & Regulation	Former or current role in government, a government organization, body, entity or institution (including the Australian Takeovers Panel or Foreign Investment Review Board) of any jurisdiction where James Hardie operates. Public and private sector experience in economic policy development and analysis. Experience with regulatory and legal compliance, and resolution of regulatory issues and litigation/disputes, across a wide range of jurisdictions.	As we operate in multiple global jurisdictions, our Board must have a strong understanding of current and emerging regulatory and legal policies and risks, which may impact our operations, performance and reputation.	

Skill/Experience	Description	Relevancy to James Hardie	Representation on Board
People & Sustainability			
Health & Safety	Proven experience in implementing and improving health and safety processes / management systems. Former or current member of another listed company's safety and health committee.	Our Zero Harm culture is an imperative company value and a key pillar under JHX's sustainability strategy. Accordingly, the Board must endorse and support our commitment to operating with safe people, safe places and safe systems, through understanding the health and safety risks that employees and third parties are exposed to.	
Environment	Proven experience in ensuring compliance-based environmental procedures and methods, creating and developing processes and products with a focus on environmental management, recycling, biodiversity and water management. Former or current member of another listed company's environmental committee.	Operating within the building materials industry, the Board must consider the risks and opportunities as they relate to JHX's physical environment and integrate the management of environmental issues into our sustainability and business strategies, to ensure the business operates in a sustainable and resilient manner.	
Human Rights & Supply Chain Management	Demonstrable understanding of issues related to human rights and supply chains, particularly with respect to the materials industry. Proven experience in building long-term, sustainable community and end-customer relations.	With 'communities' as a key pillar under JHX's sustainability strategy, Directors are expected to endorse and support initiatives that provide better visibility into supply chains and community relations, to reduce the risk of breaches in human rights and difficulties in maintaining the Company's social license to operate.	

Directors must be able to devote a sufficient amount of time to prepare for, and effectively participate in, Board and Board committee meetings. The Nominating & Governance Committee reviews the other commitments of directors annually and otherwise, as required. In fiscal year 2026, as part of the review, the Nominating & Governance Committee and Board noted that no audit committee member simultaneously serves on the audit committee of more than three public companies.

Biographical information for each member of the Board, along with the skills, qualifications, experience and relevant expertise for each director, and his or her date and term of appointment, are or will be summarized in the Board biography section of our annual proxy statement and also appear on the Company's investor relations website (ir.jameshardie.com.au).

Our Approach to Board Diversity

Our approach and objective for achieving gender diversity reflects the evolving regulatory and social environment across a number of our operating jurisdictions, particularly in the United States. We recognise that investor expectations regarding diversity, equity and inclusion (DEI) disclosure and target-setting continue to differ across jurisdictions, while certain DEI-related practices in the US have also given rise to increasing legal and regulatory complexities.

Against this backdrop, we transitioned to the broader ONEHardie™ framework in 2025 to develop a more unified and globally consistent approach to support inclusion, engagement, and talent development across the workforce. While we acknowledge that some stakeholders may continue to prefer disclosure of quantified diversity targets and measurable objectives, we believe this approach is appropriate given the increasingly complex and evolving landscape surrounding diversity governance globally.

Nominating & Governance Committee

Director¹	Committee tenure	Independence
Gary Hendrickson – Committee Chair	Member & Chair since 12 November 2025	Independent non-executive director
Nigel Stein	26 October 2020	Independent non-executive director

¹ The composition of the N&GC is accurate as at 30 April 2026. As at 14 May 2026, N Stein replaced G Hendrickson as Committee Chair, G Hendrickson remains a member and S Rowland became a member.

The Board has established the Nominating & Governance Committee to identify and recommend to the Board individuals qualified to become members of the Board, develop and recommend to the Board a set of corporate governance principles, and perform a leadership role in shaping the Company's corporate governance policies. The duties and responsibilities of the Nominating & Governance Committee include:

- identifying and recommending to the Board individuals qualified to become directors;
- in conjunction with the Company Secretary, ensuring that new directors receive proper induction in order to fulfill their role;
- overseeing the evaluation of the Board and senior management and formulating succession plans for the CEO, CFO and senior executives;
- assessing the independence of each director;
- reviewing the conduct of the AGM; and
- performing a leadership role in shaping the Company's culture and corporate governance policies.

A more complete description of these duties and responsibilities and other Nominating & Governance Committee functions is contained in the Nominating & Governance Committee's Charter, a copy of which is available on the Company's investor relations website (ir.jameshardie.com.au).

Management Succession Planning

The Board, together with the Nominating & Governance Committee, has developed, and periodically reviews with the CEO, management succession plans, policies and procedures for the CEO and certain other members of executive management.

Retirement and Tenure Policy

The Company does not have a retirement and tenure policy. The length of tenure of individual directors is one of many factors considered by the Board when assessing the independence, performance and contribution of a director, in succession planning, and as part of the Board's decision-making process when considering whether a director should be recommended by the Board for re-election.

Related Party Transactions

Other than the compensation arrangements with our executive officers and directors, which are or will be disclosed in "Compensation Discussion & Analysis" within the Company's proxy statement for the 2026 annual meeting of stockholders, the Company has not entered into any related party transactions requiring disclosure during fiscal year 2026.

Induction and Continuing Development

The Company has an induction program for new directors, tailored to their existing skills, knowledge and experience, to position them to discharge their responsibilities effectively and to add value. The program includes an overview of the Company's governance arrangements and directors' duties in Ireland, the United States and Australia, plant and market tours to understand the Company's strategic plans and impart relevant industry knowledge, briefings on the Company's risk management and control framework, financial results and key risks and issues, and meeting other directors, the CEO and members of management. New directors are also provided with comprehensive orientation materials including relevant corporate documents and policies.

The Nominating & Governance Committee regularly assesses whether the directors as a group have the skills, knowledge and experience to deal with new and emerging business and governance issues and professional development is provided for identified gaps. For example, training on key accounting matters is provided through internal and external sources for directors with little accounting skills or knowledge.

In addition, the Company regularly schedules time at Board meetings to develop the Board's understanding of the Company's operations, regulatory environment and material developments in laws, including updates on topical developments from management and external experts.

Board Leadership Structure

In an effort to promote efficient undertaking of its roles and responsibilities, the Board has appointed one of its independent, non-executive members, Nigel Stein, as Chair of the Board. In his role as Chair of the Board, Mr Stein co-ordinates the Board's duties and responsibilities and acts as an active liaison between management and the Company's non-executive directors, maintaining frequent contact with the CEO and being advised generally on the progress of Board and Board committee meetings. In his role as Chair of the Board, Mr Stein also:

- provides leadership to the Board and helps set the annual board calendar and quarterly meeting agendas;
- chairs Board and shareholder meetings;
- facilitates Board discussions; and
- monitors, evaluates and assesses the performance of the Board and Board committees, and attends meetings of the Audit, People & Compensation and Nominating & Governance committees.

Remuneration

For a detailed discussion of the Company's remuneration policies for directors and executives, and the link between remuneration and overall corporate performance, see "Compensation Discussion and Analysis" within the Company's proxy statement for the 2026 annual meeting of stockholders.

Board Accumulation Guidelines

Non-executive directors are required to accumulate up to 5 times their annual cash fees (the "Ownership Target") in the Company's shares (either personally, in the name of their spouse, or through a personal superannuation, retirement or pension plan) over a reasonable time following their appointment. This is intended to align non-executive directors' interests with those of shareholders and reinforces their commitments to long-term shareholder value creation. In November 2022, the Board adopted a new guideline requiring non-executive directors to apply a portion of their base Board member fee towards acquiring the Company's shares. The applicable portion for the remainder of 2026 calendar year is US\$160,000 in shares. The People & Compensation Committee reviews the guidelines and non-executive directors' shareholdings on a periodic basis. Details of the Company's Non-Executive Director Equity Plan are or will be set out in "Compensation Discussion and Analysis" within the Company's proxy statement for the 2026 annual meeting of stockholders.

Independent Advice and Access to Information

In addition to their access to the Company Secretary and senior management, the Board, the Board committees and individual directors may all seek independent professional advice at the Company's expense for the proper performance of their duties.

Indemnification

The Company's Constitution provides for indemnification of any person who is (or who was) a director, the Company Secretary, or an employee or any other person deemed by the Board to be an agent of the Company, who suffers any loss as a result of any action in discharge of their duties, in the absence of a willful act or default and subject to the provisions of the Irish Companies Acts and applicable NYSE Standards.

The Company and certain of its subsidiaries have provided Deeds of Access, Insurance and Indemnity to directors and executives who are directors or officers of the Company or its subsidiaries.

Principle 3: Instill a culture of acting lawfully, ethically and responsibly

The Company's purpose, vision, mission and values are integral to our business and express the standards and behaviors expected of all employees.

Purpose – Building a better future for all.

Vision – To inspire how communities design, build, and grow today and tomorrow.

Mission – Be the most respected and desired building materials brand in the world today.

Values – It starts and ends with the customer, Do the right thing, Embrace our diversity, Be bold and progressive, Collaborate for greatness, Honor our commitments.

Global Code of Business Conduct

The Company seeks to maintain high standards of integrity and is committed to ensuring that the Company conducts its business in accordance with high standards of ethical behavior. The Company requires its employees to comply with both the spirit and the letter of all laws and other statutory requirements governing the conduct of the Company's activities in each country in which the Company operates. The Company has adopted a Global Code of Business Conduct (the "Code of Conduct") which applies to all of the Company's employees and directors. The Code of Conduct covers many aspects of corporate policy and addresses compliance with legal and other responsibilities to stakeholders. All directors and employees of the Company worldwide are required to review the Code of Conduct on an annual basis. As part of its oversight functions, the Audit Committee oversees the Code of Conduct and reviews the policy on an annual basis. A copy of the Code of Conduct is available in the Corporate Governance section of the Company's investor relations website (ir.jameshardie.com.au).

The Company did not grant any waivers from the provisions of the Code of Conduct during fiscal year 2026.

Complaints/Ethics Hotline

The Code of Conduct provides employees with advice about who they should contact if they have information or questions regarding potential violations of the policy. Globally, the Company maintains an Ethics Reporting Policy, under which an ethics reporting hotline is operated by an independent external provider. This allows employees to report anonymously any concerns. All Company employees worldwide are reminded annually of the existence of the ethics hotline, which is designed to help ensure compliance with all applicable laws and regulations (e.g., jurisdictional whistleblower procedures), promote the sound business practices embodied in Company policies and help avoid misconduct.

All complaints, whether to the ethics hotline or otherwise, are initially reported directly to the Chief Legal Officer, Employment Counsel, Chief Human Resources Officer and the VP of Internal Audit (except in cases where the complaint refers to one of them). The material complaints are referred immediately to the Chair of the Board and the Audit Committee. Less serious complaints are reported to the Audit Committee on a quarterly basis.

Interested parties who have a concern about the Company's conduct, including accounting, internal controls or audit matters, may communicate directly with the Company's Chair of the Board, directors as a group, the Chair of the Audit Committee or Audit Committee members. These communications may be confidential or anonymous, and may be submitted in writing to the Company Secretary at the Company's corporate headquarters or submitted by phone on +353 1 4119929. All concerns will be forwarded to the appropriate directors for their review and will be simultaneously reviewed and addressed by the Company's Chief Legal Officer in the same way that other concerns are addressed. The Company's Code of Conduct, which is described above, prohibits any employee from retaliating or taking any adverse action against anyone for raising or helping to resolve a concern about integrity.

Insider Trading

All directors and employees of the Company are subject to the Company's Insider Trading Policy. Under the Insider Trading Policy, certain designated employees and directors may generally conduct transactions in the Company's securities during a four week period beginning two days after the announcement of quarterly or full year financial results, or such other periods as may be designated by the Board provided that such persons are not in possession of material, non-public information. The Insider Trading Policy also contains preclearance requirements for certain designated employees and directors, as well as general prohibitions on hedging and pledging activities or selling any shares for short-swing profit. There is a general prohibition on hedging unvested shares, options or RSUs.

The Board recognizes that it is the individual responsibility of each director and employee to ensure he or she complies with the Insider Trading Policy and applicable insider trading laws.

A copy of the Insider Trading Policy is available on the Company's investor relations website (ir.jameshardie.com.au) and also included in Exhibit 19 to the Company's Annual Report on Form 10-K (the "Annual Report").

Anti-Bribery and Corruption

James Hardie is committed to ensuring a workplace free from bribery and corruption. This zero tolerance is endorsed and supported by senior management and the Board. All employees must comply with the Company's Anti-Bribery and Corruption Policy.

All complaints are initially reported directly to the Chief Legal Officer, Employment Counsel, Chief Human Resources Officer and the VP of Internal Audit (except in cases where the complaint refers to one of them). The material complaints are referred immediately to the Chair of the Board and the Audit Committee. Less serious complaints are reported to the Audit Committee on a quarterly basis.

A copy of the Anti-Bribery and Corruption Policy is available on the Company's investor relations website (ir.jameshardie.com.au).

Principle 4: Safeguard Integrity in Corporate Reporting

Audit Committee

Director	Committee tenure	Independence
Renee Peterson ¹ – Committee Chair	30 November 2022 Chair since 2 November 2023	Independent non-executive director
Suzanne B Rowland	6 February 2021	Independent non-executive director
Howard Heckes	13 August 2025	Independent non-executive director

¹ R Peterson designated as a 'financial expert'.

The Board has established the Audit Committee to oversee the adequacy and effectiveness of the Company's accounting and financial policies and controls. The Audit Committee provides advice and assistance to the Board in fulfilling its responsibilities and, amongst other matters:

- overseeing the Company's financial reporting process and reports on the results of its activities to the Board;
- reviewing with management and the external auditor the Company's annual and quarterly financial statements and reports to shareholders; discussing earnings releases as well as information and earnings guidance provided to analysts;
- reviewing and assessing the Company's risk management strategy, policies and procedures and the adequacy of the Company's policies, processes and frameworks for managing risk to include strategic, operational, financial, treasury and IT/cybersecurity risk;

- exercising general oversight of the appointment and provision of all external audit services to the Company, the remuneration paid to the external auditor, and the performance of the Company's internal audit function;
- reviewing the adequacy and effectiveness of the Company's internal compliance and control procedures;
- reviewing the Company's compliance with legal and regulatory requirements; and
- establishing procedures for complaints regarding accounting, internal accounting controls and auditing matters, including any complaints from whistle-blowers.

To ensure the appropriateness and integrity of any periodic corporate records, the Audit Committee also reviews the annual reports, together with other reports and materials provided to stakeholders, including annual and half-yearly financial statements, and our quarterly results materials, and recommend them to the Board for approval. This ensures any estimates, judgments and disclosures made by management are materially accurate and balanced.

A more complete description of these and other Audit Committee functions is contained in the Audit Committee's Charter, a copy of which is available on the Company's investor relations website (ir.jameshardie.com.au).

The Audit Committee meets at least quarterly in a separate executive session with the external auditor and internal auditor, respectively. The Chair of the Audit Committee reports to the full Board following each Audit Committee meeting. As part of such report, the Chair of the Audit Committee will inform the Board of any general issues that arise with respect to the quality or integrity of the Company's financial statements, the Company's compliance with legal or regulatory requirements, the Company's risk management framework, the performance and independence of the external auditor, or the performance of the internal audit function.

All members of the Audit Committee are financially literate and have sufficient business, industry and financial expertise to act effectively as members of the Audit Committee. In addition, in accordance with the SEC rules, the Nominating & Governance Committee and the Board have determined that Ms Peterson and Mr Stein qualify as "audit committee financial experts". The skills, qualifications, experience and relevant expertise for each member are or will be summarized in the Board biography section of the Company's annual proxy statement.

Internal Audit

The Vice President of Internal Audit heads the internal audit department. It is the role of the internal audit department to provide assurance, independent of management, that the Company's internal processes, controls and procedures are operating to provide an effective financial reporting and risk management framework. The Internal Audit Charter sets out the independence of the internal audit department, its scope of work, and responsibilities. The internal audit department's annual work plan is approved by the Audit Committee. The Vice President of Internal Audit reports to the Chair of the Audit Committee and meets quarterly with the Audit Committee in executive sessions.

External Audit

Ernst & Young LLP has served as the Company's external auditor since fiscal year 2009. The external auditor reviews each quarterly and half-year condensed consolidated financial statements and audits the full year consolidated financial statements. The external auditor attends each meeting of the Audit Committee, including an executive session where members of the Audit Committee are present. The Audit Committee has approved policies to ensure that all non-audit services performed by the external auditor, including the amount of fees payable for those services, receive prior approval. The Audit Committee also reviews the remuneration paid to the external auditor and makes recommendations to the Board regarding the maximum compensation to be paid to the external auditor and concerning their reappointment as external auditor. The lead audit engagement partner is required to rotate every five years.

The Audit Committee reviews and approves management representations made to the external auditor as part of the audit of the full year results.

Representatives of Ernst & Young LLP are present at each AGM to make a statement if they desire to do so and are available to respond to appropriate questions from shareholders.

Management Representations

Consistent with applicable SEC rules, the CEO and CFO of the Company have provided the certifications required by Section 302 and 906 of the Sarbanes Oxley Act 2002, which, among other things, certify that to the best of each individual's knowledge:

- the financial statements, and other financial information included in the Annual Report, fairly present in all material respects the financial condition, results of operations and cash flows of the Company as of, and for, the periods presented in the Annual Report; and
- the Annual Report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by the Annual Report.

Principle 5: Make Timely and Balanced Disclosure

Continuous Disclosure and Market Communication

The Company strives to comply with all relevant disclosure laws and listing rules in Australia (ASIC and ASX) and the United States (SEC and NYSE).

The Company's Continuous Disclosure and Market Communication Policy aims to ensure timely communications so that investors can readily:

- understand the Company's strategy and assess the quality of its management;
- examine the Company's financial position and the strength of its growth prospects; and

- receive any news or information that might reasonably be expected to materially affect the price or market for the Company securities.

Furthermore, the Company releases any new and substantive investor or analyst presentation on the ASX Market Announcements Platform and our website ahead of the presentation.

The CEO is responsible for ensuring the Company complies with its continuous disclosure obligations. Senior management (CEO, CFO, Chief Legal Officer and others designated by the CEO, as applicable) is responsible for all decisions regarding market disclosure obligations outside of the Company's normal financial reporting calendar. The Nominating & Governance Committee reviewed the Continuous Disclosure and Market Communication policy, and the Audit Committee reviewed the Company's disclosure practices under the Continuous Disclosure and Market Communication policy during fiscal year 2026. A copy of the Continuous Disclosure and Market Communication policy is available on the Company's investor relations website (ir.jameshardie.com.au).

Principle 6: Respect the Rights of Security Holders

Communication

The Company is committed to communicating effectively with the Company's shareholders and engaging them through its dedicated investor relations program that includes:

- making management briefings and presentations accessible via a live webcast and/or teleconference following the release of quarterly and annual results;
- audio webcasts of other management briefings and the annual shareholder meeting;
- a comprehensive investor relations website that displays all announcements and notices (promptly after they have been cleared by the ASX), major management and investor road show presentations;
- site visits and briefings on strategy for investment analysts;
- regular engagement with institutional shareholders to discuss a wide range of governance issues;
- an email alert service to advise shareholders and other interested parties of announcements and other events; and
- equality of access for shareholders and investment analysts to briefings, presentations and meetings and equality of media access to the Company, on a reasonable basis.

Shareholders can also elect to receive communications from the Company and its Share Registry, Computershare Investor Services Pty Ltd, by electronic means. In addition, shareholders can communicate directly with the Company and its registry via the Company's investor relations website (ir.jameshardie.com.au).

Annual General Meeting

The 2025 AGM was held in Ireland and shareholders were able to participate in the AGM via teleconference of proceedings. The 2026 AGM will be held in Ireland and virtually, and shareholders can participate in the meeting, including asking questions about the management of the Company, either in person (if applicable) or via teleconference. In addition, shareholders have the opportunity to submit questions to the Company online or by returning the question form enclosed with the proxy statement in advance of the meeting. Questions received from shareholders will be collated and the Chair of the Board will address as many questions as possible at the meeting. Shareholders also have the opportunity to ask questions of the external auditor at the AGM about the conduct of the audit and the preparation of the auditor's report.

Notices of Meeting are accompanied by explanatory notes which provide clear and concise information regarding the business to be transacted at the meeting.

Further details regarding the 2026 AGM will be set out in the 2026 proxy statement. This will be available electronically to all shareholders and made available on the Company's website.

Each shareholder has the right to:

- attend the AGM virtually, in person (if applicable) or by proxy;
- speak at the AGM; and
- exercise voting rights, including at the AGM, subject to their instructions on the Voting Instruction Form.

At any general meeting, and as provided in the Company's constitution, a resolution put to the vote of the meeting shall be decided on a poll.

Principle 7: Recognize and Manage Risk

Risk Management Objectives

The Company believes that sound risk management policies, procedures and controls produce a system of risk oversight, risk management and internal control that is fundamental to good corporate governance and compliance and creation of shareholder value. The objective of the Company's risk management policies, procedures and controls is to ensure that:

- the Company's principal strategic, operational and financial risks are identified and assessed;
- the Company's risk appetite for each risk is considered;
- effective systems are in place to monitor and manage risks; and
- a risk-aware culture is promoted across the organization, with clear accountability for risk ownership at all levels of management.

Risk management does not involve avoiding all risks. The Company's risk management policies seek to strike a balance between ensuring that the Company continues to generate financial

returns while simultaneously managing risks appropriately by setting appropriate strategies, objectives, controls and tolerance levels.

The Company's business, operations and financial condition are subject to risks, including, but not limited to, macroeconomic conditions, regulatory compliance, cybersecurity and data privacy, supply chain disruption, climate-related factors and operational continuity. See "Item 1A – Risk Factors" of the Annual Report which outlines the significant factors that may adversely affect the Company's business, operations, financial performance and condition or industry, and information as to how the Company manages a number of these risks.

Risk Management Framework

The Board and its standing Board committees oversee the Company's overall strategic direction, including setting risk management strategy, processes, tolerance and parameters. Generally, the Audit Committee is responsible for oversight of the Company's risk management strategy, policies, procedures and controls. The Board has determined that risk oversight is most effectively exercised through the Audit Committee, which maintains dedicated focus on risk strategy, internal controls and compliance across the enterprise. That committee reviews, monitors and discusses these matters with the CEO, CFO, Chief Legal Officer, Vice President of Internal Audit and other senior business leaders. The Audit Committee, CEO, CFO and Chief Legal Officer report periodically to the Board on the Company's risk management policies, processes and controls. The Audit Committee and the Board review and evaluate the Company's risk management strategies and processes on an on-going basis throughout the course of each fiscal year.

The Audit Committee is supported in its oversight role by the policies put in place by management to oversee and manage material business risks, as well as the roles played by internal risk management committees, as described below, and internal and external audit functions. The internal and external audit functions are separate from and independent of each other and each has a direct reporting line to the Audit Committee. The CEO and the CEO's direct reports are the primary management forum for risk assessment and management within the Company.

Consistent with its oversight functions, the Audit Committee reviewed the Company's risk management framework and internal controls during fiscal year 2026. As part of the review, information was reported by management to the Audit Committee to enable it to assess the effectiveness of the Company's risk management and internal control systems. In addition, consistent with the requirements of Section 404 of the Sarbanes-Oxley Act of 2002, during fiscal year 2026, management assessed the effectiveness of the Company's internal controls over financial reporting and the effectiveness of the Company's internal control over financial reporting has been audited by Ernst & Young LLP. Based on its assessment, management concluded that the Company's internal controls over financial reporting were effective as of 31 March 2026. For additional information, see "Item 9A – Controls and Procedures" of the Annual Report.

Risk Management Committee

The Company maintains a formal Enterprise Risk Management (“ERM”) and Regulatory Compliance program, supported by an integrated GRC platform that enables systemic identification, assessment, and monitoring of risk across the enterprise. The ERM program produces a risk register that is reviewed periodically by management level committees that focus on operation-related risks in the regions in which the Company operates and corporate-related risks (the “Risk Management Committees”). The Risk Management Committees comprise a cross-functional group of employees who review and monitor the risks facing the Company from the perspective of their region or area of responsibility. The activities of the Risk Management Committee are reviewed by the Chief Legal Officer. The Vice President of Internal Audit and the Chief Legal Officer also provide quarterly reports to the Audit Committee on key risks and the procedures in place for mitigating them.

The Company’s risk management framework incorporates business continuity and operational resilience planning to ensure the Company can sustain critical operations and recover from disruptions in a timely manner.

Financial Statements Disclosure Committee

The Financial Statements Disclosure Committee is a management committee comprised of senior finance, accounting, compliance, legal, tax, treasury and investor relations executives, who meet prior to the Board’s consideration of any quarterly or annual results. This meeting, which is part of the Quarterly Compliance meeting, is a forum for the CEO, CFO and Chief Legal Officer to discuss, and, on the basis of those discussions, report to the Audit Committee, about a range of risk management procedures, policies and controls, covering the draft results materials, business unit financial performance and the current status of legal, tax, treasury, accounting, compliance, internal audit, complaints and disclosure control matters.

Policies for Management of Material Business Risks

Management has put in place a number of key policies, processes and independent controls to provide assurance as to the integrity of the Company’s systems of internal control and risk management. In addition to the measures described elsewhere in this Statement, the more significant policies, processes or controls adopted by the Company for oversight and management of material business risks are:

- engagement with members of the Risk Management Committee, at least quarterly, to assess the key strategic, operations, reporting and compliance risks facing the Company, the level of risk and the processes implemented to manage each of these key risks over the upcoming twelve months;
- quarterly reporting to executive management, the Audit Committee, and annual reporting to the Board, of the Risk Management Committee’s assessment regarding the key strategic, operations, reporting and compliance risks facing the Company;

- a program for the Audit Committee to review in detail each year the Company's general risk tolerance and all items identified by the Risk Management Committee as high focus risks;
- quarterly meetings of the Financial Statements Disclosure Committee to review all quarterly and annual financial statements and results;
- an internal audit department with a direct reporting line to the Chair of the Audit Committee;
- regular monitoring of the liquidity and status of the Company's finance facilities;
- maintaining an appropriate global insurance program;
- maintaining policies and procedures in relation to treasury operations, including the use of financial derivatives and issuing procedures requiring significant capital and recurring expenditure approvals; and
- implementing and maintaining training programs in relation to legal and regulatory compliance issues such as trade practices/antitrust, insider trading, foreign corrupt practices and anti-bribery, employment law matters, trade secrecy and intellectual property protection.

Sustainability

James Hardie's portfolio of building solutions includes some of the most innovative and sustainable indoor and outdoor living products in the industry that perform as beautifully as they look. Our sustainability strategy integrates our global strategy for value creation and operational performance, and focuses on four key pillars of Communities, Planet, Innovation and Zero Harm. In FY23, we raised the level of our client, committing to science-based, absolute reductions in our Scope 1+2 greenhouse gas emission and aiming for zero manufacturing waste disposed. We continued advancing that work in FY24 by setting near-term regional targets and aligning with regional budgets to support progress at a local level while collaborating across our value chain in building a culture of sustainability.

We are committed to continuously expanding our understanding of climate-related risks and opportunities over the short, medium and long term, as well as determining the impact of different scenarios on our business, strategy and financial planning. The table on page 40 of our FY25 Sustainability Report highlights our key climate risks and opportunities, how they may impact our strategy and the actions we have taken.

Limitations of Control Systems

Due to the inherent limitations in all control systems and the fact that there are resource constraints in the design of any control system, management does not expect that the Company's internal risk management and control systems will prevent or detect all error and all fraud. No matter how well it is designed and operated, no evaluation of controls can provide absolute

assurance that misstatements due to error or fraud will not occur or that all control issues and instances of fraud, if any, within the Company have been detected.

The inherent limitations in all control systems include the realities that judgments in decision making can be faulty and that breakdowns can occur because of simple error or mistake. Controls can also be circumvented by the individual acts of some persons, by collusion of two or more people, or by management override of the controls. The design of any system of controls is based in part on certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Projections of any evaluation of controls' effectiveness to future periods are subject to risks. Over time, controls may become inadequate because of changes in conditions or deterioration in the degree of compliance with policies or procedures.

Principle 8: Remunerate Fairly and Responsibly

People & Compensation Committee

Director¹	Committee tenure	Independence
Persio Lisboa – Committee Chair	9 August 2018 Chair since 6 January 2022	Independent non-executive director
Gary Hendrickson	13 August 2025	Independent non-executive director
John Pfeifer	16 May 2024	Independent non-executive director
Suzanne B Rowland	21 April 2022	Independent non-executive director

¹ The composition of the P&CC is accurate as at 30 April 2026. As at 14 May 2026, G Hendrickson replaced P Lisboa as Committee Chair.

The People & Compensation Committee oversees the Company's overall remuneration structure, policies and programs, assesses whether the Company's remuneration structure establishes appropriate incentives for management and employees, and approves any significant changes in the Company's remuneration structure, policies and programs aimed at attracting and retaining and focusing executives on sustainable value creation. Amongst other things, the People & Compensation Committee:

- administers and makes recommendations on the Company's incentive compensation and equity-based remuneration plans for senior management;
- reviews the remuneration framework for the Company;
- reviews the remuneration of directors;
- makes recommendations to the Board on the Company's recruitment, retention and termination policies and procedures for senior management;
- receives periodic updates and provides guidance to management on matters, including employee culture, engagement, management and succession planning, as well as other special employee initiatives; and
- reviews the Company's employee diversity, equity, inclusion and belonging, programs and initiatives, including recruitment, retention, development, and internal communications.

No individual director or senior executive is involved in deciding his or her own remuneration. A more complete description of these and other People & Compensation Committee functions is contained in the People & Compensation Committee's Charter, a copy of which is available on the Company's investor relations website (ir.jameshardie.com.au), and in "Compensation Discussion and Analysis" within the Company's proxy statement for the 2026 annual meeting of stockholders. In addition, details of the Company's remuneration philosophy, policies, plans and procedures during fiscal year 2026 are disclosed therein.