



resimac

POLICY DOCUMENT

COTINUOUS DISCLOSURE POLICY

- DECEMBER 2018 -

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Purpose

The purpose of this policy is to ensure Resimac Group Ltd (the “Company”) meets the requirements of the ASX Listing Rules and the Corporations Act 2001 (Cth). In addition, to assist directors, executives and employees to understand the Company’s continuous disclosure obligations and to set out the procedure that must be adhered to for release of information to the ASX, investment community, the media and the public and to provide a framework to enable the Company’s shareholders to receive timely relevant and equal information.

Scope

The Company is committed to:

- Complying with continuous disclosure obligations contained in the ASX Listing Rules and the Corporations Act relating to market sensitive information;
- Ensuring the shareholders and the financial markets are provided with full and timely information about its activities; and
- Ensuring that shareholders and all other stakeholders have equal opportunity to receive information issued by the Company.

This policy applies to all directors, employees and contractors within the Resimac Group of Companies.

Roles & Responsibilities

Disclosure Principle / Obligation

The ASX requires that as soon as a Director, Chief Executive Officer, Company Secretary, senior manager or employee of the Company comes into possession of price sensitive information or ought reasonably to come into possession of such information in the course of his/her duties as an officer of the Company, such information will be considered for release to the market. The Company will notify the market of any price sensitive information concerning the Company that a reasonable person would expect to have a material effect on the price of the securities.

Employee Becoming Aware

Where an employee becomes aware of information which is generally not available which the employee believes may have a material effect on the value or price of the Company’s shares the employee must immediately inform the Chief Executive Officers, Chief Financial Officer or Company Secretary.

Communications With ASX / Disclosure Officer

The Company has designated the Company Secretary or an authorised representative of the Company Secretary as the Disclosure Officer. The Disclosure Officer is responsible for receiving reports, recording and managing the process for disclosure under this policy. All persons bound by this policy are required to inform the Disclosure Officer of any potentially price sensitive information concerning the Company as soon as they become aware of it. Employees may speak to the Disclosure Officer if they are in doubt as to whether information is potentially price sensitive.

The Board, CEOs and CFO in conjunction with the Company Secretary are responsible for making decisions in relation to the disclosure of potentially market sensitive information.

Policy & Procedures

Exceptions to the Continuous Disclosure Obligations

In accordance with the ASX Listing Rule 3.1 exceptions, the Company is not required to disclose price sensitive information concerning Resimac if:

- It would be a breach of law to disclose the information;
- The information is confidential and the ASX has not formed the view that the information has ceased to be confidential;
- In one or more of the following instances:
 - ◆ The information is insufficiently definitive to warrant disclosure;
 - ◆ It concerns an incomplete negotiation or proposal;
 - ◆ It is generated for internal management purposes; or
 - ◆ The information is a trade secret; and

a reasonable person would not expect the information to be disclosed.

Confidential Information

All Directors and employees of the Company are bound by obligations of confidentiality and must maintain and safeguard all confidential information which they may be in possession of, concerning the financial affairs and other significant information as to the affairs of the Company. The Directors have limited the number of people who are given access to confidential information. Confidential information must not be used to gain personal advantage and must not be used in a manner that could harm or cause loss to the Company.

Market Speculation

The Company will not respond to market speculation or rumours unless required to do so by law or subject to its obligations under the ASX Listing Rules. The Company will provide information to the ASX (if it is required to do so by the ASX) to correct or prevent a false market in the Company's securities.

Trading Halts

In order to accommodate a market, which is informed and not false, it may be necessary in exceptional circumstances to request a trading halt or suspension. The Chief Executive Officers, Chief Financial Officer and Company Secretary will make recommendation to the Board for any need to impose a trading halt.

Announcements

All announcements to be made to the ASX are to be pre-vetted by the CEOs.

Announcements relating to significant matters (i.e. results, market guidance, and major acquisitions, corporate matters which involve significant financial or reputational risk) must be referred to the Board for approval subject to disclosure.

On approval the information must be immediately disclosed to the ASX via its Company Announcements Platform.

A copy of each announcement must be placed on the Company's website.

Briefings & Presentations

All information provided at briefings and presentations is subject to continuous disclosure obligations. The following procedure is to be followed:

- Material to be presented at any briefing is to be provided in advance to the Company Secretary to enable consideration if disclosure is required;
- Any briefing should be attended by 2 company representatives. Where this is not possible the attendee is required to keep an appropriate file note of the meeting;
- When answering questions at a briefing care must be taken to ensure there is no disclosure of price sensitive information that has not previously been disclosed.

Compliance & Sanctions

This policy requires strict compliance. A breach of this policy could damage the Company's reputation and could expose the Company and/or individuals to fines and/or penalties. Employees in breach of this policy may be subject to disciplinary action, which could include termination of employment where appropriate.

Review

This policy will be reviewed and approved by the Board annually to ensure that it reflects current legislative and regulatory requirements or 'best practice' developments.

REVIEW DATE	REVIEWED BY	APPROVED
June 2017	Danielle Corcoran	Resimac Board – July 2017
	Peter Fitzpatrick	