

Communication and Disclosure Policy

1 Purpose

- 1.1 This document sets out the Company's policies and procedures, which are aimed at ensuring the Company complies with the NSX Listing Rules and the *Corporations Act 2001* (Cth), including that once an entity 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 NSX that information.
- 1.2 This Policy will be periodically reviewed to check that it is operating effectively and whether any changes are required to the Policy.
- 1.3 In the compilation of this Policy, the Company has where possible followed the recommendations of the *ASX Corporate Governance Principles and Recommendations, 4th Edition* (2019). If the Company has not followed a particular recommendation it has sought to explain why it has not.

2 Definitions

In this Policy:

Board means the Board of the Company.

Chair means the Chair of the Board.

Company means the entity of Phoenician International Limited (ARBN 659 284 152) or any legal subsidiary.

Policy means this Communication and Disclosure Policy.

NSX means the National Stock Exchange of Australia.

NSX Listing Rules means the Listing Rules of the NSX.

Senior Management means employees of the Company who manage the Company pursuant to the directions and delegations of the Board.

3 Responsibilities

3.1 Directors and Senior Management must:

- (a) understand the continuous disclosure requirements set out in the NSX Listing Rules;
- (b) ensure that continuous disclosure requirements are being complied with;
- (c) prepare an appropriate announcement in conjunction with the Company Secretary, ensuring that the material information is reported in an objective and complete manner;
- (d) convey all potentially material information to the Company Secretary or Chairman immediately after obtaining or becoming aware of such information; and
- (e) convey all information that would or would likely influence persons who commonly invest in securities to the Company Secretary or the Chairman.

3.2 The Company Secretary must:

- (f) educate directors and staff on the Company's disclosure policies, and facilitate understanding of the principles underlying continuous disclosure obligations;
- (g) determine, in liaison with the Managing Director, whether information conveyed to the Secretary must be disclosed to the NSX;
- (h) report material information to the NSX following the approval of the Board, ensuring that information reported is factual and does not omit any material information required to be disclosed under the NSX Listing Rules;
- (i) monitor compliance with this policy and with the Company's continuous disclosure obligations;
- (j) update this policy to incorporate legislative, regulatory and market developments; and
- (k) ensure that standard disclosures are made to the NSX, including:
 - (i) changes of directors' interests;
 - (ii) appointment of directors;
 - (iii) applications for quotations of additional securities;
 - (iv) general meeting materials and results;
 - (v) pro forma financial reports;
 - (vi) annual reports; and
 - (vii) changes to constituent documents.

4 Policy

- 4.1 The Company is committed to ensuring all investors have equal and timely access to material information concerning the Company, and to facilitating trading on an informed basis.
- 4.2 The Company will not disclose price-sensitive information in any forum unless it has been previously disclosed to the NSX.
- 4.3 Any price-sensitive information for public announcement shall be lodged with NSX as soon as practicable and prior to external disclosure elsewhere.
- 4.4 Material information shall not be selectively disclosed prior to announcement on the NSX.
- 4.5 Only publicly available information shall be disclosed to third parties, except where confidential transactions (where confidentiality agreements have been adopted) have been entered into with the third party.
- 4.6 The Company's communications shall:
 - (a) be factual;
 - (b) be subject to internal review and authorisation before issue;
 - (c) endeavour to be expressed in a clear and precise manner, but it is acknowledged that sometimes additional detail may be necessary; and
 - (d) be timely.
- 4.7 The Company is committed to:
 - (e) communicating effectively with its shareholders; and

- (f) providing shareholders with timely access to balanced information concerning the Company.

4.8 The Company will communicate with its shareholders by:

- (g) market releases via the NSX;
- (h) information provided directly at meetings of shareholders; and
- (i) information provided directly on the Company's website.

4.9 As the Company has a geographically diverse share register, it will use its best endeavours to use technology to facilitate the participation of security holders in shareholder meetings. For example, the Company may utilise live webcast meetings or hold meetings across multiple venues linked by live telecommunications.

5 Continuous Disclosure

5.1 As required by the NSX Listing Rules, the Company shall disclose in a timely manner all information regarding the Company, which it is or becomes aware, that a reasonable person would expect, if generally available, to have a material effect on the price or value of any of the Company's securities or would influence a person to trade in the Company's securities.

5.2 However, the NSX Listing Rules do not require disclosure if the information is confidential and NSX has not formed the view that the information has ceased to be confidential, a reasonable person would not expect it to be disclosed and it falls into one or more of the following exceptions:

- (a) it would be a breach of the law to disclose the information;
- (b) the information concerns an incomplete proposal or negotiation;
- (c) the information comprises matters of supposition or is insufficiently definite to warrant disclosure;
- (d) it is created for internal management purposes of the issuer; or
- (e) it is a trade secret.

5.3 Employees, officers and directors of the Company should be aware of the importance of safeguarding the confidentiality of corporate information to avoid premature disclosure, in a situation where the information comprises matters of supposition or is insufficiently definite to warrant disclosure.

5.4 Accountable personnel of the Company who become aware of information which may be considered material but which is not generally available should notify the Managing Director. The Managing Director will then review the information and determine whether the information is materially price sensitive and whether it is required to be disclosed to the NSX.

5.5 Disclosure of information will be considered and approved by the Board where practical, however given the necessity to disclose promptly and without delay, the Managing Director and Company Secretary are authorised to disclose information to NSX if:

- (f) in their opinion immediate disclosure is required;
- (g) reasonable efforts have been made to obtain consent from other Directors; and
- (h) a copy of the disclosed information is sent to the Board promptly after the announcement is made, to ensure that the Board has timely visibility of the nature and quality of the information being disclosed to the market and the frequency of such disclosures.

6 Communications with Media

- 6.1 The Managing Director is primarily responsible for communications between the Company and the media. Employees, officers and directors of the Company must not communicate with the media without the prior written permission of the Board.
- 6.2 If an employee, officer or director of the Company receives an enquiry from the media, they should not disclose any information about the Company or its business operations and should refer the enquiry to the Managing Director.
- 6.3 However, it is acknowledged that at times it may be necessary or required that Senior Management deal with such enquiry, in which case the Managing Director will then be informed.

7 Analyst Briefings

- 7.1 If the Company gives a new and substantive investor or analyst presentation, it shall release a copy of the presentation materials on the NSX Market Announcements Platform ahead of the presentation. Examples of “substantive” presentations include (but are not limited to) results presentations and the types of presentations typically given at annual general meetings, investor days and broker conferences.
- 7.2 Where practicable, the Company will consider providing security holders the opportunity to participate in the presentation by providing them with dial-in details or providing a link to a live webcast. If that is not practicable, the Company will consider making available on its website a recording or transcript of the presentation as soon as it reasonably can.

8 Review of Policy

- 8.1 The Board will review this Policy periodically, or as otherwise required.
- 8.2 This Policy will be available on the Company’s website, and available to employees, shareholders and other key stakeholders on request.
- 8.3 The Board reviewed and approved this Policy on 25 July 2022.

Approved by: Kwan Chan
Executive Chair



Signature