

# Communications and Disclosure Policy

## Commitment to Shareholders and an Informed Market

SAI Global Limited's Board believes that shareholders and the investment market generally should be informed of all major business events that influence the company in a timely and a widely available manner. This is not only in order to comply with the Corporations Law and Australian Stock Exchange (ASX) listing requirements, but so that shareholders, as the owners of the business, can exercise informed judgment as to whether or not to remain involved with the company. The Board is committed to timely and quality financial disclosure and transparent reporting, and to the concept that all shareholders should have an equal opportunity to receive or obtain information issued by SAI Global.

## Strategy

SAI Global aims to be open and transparent with all stakeholders, including the owners of the business. 'Plain English' communication and easy access to company information are important objectives of the company's communication strategy. Information is to be communicated to shareholders regularly through a range of forums, publications and online. These will include:

- Notices and Explanatory Memoranda of Annual General Meetings
- The Annual Report
- The annual Financial and Directors' Report
- Disclosures to the ASX, including the lodging of any analyst or media presentations made
- Letters from the Chairman or Chief Executive Officer (CEO) to specifically inform shareholders of key matters of interest
- Notices of changes to substantial shareholdings, and
- Statements of where changed material interests of a Director alter their independent status.

Material interest of a Director is defined as having control of, or associated with, more than 2 1/2% of issued shares in SAI Global or associated with or principal of a supplier of goods or services where that supply in total represents more than 10 % of the organization's total supply to all parties of that goods or services.

Shareholders have the right to attend the Annual General Meeting and any other similar meeting of security holders that may be called from time to time.

## **Strategy Implementation**

All of the above information will be made immediately available on the Company's website ([www.sai-global.com](http://www.sai-global.com)), following lodgment with the ASX. Notifications to or lodgements with the ASX will also be immediately notified to Directors having obtained where necessary their prior clearance.

The Chairman, CEO, Chief Operating Officer (COO), Chief Financial Officer (CFO) and Director Corporate and Public Affairs are the only persons who may communicate with analysts or representatives of the media.

The Company Secretary is responsible for communicating with the ASX.

Where the ASX requires certain reports or notifications to be submitted in a predetermined form the Company Secretary, and (where appropriate) the CFO, shall ensure that they are so lodged.

There are to be no external briefings during the two blackout periods which are, respectively, the time between the end of the financial year and the announcement of the results and the time between the end of the half year and the announcement of the half year results. Any deviation from this prohibition is to be approved by the Chairman.

## **Continuous Disclosure**

SAI Global will immediately notify the market (by ASX announcement) of completed information related to its businesses that a reasonable person would expect to have a material effect on the price or value of its securities. This does not apply to information that a reasonable person would not expect to be disclosed and; the information is confidential and confidentiality has not been breached and; where either it concerns incomplete discussions or negotiations, or it would be a breach of law, or insufficiently definite to warrant disclosure, or the information is generated for internal management purposes only. Listing Rule 3.1 refers.

## **Continuous Disclosure Procedure**

1. In the event that any officer or employee of the company becomes aware of information that may be subject to disclosure, they are to immediately raise the matter with the Company's Legal Counsel, Company Secretary or CEO and copy any associated correspondence to the Company Secretary.
2. Any potentially disclosable information is not to be discussed with colleagues, or indeed anyone except the three nominated officers in (1) above, before or after reporting it.
3. Discretion is not to be exercised as to which matters are to be brought forward.
4. Legal Counsel or the Company Secretary will take the matter to the CEO (or in his absence, the Chairman) who will direct the form and content of any disclosure to be made. The Director of Public Affairs and Legal Counsel will both normally assist with the content of any disclosure lodged with the ASX.
5. If there is any doubt whether disclosure is necessary, after discussion with Directors, the ASX Companies Office is to be contacted and the issue discussed on a confidential basis.

6. If it is determined that information needs to be disclosed to the ASX, the Chairman and Directors are to be notified.
7. If the Director of Public Affairs is not involved in (4) above, he/she is to be immediately briefed on the ASX disclosure in order to prepare any necessary media briefing material. Nothing is to be released in advance of the release of the information to the ASX.

SAI Global's officers and employees, in general, will not respond to market speculation or rumours unless required to do so by law or by the ASX. If there is any disclosure in the form of a response to media reports or speculation it is to be handled so as to not create a false market, but to give accurate information.