

## **Wellcom Group Limited (Company)**

### **Board Policy 2: Continuous Disclosure and External Communications**

Adopted by the Board on 3<sup>rd</sup> May, 2006

*(ASX Best Practice Corporate Governance Principles: Recommendation 5.1)*

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#### **1. Policy objectives**

- 1.1 The objective of this Policy is to ensure the market is fully informed of its strategy and financial performance.
- 1.2 The Company will seek to achieve this by seeking to provide equal access to information for all investors and avoiding the disclosure of material information to any person on a selective basis.

#### **2. Policy**

##### **Equal access to information**

- 2.1 Disclosable price sensitive information must be disclosed to ASX prior to disclosure to analysts, the media or others outside the Company.
- 2.2 Following confirmation of receipt of lodgement, all information released to ASX will be available on or through the Company's website.

##### **Continuous disclosure**

- 2.3 Except for certain confidential information that no reasonable person would expect to be disclosed, once the Company 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 Company's securities, it will immediately tell ASX that information.
- 2.4 Continuous disclosure obligations are reviewed as a standing item on the agenda for each regular meeting of the Board and all Directors are required to confirm details of any matter within their knowledge that might require disclosure to the market.

##### **Periodic reporting**

- 2.5 The Company will communicate regularly with shareholders through the following means:
  - 2.5.1 Its full annual report, which the Company will send to shareholders in hard copy unless they elect to receive it by electronic copy;
  - 2.5.2 Its annual general meeting, at which shareholders will be updated as to the Company's performance and outlook. Shareholders will be given the opportunity to ask questions of the Board and of the auditor about the audit who will be invited to the meeting;

- 2.5.3 Release of the annual results in August each year and the interim results in February.

### **Market briefings**

- 2.6 The Company will brief the market as required:
  - 2.6.1 If unexpected material events occur during the year; and
  - 2.6.2 To ensure that the market is clear about the Company's strategy, business and outlook.
- 2.7 No new materially price sensitive information will be provided at these briefings. Questions at briefings that deal with material information not previously disclosed will not be answered. All inadvertent disclosure of material information during market briefings should be immediately released to ASX.
- 2.8 Slides and presentations used in briefings are to be released to ASX.
- 2.9 The Company may review analysts' research reports but will limit its comments to factual matters and material previously disclosed.

### **Public Announcements – authorised spokespersons and releases**

- 2.10 Only the Chairman or a person authorised by the Chairman is authorised to make any public statement on behalf of the Company.
- 2.11 All ASX and media releases are to be provided by the Board except for:
  - 2.11.1 Urgent releases which must be approved by the Chairman and advised to all directors prior to release; and
  - 2.11.2 Administrative releases such as disclosure of directors interests and substantial holder notices.
- 2.12 Subject to the continuous disclosure obligations, the Company will not comment on rumours or market speculation.

### **Role of Company Secretary**

- 2.13 All proposed media releases and external presentations must be reviewed by the Company Secretary in advance in order to minimise the risk of breaching the continuous disclosure requirements.
- 2.14 The Company Secretary is responsible for all communications with ASX. The Chief Financial Officer should be involved in all discussions and meetings with analysts and investors, if possible or be fully briefed about those meetings. A record should be kept of all meetings and briefings with investors/analysts.

## **Trading halts**

- 2.15 If a trading halt is necessary to ensure an orderly, fair and informed market, it must be approved by the Board unless it is urgent, in which case it must be approved by the Chairman (or a person authorised by the Chairman) and advised to all directors prior to release.