



## SHAREHOLDER Summary of continuous disclosure policy

### 1. Introduction and Purpose

This summary outlines the procedures for compliance with the disclosure obligations of Centuria Capital Limited (“Centuria”).

#### 1.1 Commitment to continuous disclosure

Centuria is committed to:

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

### 2. Continuous Disclosure Reporting Obligations

#### 2.1 ASX continuous disclosure

Centuria must immediately notify the ASX of any information concerning Centuria that a reasonable person would expect to have a material effect on the price or value of any securities issued by Centuria.

Centuria must not release this information to any other person (eg the media) or post it on its web site until it has given the information to the ASX and has received an acknowledgment that the ASX has released the information to the market.

#### 2.2 Materiality

Centuria has established the following guidelines as to which information may be price sensitive and disclosable.

##### a) *Qualitative*

Information will be disclosed if there is a substantial likelihood that the information would, or would be likely to, influence persons who commonly invest in securities in deciding whether or not to buy or sell Centuria’s securities and no relevant exception applies under the Listing Rules.

##### b) *Quantitative*

So far as financial matters are concerned, a quantitative assessment will be undertaken in addition to, but not in substitution for the qualitative assessment.

#### 2.3 When disclosure is not required

Disclosure is **not** required when **all three** of the below requirements are met:

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

- b) the information is confidential; **and**
- c) one or more of the following applies to the information:
  - i) it would be a breach of law to disclose the information;
  - ii) it concerns an incomplete proposal or negotiation;
  - iii) it comprises matters of supposition or is insufficiently definite to warrant disclosure;
  - iv) it is generated for the internal management purposes of Centuria; or
  - v) it is a trade secret.

Centuria must meet its continuous disclosure obligations as soon as one of the relevant elements of this exception is no longer satisfied.

### **3. False Market - speculation and rumours**

#### **3.1 Obligation to dispel rumours**

If the ASX considers that there is or is likely to be a false market in Centuria's securities, it may require Centuria to provide it with the information needed to correct or prevent the false market.

#### **3.2 No comment policy**

Market speculation and rumours caused by unauthorised disclosure of any information relating to Centuria can lead to undesired disclosure of commercially or competitively sensitive information.

Accordingly, the only persons authorised to speak to the media or any other outside party on matters relating to Centuria are the Company Secretary and the CEO or persons specifically authorised by the CEO.

### **4. Responsibility for Continuous Disclosure**

#### **4.1 Company Secretary**

Principal responsibility for compliance with Centuria's continuous disclosure obligations rests with the Company Secretary.

#### **4.2 Market communications**

The Company Secretary and/or the CEO will authorise all market communications

The Company Secretary will also review material information which is to be placed on Centuria's website.

#### **4.4 Trading halts**

It may be necessary to request a trading halt from the ASX to ensure that orderly trading in Centuria's securities is maintained and to manage disclosure issues. The Company Secretary, CEO or the Board of Directors will make all decisions in relation to trading halts.

### **5. Reporting process**

#### **5.1 General Management**

Centuria requires its employees to immediately inform the Company Secretary or the CEO of potentially price sensitive information, proposals, speculation or rumours as soon as they become aware of that information or proposal.

#### **5.2 Knowledge of Company Secretary and CEO**

Given Centuria's business and size, Centuria's current management processes, meetings, forums and other normal corporate activities ensure that the Company Secretary and CEO

become aware of most potentially price sensitive proposals and information before those proposals or that information develops to a point where it needs to be disclosed.

### **5.3 Leaks, rumours and other inadvertent disclosures**

Where information is leaked, the market is active with rumours or someone inadvertently discloses information and the leak, the rumour or the inadvertent disclosure is potentially price sensitive, the Company Secretary or the CEO as appropriate, should be immediately notified.

### **5.4 Record of correspondence**

The Company Secretary will maintain a file of all correspondence generated throughout the course of the above process (other than board minutes which will be maintained in accordance with the usual practice).

## **6. Reporting process controls**

### **6.1 System for timely disclosure**

The Company Secretary is responsible for ensuring that there is an adequate system in place for the timely disclosure of all material information to the ASX.

## **7. Announcements**

### **7.1 Record of announcements**

The Company Secretary must maintain full records of all announcements sent to the ASX.

### **7.2 Posting of announcements to Centuria's web site.**

All announcements will be posted on the Centuria web site after the announcement has been released to the market by the ASX.

## **8. Policy Breaches**

Breaches of this policy may lead to disciplinary action being taken against the relevant employee(s), including dismissal in serious cases.