

**Ambertech Limited**  
**Continuous Disclosure and Communications Policy**



**1. Purpose**

The purpose of this continuous disclosure policy is to:

- assist Ambertech in complying with its continuous disclosure obligations under the Corporations Act and the Australian Securities Exchange ("ASX") Listing Rules;
- establish a framework to enable Ambertech to provide shareholders and the market generally with timely, direct and equal access to relevant information about Ambertech; and
- promote investor confidence in the integrity of Ambertech and its securities through the application of disciplined disclosure procedures by its directors and employees.

**2. Disclosure Requirements**

Ambertech is a public company listed on the ASX. It is subject to continuous disclosure requirements under the Corporations Act and the ASX Listing Rules (which are given legislative force under section 674 of the Corporations Act), in addition to periodic and specific disclosure requirements.

Chapter 3 of the ASX Listing Rules requires Ambertech to provide continuous and timely disclosure to the market, to keep it informed of events and developments as they occur. In particular:

- Listing Rule 3.1 provides a general rule that Ambertech must notify the market of any information concerning Ambertech that a reasonable person would expect to have a material effect on the price of Ambertech securities.
- Listing Rule 3.1A provides that disclosure is not required in all circumstances, for example, disclosure is not required where all of the following requirements are met:
  1. A reasonable person would not expect the information to be disclosed
  2. The information is confidential and the ASX has not formed a view that the information has ceased to be confidential
  3. On or more of the following applies:
    - It would be a breach of law to disclose the information
    - The information concerns an incomplete proposal or negotiation
    - The information comprises matters of supposition or is sufficiently deficient to warrant disclosure
    - The information is a trade secret.
- Listing Rule 3.2 sets out circumstances which require disclosure to the ASX, including the following circumstances:
  1. Ambertech makes a takeover bid
  2. Ambertech reorganizes its capital, including share issues, buy-backs or calls on shares
  3. Ambertech announces a dividend or distribution plan
  4. There is a change to the Board, or the interests of any Board member
  5. Details of shareholder meetings.

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**3. Review of Information**

In determining whether information is material and/or market sensitive, the Board or officer having authority to make the disclosure must consider whether there is a substantial likelihood that the information would influence investors in deciding whether to buy, sell or hold Ambertech securities.

The Board or officer responsible for authorizing the disclosure may consult with the Company Secretary to assist them with their deliberations. External advice may be sought where appropriate. Announcements must be made in the required form as soon as practicable after the announcements have been approved for disclosure in accordance with the policy.

**4. Responsibility of Officers and Employees**

**4.1. Identifying relevant information**

Senior executives of each business unit within the Ambertech business are responsible for promptly notifying the Managing Director or Company Secretary of any information that may be price sensitive concerning Ambertech.

The Managing Director or Company Secretary must assess the information and if the information is considered price sensitive, forward that information to the Board. The Board will then make the final assessment of the information and determine whether disclosure is required.

**4.2 Board Disclosure**

The Board is responsible for determining the timing and content of disclosure to the ASX concerning the following:

- Ambertech results and major acquisitions; and
- Information concerning Ambertech that could have a material effect on the price or value of Ambertech securities in accordance with ASX requirements.

**4.3 Managing Director Disclosure**

The Managing Director, in consultation with the Chairman, has authority to make announcements with respect to acquisitions in a form approved by the Board. The Managing Director may issue any other information specifically authorized by the Board.

**4.4 Company Secretary Disclosure**

The Company Secretary is responsible for the following communications:

- Financial reporting in line with obligations under the Corporations Act 2001;
- Periodic disclosure in accordance with ASX Listing Rule 4; and
- Continuous disclosure in accordance with ASX Listing Rule 3, in line with any directive from the Board or Managing Director.

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The Company Secretary must ensure that such information is not released to any person prior confirmation from the ASX that the information has been released to the market.

The Company Secretary shall be responsible for ensuring the information is posted on the Ambertech website, and a copy is forwarded to members of the Board at the time the release is made.

### 5. Media and Press Announcements

Unless otherwise delegated by the Board, only the Chairman and Managing Director may issue any public statements about Ambertech.

A general manager within the Ambertech business may provide comment to trade publications in respect of products within their specific area of responsibility and expertise. Other than this limited exception, no Ambertech personnel is entitled to speak on behalf of Ambertech to any media organization without the prior written consent of the Chairman or Managing Director.

As a general rule, all media announcements issued by Ambertech (other than in respect of product information) are to be made through the ASX, even where such announcements are not necessary under the ASX Listing Rules. Announcements are then posted on Ambertech's website at [www.ambertech.com.au](http://www.ambertech.com.au)

### 6. Shareholder Communications

It is considered important for Ambertech to provide shareholders with up to date information and reports regarding the activities and performance of the business. This information is communicated to shareholders and investors generally through the following means:

- Release of half year and full year Financial Reports;
- Publication of the Annual Report;
- Conduct of the Annual General Meeting;
- Investor Newsletters to inform shareholders of key matters of interest; and
- Ambertech's website at [www.ambertech.com.au](http://www.ambertech.com.au)

Ambertech may also provide information to the market through:

- Investor briefings (primarily relating to the release of results);
- Media interviews with comment;
- Various industry forums; and
- Meetings with shareholders, fund managers and other investors.

Ambertech may from time to time issue explanatory information to the market regarding its reports and other updates to ensure clarity of its communications. Any explanatory information is to be issued to the market, and Ambertech will not conduct specific discussions with any person, including analysts, major shareholders, institutional investors or the media prior to such information being released to the ASX.

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**7. Discussions with Shareholders, Analysts and Advisors**

As a part of Ambertech's management of investor relations and to enhance analyst's understanding of its background and technical information, the company may conduct briefings with shareholders, analysts or fund managers from time to time to discuss information that has been released to the market.

Ambertech's policy for conducting these briefings is not to disclose any information which is, or potentially is, material price sensitive information, where that information has not already been disclosed to the ASX. If any question is raised during the briefing can only be answered by disclosing material price sensitive information not previously disclosed to the ASX, representatives of Ambertech present at the briefing should decline to answer the question, and where appropriate, take the question on notice and wait until the information has been announced publicly to the ASX before responding.

Unless otherwise authorised by the Chairman or Managing Director, only the Managing Director, Directors, or the Chief Financial Officer may accept telephone calls or attend meetings with shareholders, analysts or fund managers. At least two representatives from Ambertech must attend such meetings if the Managing Director is not present.

When appropriate, attendees at meetings with shareholders, analysts or fund managers must take and retain notes reflecting key matters discussed and report to the Board.

**8. Analysts Reports and Forecasts**

Stock-broking analysts may periodically prepare reports on Ambertech. Such reports are generated by analysts based on publicly available information. It is the policy of Ambertech not to provide comment or feedback to analysts on draft or final versions of reports unless such report or forecast contains information that is materially misleading.

In circumstances where it becomes apparent that in general the market's earnings projections differ materially from its own estimates, the Board may consider issuing a correction to these projections, irrespective of whether this is due to incorrect facts in analysts' reports.

**9. Chat Rooms, Blogs and Social Networking Sites**

Ambertech employees or associated parties must not participate in chat room discussions on the internet where the subject matter relates to business affairs of Ambertech, unless that person is authorised by the Chairman or Managing Director to do so, and that person only does so in accordance with the principles laid out in this policy, and the terms of the authorisation given to them.

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**10. Media and Market Speculation**

Ambertech has a general “no comments” policy in relation to market speculation and rumours, which must be observed by Directors and employees at all times.

Ambertech may issue an announcement in response to market speculation or rumours where it is considered necessary to comply with Ambertech’s continuous disclosure obligations. This may involve correction of factual errors or a response to a formal request from the ASX for information.

**11. Unintentional or Erroneous Communications**

If any person becomes aware that any information is unintentionally communicated in breach of this policy, or communicated in error, then the Managing Director or Company Secretary should be notified as soon as possible to enable Ambertech to issue an updated announcement to the market.

The Company Secretary is also responsible for overseeing the content management of the Corporate Governance section of the Ambertech website and the distribution of material to shareholders, such as financial reports, notices of meetings, and letters to members.