

# Continuous Disclosure

## 1. Purpose

This policy is designed to ensure that MedAdvisor Limited (the **Company**), as an ASX listed public company, complies with the disclosure requirements of the ASX Listing Rules and *Corporations Act 2001*. It also aims to ensure that senior management are accountable for ensuring compliance with these requirements.

## 2. Requirements

Chapter 3 of the ASX Listing Rules requires the immediate notification of material information and other defined information.

Listing Rule 3.1 provides: *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.*

Listing Rule 3.1 does not apply to particular information while **each** of the following is satisfied in relation to the information:

- a) One or more of the following five situations applies:
  - i. It would be a breach of a law to disclose the information;
  - ii. The information concerns an incomplete proposal or negotiation;
  - iii. The information comprises matters of supposition or is insufficiently definite to warrant disclosure;
  - iv. The information is generated for the internal management purposes of the entity; or
  - v. The information is a trade secret; **and**
- b) The information is confidential and ASX has not formed a view that the information has ceased to be confidential; **and**
- c) A reasonable person would not expect the information to be disclosed.

Upon confirmation of receipt by the ASX of the material information provided to the ASX in accordance with Listing Rule 3.1, the Company will provide a link to or post all information disclosed in accordance with this policy on the Company's website in an area accessible by the public.

It is important that all Directors, executives and employees safeguard the confidentiality of corporate information to avoid the need for premature disclosure of information.

## 3. Procedure

The procedure to be followed with respect to the continuous disclosure of information to the ASX is as follows:

- a) Information is determined by the Managing Director, Board, Company Secretary, a member of the Executive Team or other employee of the Company as being of a type or nature that may warrant disclosure to the ASX.
- b) If not known by the Managing Director, all information should be reported to the Managing Director.

- c) The Managing Director will determine the nature and extent of the information and consult with the Disclosure Committee to determine the form and content of any ASX Release (**Release**). The Disclosure Committee, led by the Managing Director, will jointly agree on the text of the proposed Release and will be responsible for ensuring that the Company establishes a vetting procedure to ensure that the announcements are accurate and balanced and do not omit any material information. They will also be responsible for ensuring that Company announcements are expressed in a clear and objective manner that allows investors to assess the impact of the information when making investment decisions. The Company Secretary may also be required to draft the Release for review and will liaise with the Managing Director and the Chair to ensure all announcements are made in a timely manner.
- d) Depending on the nature of the Release, the sensitivity of the information and the availability of the Board, the Managing Director and the Chair or the Disclosure Committee, will determine whether the Board, as a whole, should be involved in the review of the Release.
- e) The Company Secretary will then release the ASX Release to the market and ensure that the Company's website is updated.
- f) The Board must receive copies of all material market announcements promptly after they have been made. The Company Secretary will ensure compliance with this requirement. Directors must comply with the Company's Share Trading Policy when trading in the Company's securities. Directors must also notify the Company Secretary as soon as practicable, but not later than 5 business days, after they have bought or sold the Company's securities or exercised options. In accordance with the provisions of the Corporations Act and ASX Listing Rules, the Company on behalf of the Directors must advise the ASX of any transactions conducted by them in the securities of the Company. Breaches of this policy may be subject to disciplinary action, including termination.

#### 4. Disclosure Committee

The Board has appointed a Disclosure Committee consisting of the Chair of the Board (or his or her alternate), the Chair of the Audit & Risk Committee (or his or her alternate) and the Chair of the People Nomination & Remuneration Committee (or his or her alternate).

The Board has appointed the Disclosure Committee to:

- a) monitor the Company's compliance with disclosure obligations, including the maintenance of confidentiality of information when appropriate;
- b) be responsible for disclosure to the ASX;
- c) approve media releases and other material for presentation to external persons and shareholders; and
- d) deal with enquiries from external persons and shareholders.

#### 5. False Market

A **false market** refers to a situation where there is a material misinformation or materially incomplete information in the market which is compromising proper price discovery. This may arise, for example, where there is false or misleading information, including a false rumour, circulating in the market.

If the ASX considers that there is, or is likely to be, a false market in the Company's securities, it may require the Company to disclose price sensitive or other information to correct or prevent the false market even if the exception to the continuous disclosure obligation would otherwise apply.

## **6. Communications with Brokers, Analysts, Shareholders and the Media**

Where the Company has appointed a Media Officer(s), only the Media Officer(s), the Managing Director or the Chair is authorised to speak with the media. The Managing Director at his or her absolute discretion may delegate authority to speak with the media to a member of the Executive Team. When talking with brokers, analysts and shareholders, only information which has been released to the market can be discussed.

If the Company gives a new and substantive investor or analyst presentation, a copy of the presentation material must be released to the ASX ahead of the presentation.

## **7. Review**

This Policy will be formally reviewed by the Board no less than every 2 years.