



CONTINUOUS DISCLOSURE POLICY

1. INTRODUCTION

- 1.1 This policy sets out Newfield Resources Limited (**Company**) continuous disclosure obligations under the *Corporations Act 2001 (Cth)* (**Corporations Act**) and the ASX Listing Rules and the procedures the Company shall follow in order to comply with those provisions.
- 1.2 To the extent practicable, the Company has followed the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations (4th Edition)*.
- 1.3 A copy of this policy is available on the Company's website: <https://newfieldresources.com.au>.

2. PURPOSE

- 2.1 The purpose of this policy is to:
 - a. provide guidance to all directors and employees of the Company regarding what may be considered material information;
 - b. ensure that all directors and employees are aware of the continuous disclosure obligations of the Company;
 - c. establish a process by which the Company can promptly identify and, if required, disclose relevant information to the market;
 - d. provide shareholders and the market with timely, direct and equal access to information issued by the Company; and
 - e. promote investor confidence in the integrity of the Company and its securities.

3. GENERAL PRINCIPLES

- 3.1 The continuous disclosure provisions of Corporations Act and the ASX Listing Rules mean that criminal and civil liabilities could be imposed on the Company, its directors and officers if material information is not released to the market in accordance with Listing Rule 3.1.
- 3.2 Listing Rule 3.1 requires "immediate" disclosure of any information concerning the Company which a reasonable person would expect to have a material effect on the price or value of shares and/or other securities of the Company. Section 674 of the Corporations Act reinforces Listing Rule 3.1 by creating criminal and civil penalties for non-compliance.
- 3.3 **Carve outs**

Listing Rule 3.1A provides the requirement to disclose this information does not apply if, and only if, each of the following exceptions are and remain satisfied:

- a. a reasonable person would not expect the information to be disclosed;
- b. the information is confidential and ASX has not formed the view that the information has ceased to be confidential; and
- c. one or more of the following conditions apply:
 - i. it would be a breach of a law to disclose the information;
 - ii. the information concerns an incomplete proposal or negotiation (for example, a negotiation to enter into a new contract);
 - 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 ASX; or
 - v. the information is a trade secret.

4. FALSE MARKET

- 4.1 If the ASX considers that there is or is likely to be, a false market in the Company's securities and requests information from the Company to correct or prevent a false market, the Company must give ASX the information needed to correct or prevent the false market. Unless required to avoid a false market, the Company's general policy is not to respond to market speculation or rumours.
- 4.2 The Managing Director (or equivalent) will be responsible for the monitoring of any press speculation or rumours and, as appropriate, providing a correcting statement to ASX.

5. THE MANAGING DIRECTOR'S OBLIGATIONS

- 5.1 The Managing Director (or equivalent) is the ultimate decision-maker on the Company's continuous disclosure obligations.
- 5.2 The Managing Director (or equivalent) is primarily responsible for ensuring that the Company complies with its disclosure obligations and is primarily responsible for deciding what information will be disclosed. In consultation with the Board and appropriate personnel, a decision will be made by the Managing Director (or equivalent) about whether or not to disclose the information, take any necessary steps to protect its confidentiality, or take steps to prevent a false market (such as requesting a trading halt).

6. OBLIGATIONS TO NOTIFY THE MANAGING DIRECTOR

- 6.1 Where any information comes to light about the Company which may need to be released, all directors and employees are obliged to bring that information to the attention of the Managing Director (or equivalent) with all possible expediency. In the case of directors, initial notification should be given directly to the Managing Director. In their absence, notification should be given to the Chairman of the Board or the Company Secretary.
- 6.2 Until a decision as to whether or not to disclose information has been made, all directors, employees and contractors must treat the information as strictly confidential.

7. DECISION NOT TO DISCLOSE INFORMATION

- 7.1 If a decision is made by the Managing Director (or equivalent) not to disclose information, the reasons for that decision must be documented at the time the decision is made and retained by the Company Secretary.

8. CONFIDENTIAL INFORMATION

- 8.1 Every employee and director are reminded of their obligation not to disclose confidential information to any person except with the express consent of the Company or in circumstances required by law. This obligation is outlined in the Code of Conduct which is available on the Company's website.
- 8.2 In determining whether any information that comes to light about the Company needs to be released, it will be necessary to determine whether the conditions permitting non-disclosure under Listing Rule 3.1A apply. In particular, a determination may need to be made as to whether the information is confidential. For that purpose, the Company may seek independent legal advice.

9. BRIEFINGS, MEDIA CONTACT AND PUBLIC COMMENT

- 9.1 Any new and substantive investor or analyst presentation will be released on the ASX Market Announcements Platform ahead of any briefing sessions with analysts, investors and media groups presentation. Where practicable, the Company will consider providing shareholders the opportunity to participate in such presentations.

- 9.2 Care must be taken not to make comments to the media or others which could result in rumours or speculation about the Company. The Board has designated the Managing Director or the Chairman of the Board to speak to the media on matters associated with the Company.
- 9.3 There will be times when directors and employees will be approached by the media for public comment. On such occasions, the director(s) or employee(s) should comply with the following:
- a. refer the person to the Managing Director (or equivalent) as appropriate for comment;
 - b. refrain from disclosing any information, documents or other forms of data to the person without the prior consent of the Managing Director (or equivalent);
 - c. report the person who contacted the director or employee, the reason (explicit or inferred) for the contact and a summary of any other relevant information as soon as possible to the Managing Director (or equivalent).

10. BOARD CONSIDERATION OF DISCLOSURE

- 10.1 The Board will consider whether there are any matters requiring disclosure in respect of each and every item of business that it considers and whether, since the last Board meeting, individual directors have become aware of information in the course of the performance of their duties as a director of the Company, which should be disclosed.

11. SHARE DEALING BY EMPLOYEES AND DIRECTORS

- 11.1 Any director or employee of the Company proposing to trade in the Company's shares must comply with the Securities Trading Policy, a copy of which is available on the Company's website.

12. CONCLUSION

- 12.1 Compliance with this policy is critical. Failure to comply could lead to civil or criminal liabilities for the Company, its directors and employees, and could have a damaging impact on the reputation of the Company within the investment community.
- 12.2 Any director or employee of the Company who wilfully or negligently causes a failure to comply with this policy will be considered to have engaged in serious misconduct which may result in the termination of their engagement by the Company.

13. REVIEW OF POLICY

- 13.1 The Board will review this policy from time to time to ensure it remains consistent with the Board's objectives and responsibilities.

14. PUBLICATION OF POLICY

- 14.1 This policy will be available on the Company's website and the key features will be published in the annual report.

Version control

18 April 2012	First adoption
23 April 2021	Review and update to be consistent with the 4 th Edition