

Corporate Governance Policies

Continuous Disclosure Policy



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This policy outlines the disclosure obligations of the Company as required under the Corporations Act and the ASX Listing Rules. The policy is designed to ensure that procedures are in place so that the stock market in which the Company's securities are listed is properly informed of matters which may have a material impact on the price at which the securities are traded.

The Company is committed to:

- complying with the general and continuous disclosure principles contained in the Corporations Act and the ASX Listing Rules;
- preventing the selective or inadvertent disclosure of material price sensitive information;
- ensuring shareholders and the market are provided with full and timely information about the Company's activities;
- ensuring that all market participants have equal opportunity to receive externally available information issued by the Company.

Continuous disclosure is to be included as an agenda item at all meetings of the Board. Any issue that arises which may need to be disclosed is to be immediately reported to the disclosure officer.

Disclosure officer

The Company Secretary has been appointed as the Company's disclosure officer responsible for implementing and administering this policy. The disclosure officer is responsible for all communication with ASX and, in consultation with the Managing Director, for making decisions on what should be disclosed publicly under this policy.

In the absence of the Company Secretary, any matters regarding disclosure issues are to be referred to the Managing Director or the Chairman.

Material information

In accordance with the ASX Listing Rules, the Company must immediately notify the market (via an announcement to the ASX) of any information concerning the Company which a reasonable person would expect to have a material effect on the price or value of the Company's securities.

Information need not be disclosed if:

- a reasonable person would not expect the information to be disclosed; and

- the information is confidential and the ASX has not formed the view that the information has ceased to be confidential; and
- one or more of the following applies:
 - it would breach the law to disclose the information;
 - the information concerns an incomplete proposal or negotiation;
 - the information comprises matters of supposition or is insufficiently definite to warrant disclosure;
 - the information is generated for internal management purposes; or
 - the information is a trade secret.

The Company is also required to disclose information if asked to do so by the ASX, to correct or prevent a false market.

Note that the Company is deemed to have become aware of information where a director or executive officer has, or ought to have, come into possession of the information in the course of the performance of his duties as a director or executive officer.

The Corporations Act defines material effect on price or value as being where a reasonable person would be taken to expect information to have a material effect on the price or value of securities if the information would, or would be likely to, influence persons who commonly invest in securities in deciding whether to acquire or dispose of the securities.

Review of communications for disclosure

The disclosure officer will review all communications to the market to ensure that they are full and accurate and comply with the Company's obligations. Such communications may include:

- media releases;
- analyst, investor or other presentations;
- prospectuses; and
- other corporate publications.

Examples of information or events that are likely to require disclosure include:

- results of exploration and drilling activities;
- financial performance and material changes in financial performance or projected financial performance;

- changes in relation to directors and senior executives, including changes in the terms of employment of any Managing Director and the independence of directors;
- mergers, acquisitions, divestments, joint ventures or material changes in assets;
- significant developments in new projects or ventures;
- media or market speculation;
- analyst or media reports based on inaccurate or out of date information;
- industry issues which have, or which may have, a material impact on the Company; and
- decisions on significant issues affecting the Company by regulatory authorities.

Where there is any doubt as to whether an issue might materially affect the price of value of the Company's securities, the disclosure officer will assess the circumstances and if necessary, seek external professional advice.

Presentations to analysts and investors will be released to the ASX and then included on the Company's website.

Authorised spokespersons

The Company's authorised spokespersons are the Managing Director, the Chairman and the Company Secretary. In appropriate circumstances, the Managing Director may from time to time authorise other spokespersons on particular issues and those within their area of expertise.

No employees or consultants are permitted to comment publicly on matters confidential to the Company. Any information which is not public must be treated by employees and consultants as confidential until publicly released.

Authorised spokespersons will liaise with the disclosure officer to ensure all proposed public comments satisfy this disclosure policy.

Reporting of disclosable information

Once the requirement to disclose information has been determined, the disclosure officer or the Managing Director are the only persons authorised to release that information to the ASX.

Information to be disclosed must be lodged immediately with the ASX. Any such information must not be released to the general public until the Company has received formal confirmation of lodgement by the ASX.

All information disclosed to the ASX in compliance with this policy must be promptly placed on the Company's website.

Market speculation and rumours

As a guiding principle, the Company has a “no comment” policy on market speculation and rumours, which must be observed by all employees. However, the Company will comply with any request by the ASX to comment upon a market report or rumour.

Trading halts

The Company may, in exceptional circumstances, request a trading halt to maintain orderly trading in the Company’s securities and to manage any disclosure issues.

No employee of the Company is authorised to seek a trading halt except for the Managing Director, the Chairman or the Company Secretary.

Meetings and group briefings with investors and analysts

The Managing Director and the Chairman are primarily responsible for the Company’s relationship with major shareholders, institutional investors and analysts and shall be the primary contacts for those parties.

The Company Secretary is primarily responsible for the Company’s relationships with retail investors and shall be the primary contact for those stakeholders.

Any written materials containing new price-sensitive information to be used in briefing media, institutional investors and analysts are lodged with ASX prior to the briefing commencing. Upon confirmation of receipt by ASX, the briefing material is posted to the Company’s website. Briefing materials may also include information that may not strictly be required under continuous disclosure requirements.

The Company will not disclose price sensitive information in any meeting with an investor or stockbroking analyst before formally disclosing it to the market. The Company considers that one-on-one discussions and meetings with investors and stockbroking analysts are an important part of pro-active investor relations. However, the Company will only discuss previously disclosed information in such meetings.

Periods prior to release of financial results

During the time between the end of the financial year or half year and the actual results release, the Company will not discuss financial performance, broker estimates and forecasts and, particularly, any pre-result analysis with stockbroking analysts, investors of the media, unless the information to be discussed has already been disclosed to the ASX.

If the process of preparing financial statements reveals any price-sensitive information not previously disclosed, that information will be disclosed immediately and will not be held back for disclosure in the financial statements.

Web-based communication

The Company's website features discrete sections for shareholders and investors to ensure that such information can be accessed by interested parties. Such information includes:

- annual, half-yearly and quarterly reports;
- all other company announcements made to the ASX;
- speeches and support material given at investor conferences or presentations;
- details of the Company's mineral exploration projects; and
- Company profile and Company contact details.

Announcements lodged with the ASX will be made available on the Company's website as soon as practicable after ASX confirms receipt of that information. All website information will be regularly reviewed and updated to ensure all information is current or clearly dated and archived.

Shareholders may be offered the option of receiving information via email instead of post.

Analysts reports and forecasts

Stockbroking analysts frequently prepare reports on listed companies that typically detail strategies, performance and financial forecasts. To avoid inadvertent disclosure of information that may affect the Company's value or share price, the Company's comments on analyst reports will be restricted to:

- information the Company has issued publicly;
- other information that is in the public domain; and
- guidance on assumptions.

Given the level of price sensitivity to earnings projections, the Company will only make comment to correct factual errors in relation to information publicly issued by other parties and Company statements.

Policy history

Established:	April 2009
Last review:	July 2018
Next Review	July 2019
Review frequency:	Annually
Reference:	00014212