

## **PMP's Disclosure Policy**

### **PURPOSE**

This document sets out the policies and procedures for PMP Limited, as a listed company, meeting its disclosure obligations under the ASX Listing Rules and the Corporations Act.

### **OBJECTIVES**

1. PMP's compliance with its continuous disclosure requirements.
2. Making relevant employees aware of the principles of continuous disclosure and the company procedures for compliance.
3. Any material price or value sensitive information concerning PMP that is required to be disclosed to the market is communicated to ASX in a timely manner.
4. PMP announcements are factual and presented in a clear and balanced way.
5. PMP announcements are not misleading or deceptive including not omitting material information.
6. Preventing selective disclosure.
7. Only authorised spokespeople comment on behalf of PMP.
8. Confirming process for issuing any external statement or press release.
9. Providing guidelines for handling small group or individual market discussions.
10. Shareholders provided with sufficient information to make informed decisions about their investment in PMP.
11. Publicly disclose PMP's Corporate Governance policies.

### **APPLICATION**

The policies and procedures outlined in this document apply to all PMP Group companies and must be adhered to.

### **POLICY**

#### **Compliance with Disclosure Requirements**

PMP's policy is to act at all times with integrity and in accordance with the law, including the disclosure requirements of the ASX Listing Rules, ASX Guidance Notes, the ASX Corporate Governance Council Recommendations and the Corporations Act.

#### **Continuous Disclosure Notification of ASX**

PMP's policy is to immediately to notify ASX if we become aware of any information concerning the Company that a reasonable person would expect to have a material effect on the price or value of our shares or other securities unless one of the prescribed exceptions to disclosure applies, namely:

- it would be a breach of a 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 the internal management purposes of the Company; or
- the information is a trade secret.

Where information is not disclosed because one of the prescribed exceptions to disclosure applies, PMP's policy is to take appropriate action to ensure that information remains confidential.

### **Definition of 'Material' Information**

Information is defined as 'material' for that purpose if it would or would be likely to influence persons, who commonly invest in securities in deciding whether or not to subscribe for, buy or sell PMP's securities.

### **Continuous Disclosure**

PMP's policy is to disclose materially price or value sensitive information as soon as it becomes known. This includes information discovered during due diligence investigations.

## **RESPONSIBILITIES**

### **Board of Directors**

The Board is responsible for PMP compliance with its continuous disclosure obligations and for implementing and overseeing this Disclosure Policy.

### **Disclosure Committee**

The Board will ensure management maintains a Disclosure Committee comprised of the Chief Executive Officer, Chief Financial Officer and Company Secretary/General Counsel with the objective of compliance with this Disclosure Policy, including to meeting its disclosure obligations under the ASX Listing Rules and the Corporations Act.

### **Authorised Company Spokespersons**

The nominated spokespersons for all market and public statements concerning PMP are the persons from time to time nominated by the Board of Directors, the Chairman and members of the Disclosure Committee.

These spokespersons are entitled to clarify information publicly released through ASX, but they should not add to or reveal material price or value sensitive matters beyond what has been publicly released.

### **Authorised Business Unit Spokespersons**

Members of the Executive Management Team may be authorised as spokespersons for specific business areas under their responsibilities. Approval needs to be requested and granted by the CEO. That approval will generally not be granted where price or value sensitive information is concerned.

Any public statement or press release proposed to be issued by a member of the Executive Management Team should first be approved by a member of the Disclosure Committee.

If the subject matter involves price or value sensitive information any statement must first go through the internal approval process for release to ASX before being released either internally or externally.

### **Issuing press releases and ASX releases**

Before any person issues any announcement or press release outside PMP a draft must be sent to the CEO and Company Secretary/General Counsel for review and approval. That must be done BEFORE RELEASE. That will allow an assessment to be made if the release contains any price or value sensitive information that must be disclosed to ASX before general release and whether the release is accurate and complete, i.e. is not misleading or deceptive and does not omit material information. It will also ensure the CEO is aware of and has an opportunity to review all significant external announcements before they are made.

### **Communicating with Shareholders**

The Board is responsible for the adequacy, accuracy and appropriateness of its own communications to shareholders. The Board is also responsible for establishing and monitoring procedures for the adequacy, accuracy and appropriateness of other PMP communications to shareholders and procedures for making Corporate Governance information publicly available. PMP will communicate to shareholders through:

- the annual and half year reports;
- disclosures made to ASX;
- notices and explanatory memoranda of General Meetings;
- the AGM, where the external auditor will be available to answer questions about the
- audit;
- occasional letters from the Chairman; and
- our website [www.pmplimited.com.au](http://www.pmplimited.com.au).

### **Communicating Disclosable Information**

All information disclosed to ASX in compliance with this policy will be released to ASX before any other person and in a timely manner and will be promptly placed on PMP's website following receipt of confirmation from ASX. A copy of every PMP announcement to ASX will be sent to each member of PMP's Board of Directors.

### **Disclosing Corporate Governance Compliance**

PMP will disclose its Corporate Governance policies and procedures in the Corporate Governance section of its Annual Report and in full detail on its website.

## **PROCEDURES**

### **Process for Identifying Information that is to be disclosed to ASX**

All potential matters for disclosure to ASX should be brought to the attention of the Disclosure Committee.

Potential disclosure issues will include those arising at meetings of the Board of Directors, meetings of the Executive Management Team and at the monthly and quarterly meetings with line management to review financial performance of the operations and consolidated financial results. Each such meeting should consider whether any previously undisclosed material price or value sensitive information may require disclosure by PMP.

Decisions regarding whether something is either price or value sensitive or of strategic or operational importance that should be released to the market will be made in consultation with the Disclosure Committee. The Disclosure Committee may consult with the Chairman or (if time permits) the Board of Directors.

### **Board Decisions**

The Board of Directors will approve the ASX announcement for any major strategic issue, for full year and half year results, for any profit forecast, and for any matter for which the Board of Directors determines that it will approve the ASX announcement. A draft ASX announcement reviewed in advance by the Disclosure Committee should be included in the Board papers as appropriate.

### **Executives coming into possession of information**

If any executive in the course of the performance of their duties comes into possession of information that might constitute a previously undisclosed material price or value sensitive matter they must immediately refer the matter to the Disclosure Committee.

### **Managing Market Speculation and Rumours**

PMP will not respond to speculation and market rumours. However, we may issue a statement where we consider we have an obligation to make a statement; or where we are required to respond to a formal request from ASX.

### **Trading Halts**

It may be necessary to request a trading halt from ASX to ensure orderly trading in the Company's securities. The Chairman and/or members of the Disclosure Committee will make all decisions in relation to trading halts. No other employee is authorised to seek a trading halt without the approval of the Chairman.

### **Contact with the Market**

PMP interacts regularly with the market in a variety of ways including results briefings, market announcements, formal addresses and one-on-one briefings. In addition, it provides background and technical information to institutional investors and stockbroking analysts to support announcements made to ASX.

### **Guidelines for market discussions and preventing selective disclosure**

PMP will not disclose any price or value sensitive information during any small group or individual market discussions. In these sessions, the authorised company spokespersons may clarify information that we have publicly released, but must not comment on material price or value sensitive issues that have not been disclosed to the market generally.

Where a question raised in a briefing can only be answered by disclosing material price or value sensitive information, the spokesperson must decline to answer the question or take the question on notice and wait until the Company announces the information publicly through ASX before responding.

If any employee participating in the briefing considers that a matter has been raised that might constitute a previously undisclosed material price or value sensitive matter, they must immediately refer the matter to the Disclosure Committee.

Slides and presentations used in market discussions should be given to ASX for immediate release to the market before the market discussion and posted on the Company's website.

### **Requests for comment**

If any other employee (other than an authorised company spokesperson) receives a request for comment on material price or value sensitive matters from any external party, they must advise that person that they are not authorised to speak on behalf of the Company and refer inquiries to the Disclosure Committee.

### **Reviewing Analyst Reports**

PMP is not responsible for, and does not endorse, analyst reports that contain commentary on the Company. We will not provide non-disclosed material price or value sensitive information in response to such reports. Where analysts send draft reports to us for comment, they will only be reviewed to correct factual inaccuracies on historical matters. Such actions do not endorse the analysis in the report.