

# SKS Technologies - Continuous Disclosure and Shareholder Communication Policy

SKS Technologies (SKS, the Group, or the Company) has developed a corporate governance framework ("CGF") including supporting policies and practices consistent with the Corporate Governance Principles and Recommendations 3rd Edition ("ASX Governance Principles").

The Board reviews and updates the corporate governance framework as required. Our main corporate governance and other policies are available on our website (<u>www.sks.com.au</u>).

Details of our Continuous Disclosure and Shareholder Communication Policy is set out below.

#### Purpose

The purpose of this Policy is to:

- clearly articulate the commitment of SKS Technologies to the continuous disclosure obligations imposed on the Company by Australian law or Listing Rules of the Australian Securities Exchange;
- describe the processes implemented by the Company to ensure compliance with those obligations;
- outline the corporate governance standards and processes adopted by SKS Technologies to ensure timely and accurate information about the Company is provided in a way that allows all interested parties equal opportunity to access the information; and
- outline SKS Technologies' commitment to encouraging effective shareholder participation in shareholder meetings.

#### 1. Continuous Disclosure

#### 1.1. Commitment to Continuous Disclosure

Subject to limited exceptions prescribed by law, SKS Technologies will notify the market of any information or any events related to the businesses or financial condition of SKS Technologies required to be notified by law or the listing rules of the ASX, including information which a reasonable person would expect to have a material effect on the price or value of its securities. Notification to the market will be by way of an announcement to the ASX. Events that may qualify for notification include:

- Material changes in financial performance or financial position
- Significant projects awarded
- Board and/or senior executivechanges
- Business acquisitions and / or divestments

The full Board will be responsible for managing compliance with this Policy and for implementing reporting processes and controls and determining the guidelines for the release of information, with respect to certain significant corporate events involving the Company.

## 1.2. Responsibility for identifying information for disclosure

Senior Executives are responsible for providing the Chief Executive Officer with material information about their respective areas of responsibility as soon as it comes to their attention. The Chief Executive Officer will promptly notify the full Board and organise a release draft as required for review and circulation.

## **1.3.** Communications with securities exchanges

The Chief Executive Officer and/or the Chief Financial officer are responsible for communications with the ASX and ASIC. The Chief Executive Officer is also responsible to ensure that all information released to the market is factual, does not omit material information, and is expressed in a clear and concise manner to facilitate informed analysis by the market.

## 2. Shareholder Reporting

#### **2.1.** General

SKS Technologies has adopted a corporate governance framework that is designed to ensure that:

- timely and accurate information about SKS Technologies is provided equally to all shareholders and market participants, including its financial situation, performance, ownership, strategies, activities and governance;
- procedures for disseminating information are adopted which are fair, timely and cost-efficient;
- measures are taken to improve access to information for shareholders unable to be physically present at meetings; and
- the Company does not communicate material price, or value, sensitive information to any external party before it is disclosed to all shareholders and market participants in compliance with its continuous disclosure obligations. Certain limited exceptions may apply to this provision under the continuous disclosure obligations.

The specific processes adopted by SKS Technologies at this stage to implement these corporate governance standards are set out below.

#### 2.2. Periodic Reporting

In addition to mandated full year and half year reporting and continuous disclosure obligations, SKS Technologies will provide shareholders with interim updates of the Company's progress to enable shareholders to better assess the overall progress and performance of the Company.

## **2.3.** Shareholder Meetings

SKS Technologies will use annual general meetings to communicate with shareholders about its financial situation, performance, ownership, strategies and activities, and at all general meetings will allow a reasonable opportunity for informed shareholder participation. In all other cases, the Chief Executive Officer or his delegate will deal with private shareholder enquiries.

The external auditor will be asked to attend annual general meetings.

#### **2.4.** Authorised Spokespersons

The Chief Executive Officer is the only SKS Technologies employee authorised to make any public statement on behalf of, or attributable to, SKS.

## 2.5. Rumours and market speculation

Subject to requirements of the listing rules of the ASX, SKS Technologies will not generally comment on rumours or market speculation.

#### 2.6. Trading halts or suspension

In order to facilitate an orderly, fair and informed market, it may be necessary in certain circumstances to request a trading halt or suspension from the ASX. The Chief Executive Officer will make recommendations to the Board regarding decisions relating to any trading halt or suspension.

## 2.7. Trading Blackout Periods

SKS Technologies observes a series of "Trading Blackout Periods" throughout the year to ensure that Directors, certain employees and persons connected with them do not place themselves under suspicion of abusing price sensitive information that they may have or be thought to have, especially in periods leading up to an announcement of results. Trading Blackout



Periods are defined in the SKS Technologies Group Security Trading Policy. During these periods, SKS Technologies will make no comment on analysts' earnings estimates other than to acknowledge the range and average estimates in the market, and will make no comment on the financial performance or financial position of SKS Technologies unless the information has already been released to the market. SKS Technologies will continue to respond to requests for background information and meet with analysts and investors during this period, however the matters discussed/reviewed will be limited to matters already released to the market.

During these periods, SKS Technologies will continue to be subject to the continuous disclosure obligations, and will make such announcements as may be required under paragraph 1.1.

# 2.8. Financial calendar

SKS Technologies will establish and seek to follow a calendar of regular disclosure to the market on its financial operational results.

# 2.9. Analyst and investor briefings

SKS Technologies recognises the importance of its relationship with investors and analysts. From time to time, SKS Technologies will conduct broker, analyst and investor briefings. In these cases, the following protocols will apply:

- No information of the kind outlined in paragraph 1.1 will be disclosed at these briefing unless it has been previously or is simultaneously released to market.
- If material information of the kind outlined in paragraph 1.1 is inadvertently released, it will immediately be released to the market via the stock exchange; and
- Questions at briefings that deal with material information of the kind outlined in paragraph 1.1 not previously disclosed will not be answered.

# 2.10. Analysts' reports and estimates

SKS Technologies encourages analysis by the investment community and a policy of consistent access and treatment will be applied, irrespective of the views and recommendations expressed. SKS Technologies may review analysts' research reports but will confine its comments to material previously disclosed by SKS Technologies. Information of the kind outlined in paragraph 1.1 will not be provided by SKS Technologies unless it has already been disclosed to the market.

Subject to the above, SKS Technologies may comment on analysts' earnings' estimates to the extent of:

- acknowledging the current range of estimates;
- questioning an analyst's assumptions or sensitivities if the analyst's estimate is significantly at variance from current
  market range estimates (that is, based on those market range estimates of which SKS Technologies is aware, and any
  externally calculated consensus figures); and
- advising factual errors where data is already in the public domain.

# 2.11. Consultants and professional advisers

SKS Technologies will, as it considers appropriate, require certain consultants and professional advisers engaged to undertake work on behalf of SKS Technologies or any of its subsidiaries to abide by this Policy.