



ACN: 073 391 189

## CONTINUOUS MARKET DISCLOSURE AND COMMUNICATIONS POLICY

### 1. APPLICABILITY

This policy applies to executive and non-executive directors, full-time, part-time and casual employees and contractors, consultants and advisers of Argosy Minerals Ltd.

Failure to comply with this policy may lead to a breach of applicable legislation, ASX listing rules or other regulations which may result in Directors incurring personal liability. Disciplinary action, including dismissal, may be taken against any person who fails to comply with this policy. If any doubt exists regarding the Policy requirements in relation to communication with external parties, contact the Company Secretary.

### 2. PURPOSE OF MARKET DISCLOSURE POLICY

The purpose of this market disclosure and communications policy is to outline the disclosure obligations of Argosy Minerals Limited (**Argosy**, the **Company**) as required by the Australian Securities and Investments Commission (**ASIC**), ASX Limited (**ASX**), the *Corporations Act 2001* (Cth) (the **Act**) and the ASX Listing Rules. This policy also provides guidance on the appropriate processes in dealing with analysts, shareholders, regulatory authorities, markets, investors and the media.

### 3. DISCLOSURE PRINCIPLE

ASX listing rule (LR) 3.1 requires Argosy to immediately notify the ASX if it has, or becomes aware of, any information concerning Argosy that a reasonable person would expect to have a material effect on the price or value of Argosy's securities were that information to be generally available. This is known as the continuous disclosure obligation. "Immediately" means "promptly and without delay".

Argosy must not release information that is for release to the market to any person until it has given the information to the ASX and has received acknowledgment that the ASX has released the information to the market.

The continuous disclosure obligation does not apply if the exception to the obligation outlined below where all of the following are satisfied:

- (a) A reasonable person would not expect the information to be disclosed;
- (b) The information is confidential and the ASX has not formed the view that the information has ceased to be confidential; and
- (c) One of the following 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 internal management purposes; or
  - (v) the information is a trade secret.

All three elements set out above must be satisfied before the exception to the continuous disclosure obligation applies. Should any of these elements no longer be satisfied, Argosy must immediately disclose the information to the ASX in accordance with this policy.

#### **4. COMPLIANCE WITH POLICY**

The Board is responsible for ensuring that Argosy complies with its continuous disclosure obligations. To this end, the Board is responsible for implementing and overseeing compliance with this Continuous Disclosure Policy.

The Board and Managing Director ("MD"), in conjunction with the Company Secretary, are responsible for determining whether information is price sensitive and should be released to the market.

In particular, upon notification of a potentially price sensitive matter in accordance with this policy, the MD and Company Secretary will assess whether the information falls within the disclosure exception in the Listing Rules.

The Board must ensure that market announcements are accurate, balanced and expressed in a clear and objective manner that allows investors to assess the impact of the information when making investment decisions.

#### **5. ASX COMMUNICATIONS OFFICER**

Argosy's ASX Communications Officer is responsible for:

- (a) ensuring that Argosy complies with the continuous disclosure obligations;
- (b) communicating with ASX in relation to Listing Rule matters;
- (c) overseeing and co-ordinating disclosure of information to ASX, analysts, brokers, shareholders, the media and the public; and
- (d) educating directors, officers and employees on Argosy's disclosure obligations, policies and procedures and raising awareness of the principles underlying continuous disclosure.

The Company Secretary will be the primary ASX Communications Officer for the purpose of administering notifications to the ASX. The ASX Communications Officer should be made aware of all proposed disclosures to ASX in advance, including information to be presented during market discussions (see paragraph 8.8).

#### **6. PRICE SENSITIVE INFORMATION**

All information which is potentially price sensitive should be ultimately notified to the MD and Company Secretary through the Reporting Procedures discussed in paragraph 7 below.

Information is considered price sensitive if it would or would be likely to influence persons who commonly invest in securities in deciding whether or not to subscribe for, buy or sell Argosy's securities. The nature of the information should be assessed against this qualitative test, considering Argosy's business activities, size and place in the market.

Employees should not pre-judge whether any information is not price sensitive and should follow the reporting procedures set out in paragraph 7.

#### **7. REPORTING PROCEDURES**

Argosy's internal reporting procedures for ensuring potentially price sensitive information is notified to the MD and Company Secretary include reports from Board meetings and various scheduled meetings of management. In addition, senior management has regular contact with both the Executive Directors and other managers. This regular contact enables Senior Management to keep abreast of matters that are, or might become, price sensitive. Any

potentially price sensitive issues arising from these contacts are to be notified to the Company Secretary who will, in consultation with the MD, determine whether the matter requires reporting to the ASX.

In addition, all matters which may be considered by any person to be potentially price sensitive are to be immediately reported to either of the MD or Company Secretary.

As noted above, the MD and the Company Secretary will liaise to determine if in fact a matter is to be considered price sensitive and whether or not disclosure is required under the ASX Listing Rules.

## **8. COMMUNICATION OF INFORMATION**

### **8.1 Disclosure to ASX**

All information which would be expected to have a material effect on the price or value of Argosy's securities will be released by the ASX Communications Officer to ASX before any other person.

Immediately following notification to the ASX, all Board members are to be provided with an electronic copy of the notification, except where the notification is a formal non-material obligation under the Listing Rules, e.g. exercise by an executive of a share option.

### **8.2 Placement on website**

All information disclosed to ASX in compliance with this policy will be promptly placed on Argosy's website following confirmation of receipt from ASX.

### **8.3 Further Dissemination**

The MD will in each instance determine if further dissemination of information is required following release of material to the ASX. E.g. Press releases, media conferences, or mail outs to security holders.

### **8.4 Authorised spokespersons**

Unless otherwise advised, the nominated Argosy spokespersons for all communications are the MD and Company Secretary.

The spokespersons are entitled to clarify information publicly released through ASX, but they should not add to or reveal any additional information which may be considered as materially price sensitive.

### **8.5 Social Media**

The Company can use social media platforms such as Twitter, Linked In and Facebook to promote the Company and communicate to Security Holders and the public. Any posts or use of Social Media, the contents of which directly represent or purport to represent the Company must first be approved by the Managing Director or Company Secretary. No material information is to be posted on social media prior to it being released to the ASX first.

### **8.6 Market speculation and rumours**

Market speculation and rumours, whether substantiated or not, have a potential to impact Argosy and may contain factual errors. Speculation may also result in ASX formally or informally requesting disclosure by Argosy on the matter.

Argosy has a policy of not responding to speculation and market rumours and employees must observe this policy at all times. However, notwithstanding this "no comment" approach, Argosy may issue a statement in relation to market speculation or rumour where:

- (a) Argosy considers it has an obligation at that time to make a statement to the market about a particular matter
- (b) Argosy is required to respond to a formal or informal request from ASX for information.

The MD will decide whether it is appropriate to issue such a statement. No Argosy employee is authorised to respond to speculation and market rumours except with the approval of the MD

### **8.7 Trading halts**

In exceptional circumstances, it may be necessary for Argosy to request a trading halt to maintain fair, orderly and informed trading in Argosy's securities and to manage disclosure issues (for example, if confidential price sensitive information is prematurely or inadvertently disclosed and an immediate release cannot be made).

The MD (or, in his absence, the Chair) will make all decisions in relation to trading halts. No Argosy employee is authorised to seek a trading halt except with the approval of the MD (or, in his absence, the Chair).

### **8.8 Contact with the market (market discussions)**

Having regard to the fact that price sensitive material is first released to the ASX, Argosy regularly interacts with the market in a variety of additional ways. These include presentations to the media, analysts and investors, including:

- (a) one on one briefings; and
- (b) in circumstances where senior executives act as a guest speaker.

Argosy recognises that it is important to have such market discussions, but also recognises that no price sensitive information is to be communicated during these discussions. The authorised company spokespersons may clarify information that Argosy has publicly released but must not comment on material price or value sensitive issues that have not been disclosed to the market generally.

Ahead of any new and substantive investor or analyst presentation, a copy of the presentation materials must be released to ASX (even if the information in the presentation would not otherwise require market disclosure).

### **8.9 Review of analyst reports**

Argosy recognises the important role performed by analysts in assisting the establishment of an efficient market with respect to Argosy's securities.

However, Argosy is not responsible for, and does not endorse, analyst reports that contain commentary on Argosy.

### **8.10 Responding to financial projections and reports**

Comments on Argosy financial projections and reports will only be made in relation to material which has already been publicly disclosed. Argosy will publicly announce any material change in expectations before commenting to anyone outside Argosy.

### **8.11 Shareholder Meetings**

The Company encourages and supports shareholder participation. Mechanisms for enabling shareholder participation will be reviewed regularly to encourage the highest level of anticipation and include notices of shareholder meetings being prepared, and meetings being conducted, in accordance with industry best practice and the guidelines published by the ASX Corporate Governance Council and the use of electronic communication to disseminate information relating to meetings and to facilitate shareholder voting in the most efficient manner.

The Company has adopted a Shareholder Communications Strategy which is included as Annexure A to this policy.

#### **8.12 Industry Conferences**

This Policy applies to any form of communication such as a speech, roundtable discussion or informal conversation on a convention centre floor, by any Director, Officer, employee, agent and contractor of Argosy made at any industry conference or similar event.

#### **8.13 Unintentional Disclosure**

Any disclosure made, whereby any person who made the disclosure did not know or was reckless in not knowing that the information was both material information and has not been disclosed, is commonly referred to as unintentional disclosure. If it is determined that there has been unintentional disclosure, the Board will immediately take all appropriate steps, including: disclosure of the material information that has been unintentionally disclosed; and notifying the person to whom the unintentional disclosure was made that such information has not been disclosed and must remain confidential and that he or she may not trade in the shares of Argosy with knowledge of such information until it is disclosed.

### **9. BREACHES OF THIS POLICY**

Argosy regards its continuous disclosure obligations as very important. Breach of this policy may lead to disciplinary action being taken against the employee, including dismissal in serious cases.

### **10. REVIEWS AND CHANGES TO THIS POLICY**

The Committee will review this policy annually or as often as it considers necessary to check it is operating effectively and consider whether changes are required.

The Board may change this policy (including the responsibilities of the Committee) from time to time by resolution.

**Last Amended: 23 February 2022**

**Last Reviewed: 23 February 2022**

## **Annexure A: Shareholder Communications Strategy**

The Board of the Company aims to ensure that the shareholders are informed of all major developments affecting the Company's state of affairs.

Information is communicated to shareholders through:

1. the Annual Report delivered by post or via email (if requested by the shareholder) and which is also released to ASX and placed on the Company's website;
2. the half yearly report which is released to ASX and also placed on the Company's website;
3. the quarterly reports which are released to ASX and also placed on the Company's website;
4. disclosures and announcements made to the ASX, copies of which are placed on the Company's website;
5. notices and explanatory statements of Annual General Meetings (**AGM**) and General Meetings (**GM**), copies of which are released to ASX and placed on the Company's website;
6. any Chairman of the Board's address and the Managing Director's address made at the AGMs and the GMs, copies of which are released to ASX and placed on the Company's website;
7. the Company's website on which the Company posts all announcements which it makes to the ASX as well as materials distributed at investor or analyst presentations including recordings or transcripts of such presentations; and
8. the auditor's lead engagement partner being present at the AGM to answer questions from shareholders about the conduct of the audit and the preparation and content of the auditor's report.

As part of the Company's developing investor relations program, shareholders can register with the Company to receive email notifications of when an announcement is made by the Company to the ASX, including the release of the Annual Report, half yearly reports and quarterly reports. Links are made available to the Company's website on which all information provided to the ASX is immediately posted.

Shareholders are encouraged to participate at all GMs and AGMs of the Company. Upon the despatch of any notice of meeting to shareholders, the Company Secretary shall send out material with that notice of meeting stating that all shareholders are encouraged to participate at the meeting. The Company will ensure that appropriate technology is used to facilitate the participation of shareholders at such meetings and that meetings will be held at a reasonable time and place. Shareholders who are unable to attend meetings may ask questions or provide comments ahead of meetings.