

Document ID SHGL-POL-009	Title Continuous Disclosure Policy	Print Date 07/12/2020
Revision 1.0	Prepared By James Hill	Date Prepared 17/11/2020
Effective Date 04/12/2020	First Review By James Hill	Date First Review 19/11/2020
	Second Review By Guan Tay	Date Second Review 26/11/2020
	Approved By Thomas Hanly	Date Approved 04/12/2020

1. Introduction & Statement of Purpose

This Policy outlines the processes adopted by Singular Health Group Limited (**SHG**) to comply with its Continuous Disclosure obligations under Listing Rule 3.1.

2. Scope

This policy applies to all directors, employees, consultants and contractors (**Team Members**) of SHG in relation to information to which they become aware in the course of discharging their duties.

SHG's continuous disclosure obligations under the Corporations Act 2001 and the Listing Rules of the Australian Stock Exchange (ASX) have the force of law. Serious criminal and civil penalties may apply to team members found to have been in contravention of these obligations.

3. Principles of Singular Health's Approach to Continuous Disclosure

3.1) If SHG becomes aware of any Market Sensitive Information, it will notify the ASX promptly, and without delay, unless an exemption in the ASX Listing Rules applies.

3.2) Team members must notify a disclosure officer as soon as they become aware of information that may be Market Sensitive Information that has not been previously notified to the ASX, or if they believe any prior disclosure is inaccurate or incomplete.

3.3) Team members who possess information that may be market sensitive information must preserve the confidentiality of that information until it is disclosed in accordance with this policy.

4. Market Sensitive Information

Market sensitive information is information that a reasonable person would expect to have a material impact on the price or value of SHG's shares.

5. Materiality

Determining if a matter is material involves quantitative and/or qualitative considerations. A matter may have low relative financial value but still be considered material due to its potential to significantly impact SHG's reputation and/or strategy.

If a team member is in doubt as to whether a matter is material, they should seek clarification from a disclosure officer, the Chief Executive Officer or the Chief Operating Officer.

The disclosure committee may determine guidelines (financial and qualitative) for materiality of information make determinations whether a material is or is not material.

Where SHG has published earnings guidance, a variation of less than 5% would generally be treated as non-material, and a variation of more than 10% would generally be treated as material. SHG will also take into account market expectation, including analysts forecasts when considering whether a matter is material.

6. Exceptions to the Obligation to Disclose

The ASX listing rules contain specific exceptions, which may mean that SHG is not immediately required to disclose certain market sensitive information to the ASX.

The possible application of such an exception does not exempt the obligation of any team member to communicate Market Sensitive Information under this Policy.

The disclosure committee shall decide whether such an exception applies.

7. Disclosure Committee

The disclosure committee has overall responsibility for the administration of this policy.

The members of the disclosure committee are the:

- (i) Chief Executive Officer,
- (ii) Chief Operating Officer,
- (iii) Company Secretary, and
- (iv) Chair of the Audit & Risk Committee.

The Disclosure Committee shall be chaired by the Company Secretary.

The Disclosure Committee is responsible for:

- (i) Ensuring that SHG complies with its disclosure obligations, and that announcements are made in a timely manner, are accurate and not misleading, and are presented in a clear, balanced and objective manner,
- (ii) Deciding what information will be disclosed by SHG to the ASX, and determining guidelines (financial and qualitative) for materiality of information,
- (iii) Approving material announcements for release to the ASX or requesting a trading halt in SHG's share. This should occur after consultation with the Chairperson, and in his/her absence the Chair of the Audit and Risk Committee. If both are unavailable, or in emergency circumstances, the Disclosure Committee may provide approval. Any such decision must be communicated to the Board immediately accompanied by the corresponding ASX announcement;
- (iv) Reviewing analyst's reports and forecasts so that SHG has an understanding of what the market is expecting its earnings to be;
- (v) Consulting on the content of announcements with SHG's Key Management Personnel and/or external advisers (as required) and with members of the Board on major announcements, including seeking their feedback where necessary; and,
- (vi) Reviewing SHG's periodic disclosures, announcements and presentations.

The disclosure committee will act through its members as are reasonably available. References in this policy to the disclosure committee are to be interpreted as references to the relevant available member(s), and the actions of those members will be considered to be the action of the disclosure committee for the purposes of this policy.

8. Responsibilities

8.1) Key Management Personnel

- (i) Understand the continuous disclosure regulations, and
- (ii) Report potentially material information immediately to either the Company Secretary, the Directors or the Chair of the disclosure committee.

8.2) Company Secretary

- (i) Liaise with the Chief Executive Officer and/or Chair of the disclosure committee on Information supplied to determine if it needs to be disclosed under continuous disclosure regulations, and

(ii) Report the material information to the market.

(iii) Ensure that the Board receives copies of all material market announcements promptly after they have been made.

8.3) All Team Members

(i) Read and familiarise themselves with this policy,

(ii) Immediately report to their manager if they become aware of any information that may be Market Sensitive Information that has not been previously disclosed, or if they believe any prior disclosure is inaccurate or incomplete, and

(iii) Protect the confidentiality of any information that may be Market Sensitive Information.

9. Market Communications

After it has made an announcement to the ASX, SHG shall post any material announcements on the SHG website (<https://singular.health>).

9.1) Briefings to analysts, institutional investors, media and events

SHG will not disclose any information which is, or potentially is, Market Sensitive Information, that has not already been disclosed to the ASX. The following protocols will be followed for briefings;

(i) A copy of any new or substantive investor or analyst presentation shall be released on the ASX Market Announcements Platform ahead of the presentation;

(ii) Any written material to be used at a briefing must be provided in advance to a Disclosure Officer (who is not the author of the material) to allow a determination to be made if that material needs to be released to the ASX because it contains Market Sensitive Information;

(iii) A Disclosure Officer, or another person authorised by them, should be present at the Briefing;

(iv) Appropriate records of the briefing should be kept for a reasonable period after the Briefing;

(v) A Team Member will decline to answer a question that requires disclosing Market Sensitive Information that has not been disclosed to the ASX. In appropriate cases, they should take the question on notice and wait until the information has been announced to the ASX before responding; and,

(vi) Transcripts, audio files or webcast are posted on the SHG website, as appropriate.

9.2) Authorised Spokepersons

The Chairman, CEO, Company Secretary, and other persons authorised by these officers or by the Board from time to time, are the only Team Members who may speak to analysts, investors, or other external parties in relation to Market Sensitive Information that SHG has previously publicly disclosed to the ASX.

9.3) Analyst Reports

Analysts frequently may prepare reports on SHG shares that contain performance and financial forecasts. SHG acknowledges the importance of analyst reports in facilitating the operation of the market in an informed and efficient manner.

However, SHG will not endorse any such reports, or provide consensus information, and will restrict its comments to factual matters and information which has been previously disclosed to the ASX by SHG.

9.4) Inadvertent Disclosure or mistaken non-Disclosure

If Market Sensitive Information is inadvertently made public or a team member becomes aware of Market Sensitive Information which should not be disclosed but has been, a Disclosure Officer must immediately be contacted so that appropriate action can be taken, including, if required, by making an announcement to the ASX.

9.5) Pre-results blackout periods

To prevent inadvertent disclosure of Market Sensitive Information, during the period between the end of a relevant financial reporting period and the date of the results announcement relating to that financial reporting period, team members are required not to discuss any financial information with investors, analysts or the media, unless the information being discussed has previously been disclosed to the ASX.

10. Administration

10.1) Training

The Chair of the disclosure committee is responsible for making team members aware of this policy and arranging training for team members who handle Market Sensitive Information or interact with external parties.

10.2) Compliance

Non-compliance with this policy and SHG's continuous disclosure obligations may breach the Corporations Act or the ASX Listing Rules and damage SHG's reputation. Breaches may result in disciplinary action including dismissal.

10.3) Review

This Policy will be reviewed periodically. Any change must be approved by the Board.