



Policy on Continuous Disclosure and Market Communications

Australian Strategic Materials Ltd ACN 168 368 401 (Company)

1 Purpose

As the Company is listed on the Australian Securities Exchange (**ASX**), it must disclose certain information under a continuous disclosure regime to keep the market informed of events and developments as they occur. The Company promotes timely and equal access to material information concerning the Company including its financial position, performance, ownership and governance.

The purpose of this policy is to:

- raise awareness of the Company's obligations under the continuous disclosure regime;
- establish a process to ensure that information about the Company which may be market sensitive and which may require disclosure is brought to the attention of the Responsible Officer in a timely manner and is kept confidential; and
- set out your obligations as a director, officer, employee or contractor of the Company to ensure that the Company complies with its continuous disclosure obligations.

The Company has appointed alternate Responsible Officers who are primarily responsible for ensuring that the Company complies with its continuous disclosure obligations. The Responsible Officers are Managing Director and/or Company Secretary (either one in the absence of the other).

2 Who does this policy apply to?

This policy applies to each director, officer, employee and contractor of the Company.

Each person to whom this policy applies will be given a copy of this policy, and informed and trained about the content of this policy from time to time (as considered necessary).

3 What is the key disclosure requirement?

The key disclosure requirement set out in ASX Listing Rule 3.1 is that:

"Once an entity is or becomes aware of any information concerning it that a reasonable person would expect to have a material effect on the price or value of the entity's securities, the entity must immediately tell ASX that information."

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 be likely to influence persons who commonly invest in securities in deciding whether to acquire or dispose of those securities. Information concerning the Company that a reasonable person would expect to have a material effect on the price or value of the Company's securities is referred to in this policy as **market sensitive information**.

4 Your role

It is important that you immediately bring to the attention of the Responsible Officer any information of which you have become aware that may be market sensitive information. It is very important that you



do not make a judgment yourself as to whether the information is market sensitive information – if you think it may be, tell the Responsible Officer (either directly or via your manager).

The Responsible Officer (or in some cases the full Board, or the Chair and Managing Director jointly) is then responsible for determining whether or not that information needs to be disclosed to the market.

5 Examples of information that may be market sensitive

Examples of the types of information that could be market sensitive information and that you would need to bring to the attention of the Responsible Officer include (but is not limited to) the following:

- (a) a transaction that will lead to a significant change in the nature or scale of the Company's activities;
- (b) a material mineral or hydrocarbon discovery;
- (c) a material acquisition or disposal;
- (d) the granting or withdrawal of a material licence;
- (e) becoming a plaintiff or defendant in a material law suit;
- (f) the fact that the Company's earnings will be materially different from market expectations;
- (g) the appointment of a liquidator, administrator or receiver;
- (h) the commission of an event of default under, or other event entitling a financier to terminate, a material financing facility;
- (i) under subscriptions or over subscriptions to an issue of securities;
- (j) giving or receiving a notice of intention to make a takeover;
- (k) any rating applied by a rating agency to the Company or its securities and any change to such a rating;
- (l) any actual or proposed change to the Company's capital structure for example, a share issue;
- (m) exploration results;
- (n) drilling results;
- (o) significant change to or event affecting the availability of the Company's debt facilities.

This list is not exhaustive and there are many other examples of information that could potentially be market sensitive information. For these purposes, "information" extends beyond matters of fact and includes matters of opinion and intention. It is not limited to information that is generated by, or sourced from within, the Company. Nor is it limited to information that is financial in character or that is measurable in financial terms.

The Company should ensure that market sensitive information is lodged with ASX in a timely manner and that the Board receives copies of all material announcements promptly after they have been made.

6 Market Communications

The Company has appointed the Managing Director as its Media Officer and any other person authorised by the Board or the Media Officer from time to time. Only the Media Officer is authorised to speak to the media, analysts, brokers, shareholders and other external parties on behalf of the Company. Interaction with these parties is to ensure timely and accurate information is provided equally to all shareholders and market participants. In addition to market announcements, interactions may be in the form of shareholder meetings, briefings with investors and analysts, and presentations at industry conferences.

The Company will manage its interaction with the market effectively and provide ways to constructively engage ensuring the Company's investors remain appropriately informed about its activities. At all times material or price sensitive information will not be disclosed to any external party unless it has previously been disclosed to the market in accordance with this Policy.

In the event that price sensitive information is inadvertently disclosed it will immediately be released to the ASX and subsequently placed on the Company's website.

The Company Secretary is responsible for ensuring that any new and substantive investor or analyst presentation is released to the ASX ahead of the presentation.

7 Verification of Periodic Corporate Reports

The Company's external auditor reviews the annual directors' report, annual remuneration report and the annual and half yearly financial statements.

The Company provides interim (currently quarterly) updates of the Company's progress across all areas of the business, including select financial information. The Managing Director is responsible for all such updates which are reviewed by the Board. Individual components are also reviewed by Senior Management with responsibility for the specific component subject matter. The financial information is compiled by the Chief Financial Officer in accordance with generally accepted accounting practices.

The full Board reviews all material market announcements prior to their release. All material market announcements are promptly provided to all directors.

The Company periodically, and as required ahead of meetings with investors and analysts, updates the investor presentation which will be available on its website after release on the ASX Market Announcements Platform.

8 Investors and Analysts

The Company has an Investor Relations function to ensure effective engagement with investors and analysts. Regular investor and analyst briefings are conducted and no material information that has not already been disclosed to the market will be discussed at these briefings.

9 Confidentiality obligations

Whilst the Company has a responsibility to disclose market sensitive information as described above, the Company is entitled to keep information confidential in some circumstances until it is appropriate to release it to ASX. For example, if the information concerns a transaction that is incomplete or a trade secret.



You owe obligations of confidentiality to the Company – this includes keeping confidential all information about the Company and its related companies to which you have access, and which is not already public. This includes, for example, any material transactions or negotiations the Company is involved in. You should immediately report to the Responsible Officer any instances where confidentiality of information has been or may be lost for any reason whatsoever.

You are reminded not to read confidential documents about the Company or its related companies in public places (e.g. airports, planes, public transport) or have confidential discussions about the Company or its related companies in places that you could be overheard by others (e.g. lifts, taxis, airports, planes, public transport).

You are also reminded that if confidential information is market sensitive information, it is "inside information" and you are prohibited from trading in the Company's securities when you are in possession of such information. Reference should also be made to the Company's *Securities Trading Policy*.

10 Compliance and consequences of breach

If there is a breach of this policy, the person who becomes aware of the breach must immediately notify the Responsible Officer. The Responsible Officer must then take such steps as are required to remedy the breach as soon as possible.

Where the breach relates to a leak or suspected leak of confidential information, the Responsible Officer will investigate the leak or suspected leak. The steps taken and the results of the investigation will be documented.

A person involved in a company's contravention of the continuous disclosure provisions can be held **personally liable** for the contravention. In addition, other penalties as prescribed under the Corporations Act may be incurred by the Company. For these reasons, it is important that you take your responsibilities in relation to continuous disclosure seriously. If you have any questions about this policy or your obligations under it, you should talk to the Company Secretary or the Responsible Officer.

11 Review of policy

The Board will review this policy at least annually and update it as required.