



Continuous Disclosure Policy

Document Number	TMT-COR-POL-004	Effective Date	28 March 2023
Document Revision	1	Approved By	Board of Directors
Document Owner	Corporate/Board		

1. Purpose

Technology Metals Australia Limited (the **Company**) is listed on the Australian Securities Exchange (ASX) and must comply with continuous disclosure requirements arising from legislation and the ASX Listing Rules.

The general rule, in accordance with ASX Listing Rule 3.1, is that once the Company becomes aware of any information concerning it that a reasonable person would expect to have a material effect on the price of value or the Company's securities, the Company must immediately disclose that information to the ASX. Failure to notify the ASX can be considered a serious criminal offence.

The Company is committed to compliance with ASX Listing Rules, applicable sections of the *Corporations Act 2001* (Cth), continuous disclosure obligations, and provision of timely and relevant information to investors.

2. Scope

The Continuous Disclosure Policy applies to each director, manager, and employee of the Company.

3. Responsibilities

- a. The Board is responsible for the overall administration of this policy and should endeavour to review all key announcements prior to its release to the market.
- b. The Managing Director is responsible for the implementation of this policy.
- c. The Company Secretary is responsible for:
 - (i) overseeing and co-ordinating disclosure of information to the ASX and shareholders;
 - (ii) providing guidance to Directors and employees on disclosure requirements and procedures.

4. Market Sensitive Information

Listing Rule 3.1 requires an entity to disclose information "concerning it" that "a reasonable person would expect to have a material effect on the price or value of the entity's securities".

This type of information is also referred to as "market sensitive information".

The notes to Listing Rule 3.1 give the following examples of the type of information that could be market sensitive:

- o a transaction that will lead to a significant change in the nature or scale of the entity's activities;

- a material mineral or hydrocarbon discovery;
- a material acquisition or disposal;
- the granting or withdrawal of a material licence;
- the entry into, variation or termination of a material agreement;
- becoming a plaintiff or defendant in a material lawsuit;
- the fact that the entity's earnings will be materially different from market expectations;
- the appointment of a liquidator, administrator, or receiver;
- the commission of an event of default under, or other event entitling a financier to terminate, a material financing facility;
- under subscriptions or over subscriptions to an issue of securities (a proposed issue of securities is separately notifiable to ASX under Listing Rule 3.10.3);
- giving or receiving a notice of intention to make a takeover; and
- any rating applied by a rating agency to an entity or its securities and any change to such a rating.

For these purposes, "information" extends beyond pure matters of fact and includes matters of opinion and intention. It is not limited to information that is generated by, or sourced from within, the entity. Nor is it limited to information that is financial in character or that is measurable in financial terms.

Under Listing Rule 3.1, an entity must disclose all information "concerning it" that it becomes aware of from any source and of any character if a reasonable person would expect the information to have a material effect on the price or value of its securities.

Nevertheless, the qualification that the information must "concern" the entity is an important one. Generally speaking, an entity would not be expected under Listing Rule 3.1 to disclose publicly available information about external events or circumstances that affect all entities in the market, or in a particular sector, in the same way.

5. Exceptions

ASX Listing Rule provides that Listing Rule 3.1 does not apply to particular information while each of the following requirements is satisfied in relation to the information:

- a. 3.1A.1: One or more of the following five situations applies:
 - It would be a breach of a law to disclose the information;
 - The information concerns an incomplete proposal or negotiation;
 - The information comprises matters of supposition or is insufficiently definite to warrant disclosure;
 - The information is generated for the internal management purposes of the entity; or
 - The information is a trade secret; and
- b. 3.1A.2: The information is confidential and ASX has not formed the view that the information has ceased to be confidential; and
- c. 3.1A.3: A reasonable person would not expect the information to be disclosed.

6. Guiding Principles

- a. Market sensitive information is publicly released through ASX before it is disclosed to shareholders and market participants. Distribution of other information to shareholders and market participants is also managed through disclosure to the ASX. The importance of safeguarding the confidentiality of corporate information to avoid premature disclosure is paramount.
- b. If the ASX considers that there is, or is likely to be, a false market in the Company's securities and asks the Company to give the ASX information to correct or prevent a false market, the Company must immediately give that information to the ASX. This obligation arises even if the Company considers that an exception to continuous disclosure obligation applies.
- c. All announcements and/or media releases must be:
 - (i) Prepared in compliance with ASX Listing Rules continuous disclosure requirements;
 - (ii) Factual and not omit material information; and
 - (iii) Expressed in a clear and objective manner to allow investors to assess the impact of the information when making investment decisions.
- d. The Company's processes in relation to the review and release of ASX announcements and/or media releases is as follows:
 - (i) All key announcements at the discretion of the Managing Director are to be circulated to and reviewed by all members of the Board.
 - (ii) All members of the Board shall endeavour to provide the Managing Director (or in his/her absence, the Company Secretary) with verbal or written contribution of each key announcement, prior to its release. Where the urgency of the subject matter precludes reference to the full Board, an announcement within this category may be approved by the Directors who are available. It is specifically acknowledged that where a continuous disclosure obligation arises, disclosure cannot be delayed to accommodate the availability of Board members.
 - (iii) Any relevant parties named in the announcement should also be given the opportunity to review the announcement prior to its release, to confirm all information is factually correct.
 - (iv) All members of the Board will receive copies of all material market announcements promptly after they have been made.
- e. Information shall be posted on the Company's website after the ASX confirms an announcement has been made, with the aim of making the information readily accessible to the widest audience.
- f. The Company Secretary shall maintain a copy of all announcements released.
- g. The Company may hold briefing sessions, seminars, and/or webinars with analysts and investors. Only authorised Company spokespersons may conduct such sessions and all sessions will be conducted in accordance with the Company's continuous disclosure obligations.
- h. Any new and substantive investor or analyst presentation shall be released on the ASX Market Announcements Platform ahead of the presentation. Where practicable, the Company shall consider providing shareholders the opportunity to participate in such presentations.
- i. All employees must ensure that they comply with the Company's Code of Conduct and any other policies in respect of media contact and comment.

7. Monitoring and Review

The Board will monitor the content, effectiveness, and implementation of this Policy on a regular basis. Any updates or improvements identified will be addressed as soon as possible.