



# Continuous Disclosure and Shareholder Communication Policy

## 1. Introduction and Purpose

- 1.1 The Board of Directors of Anteris Technologies Ltd and its controlled entities ("Company") has adopted this Continuous Disclosure Policy ("Policy") which applies to all Directors, Executives, employees, advisors and consultants of the Company.
- 1.2 The Company is listed on the Australian Securities Exchange ("ASX"), and through the implementation of this Policy, the Company aims to comply with the spirit, intention and purpose of the ASX Listing Rules in relation to Continuous Disclosure.
- 1.3 This document sets out the Company's standards and protocols relating to disclosure of Company information. It also sets out the requirements expected of all Directors, Executives, employees and consultants in relation to disclosure of Price Sensitive Information, and in relation to effective communication with shareholders.

## 2. ASX Listing Rules and Continuous Disclosure

- 2.1 Continuous Disclosure is the timely advising to ASX of information to keep the market informed of events and developments as they occur. ASX Listing Rule 3.1 sets out the continuous disclosure requirements that the Company must satisfy as a listed entity:

*"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."*

- 2.2 Information described above is referred to in this

Policy as "Price Sensitive Information". There are exceptions to the disclosure of Price Sensitive Information in certain specific circumstances, and these are also set out in ASX Listing Rule 3.1.

## 3. Disclosure of Price Sensitive Information

- 3.1 Ultimate responsibility for the disclosure of Price Sensitive Information rests with the Board. The Board has appointed the Company Secretary as the person responsible for disclosure of information to the ASX. The Company Secretary is responsible for ensuring that all announcements made by the Company to the ASX are factual, do not omit material information, and are expressed in a clear and objective manner.
- 3.2 All Directors, Executive, employees or consultants are to immediately inform the Company Secretary and the CEO of any information to be disclosed, or information that may be considered to be Price Sensitive Information. If the Company Secretary or CEO determines that there may be a requirement to disclose, the disclosure process set out below is to be initiated immediately. If there is doubt about the need to disclose, the matter should be discussed with relevant members of management, the Chairman and/or the Board as appropriate in order to form a view regarding the Company's disclosure obligations. Board meetings and Executive Management meetings are also used as an opportunity to consider potential disclosure issues and to ensure compliance with this Policy.

## 4. Disclosure Process

- 4.1 The Company Secretary will co-ordinate the actual



form of disclosure with relevant members of management and/or the Board as appropriate, and seek the approval of the Board before making or arranging for the relevant announcement to be made to the ASX.

- 4.2 The disclosure process is not complete until the ASX has confirmed receipt of the announcement. The Company Secretary will advise when confirmation has been received from the ASX, after which the information is available for general release.
- 4.3 The Company Secretary will arrange for all ASX announcements to be posted on the Company's website as soon as practicable after release to the ASX.

## 5. Analyst and Investor Meetings

- 5.1 When appropriate, the Company will conduct analyst and investor briefings. Slide presentations to be used at such briefings will be reviewed by the CEO and/or the Company Secretary and, where appropriate, the CFO and will be released to the ASX prior to the meeting, unless they contain no new information.
- 5.2 Requests for analyst / investor briefings or company presentations are to be directed to the CEO or the Company Secretary.

## 6. Periodic Financial Reporting

After obtaining Board approval, the Company's periodic financial reports, including full year and half year financial reports, are announced to the ASX in accordance with the Listing Rules. They are available to shareholders in the same manner as other ASX announcements.

## 7. Annual General Meeting

- 7.1 The Annual General Meeting (AGM) is generally held in November each year. The Notice of Meeting and related Explanatory Notes are distributed to

shareholders in accordance with the requirements of the *Corporations Act 2001* (Cth).

- 7.2 The AGM provides an opportunity for the Board to communicate with shareholders and investors through the Chairman's address and the CEO's presentation. Shareholders are given the opportunity, through the Chairman, to ask general questions of the Board.
- 7.3 The external auditor attends each AGM and is available to answer questions shareholders may have in relation to the conduct of the audit and the preparation and conduct of the Auditor's Report.

## 8. Company Spokesperson

- 8.1 The Chairman, CEO, CFO, and Company Secretary ("Senior Management") or their authorised delegates are the only persons authorised to speak and comment to the media, members of the investment community or other stakeholders in relation to the affairs of the Company. Comment is to be limited to providing clarification regarding material information that has already been released to the ASX, correcting factual inaccuracies or providing industry or Company background information and other matters of public record.
- 8.2 As part of their role, other employees may be authorised to speak at public forums such as industry or scientific conferences provided that their presentations have been reviewed by Senior Management to ensure that there is no Price Sensitive Information disclosed.

## 9. Promoting Compliance

- 9.1 The Company Secretary is authorised by the Board to take such action as the Company Secretary considers necessary or appropriate (including the implementation of regular training sessions for relevant Directors, Executives and employees) to ensure that the Directors, Executives and their



subordinates are aware of and adequately understand the nature of the Company's continuous disclosure obligations, the responsibility of the Company's Directors, Executives and employees in ensuring compliance with these obligations, and the requirements of this policy.

- 9.2 Compliance with this Policy by the Company Secretary, Directors, Executives, employees and consultants will be reviewed periodically. This review is to be undertaken by the Company Secretary.

## 10. Investor Information

- 10.1 The Company maintains a website at [www.anteristech.com](http://www.anteristech.com).

Under the heading "Investor Information", the Company makes the following information available on a regular and up to date basis:

- company announcements;
- information briefings to media & analysts;
- notices of meetings and explanatory materials;
- financial information; and
- annual reports.

- 10.2 If you are a shareholder and wish to:

- receive copies of information updates by email; and/or
- receive communications from, and send communications to, the Company and Computershare electronically, please send an email to **info.au@anteristech.com** to register.

## 11. Review

- 11.1 This Policy will be reviewed periodically to ensure it continues to comply with applicable laws and regulations and remains relevant and effective.
- 11.2 The Board may change this Policy by resolution.

- 11.3 This policy was last reviewed by the Board on 19 August 2014.