

# Shareholder Communications Policy

OptiComm Ltd ACN 117 414 776

adopted on 15 July 2019

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## 1. Introduction

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- 1.1 OptiComm Ltd ACN 117 414 776 (**Company**), as a company listed on the Australian Securities Exchange (**ASX**), aims to ensure that shareholders are kept fully up to date in relation to major developments and activities of the Company. It will do this in the following ways:
- (a) by complying with the ASX listing rules (**Listing Rules**);
  - (b) providing details of the half-yearly result, the full-year result and the Company's annual report (**Annual Report**);
  - (c) through the Company's website at [www.opticomm.net.au](http://www.opticomm.net.au);
  - (d) through the Company's annual general meeting (**AGM**), shareholder information meetings, and associated documents; and
  - (e) at other times by providing full and timely information about the Company's activities including, where applicable, by complying with its continuous disclosure obligations under the Listing Rules and the *Corporations Act 2001* (Cth) (**Corporations Act**).
- 1.2 The purpose of this policy is to promote effective communication with shareholders and other stakeholders and to encourage and facilitate participation at the Company's general meetings.

## 2. Periodic reporting

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- 2.1 The Company will produce half yearly and yearly financial reports and annual reports in accordance with the Corporations Act, the Listing Rules and applicable accounting standards.
- 2.2 The Company seeks to give balanced and understandable information about the OptiComm group in its periodic reporting to investors.
- 2.3 Where a report or information is not audited or reviewed by an external auditor, the Company will undertake appropriate verification processes where considered necessary and/or appropriate to ensure the integrity of the information contained within any such reports.
- 2.4 In particular, the Annual Report is a comprehensive report on the activities and financial results of the Company. It will be available on the ASX platform, from the Company's website or, if requested, a printed copy can be posted to shareholders.
- 2.5 The Annual Report will comprise (among other things):
- (a) a review of the Company's operations;
  - (b) details of the directors of the Company's (**Directors**);
  - (c) the Directors' report, which outlines such matters as the interests of Directors in the Company's shares, dividend details and details of executive and Director remuneration;
  - (d) the Company's financial statements;
  - (e) the audit report on the Company; and
  - (f) details of the Company's corporate governance policies and practices.

## 3. Website

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- 3.1 The Company's website will be updated regularly with material information, including:
- (a) announcements made to the ASX;
  - (b) full text of notices of general meetings and explanatory memoranda;
  - (c) media releases and the Annual Report of the Company;
  - (d) investor briefing presentations; and
  - (e) a corporate governance section where shareholders can access a variety of information about the corporate governance practices of the Company.
- 3.2 The Company will on its website provide information, press releases or ASX announcements, and financial information for:
- (a) until three years after it is listed on the ASX, from the date it was listed on the ASX; and
  - (b) from three years after it was listed on the ASX, the last three years.

#### **4. Announcements lodged with the ASX**

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- 4.1 ASX announcements made to the market, including annual and half year financial results, will be posted on the Company's website as soon as they have been released by the ASX.

#### **5. Presentations**

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- 5.1 Copies of all new and substantive investor presentations made to analysts and media briefings will be lodged with the ASX and posted on the Company's website, and where appropriate, the Company will use webcasting or teleconferencing of these presentations and briefings.
- 5.2 Where practicable, the Company intends to lodge a copy of such presentation material with the ASX (to be followed by posting on the Company's website) ahead of the presentation, but if this is not practicable in the circumstances, subject at all times to requirements in the Listing Rules, the Company will endeavour to do so as soon as it reasonably can.

#### **6. General meetings**

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- 6.1 The Company considers the AGM is the central forum to effectively communicate with shareholders and provide access to information about the Company. Investors are encouraged to attend or, if unable to attend, to vote on the motions proposed by appointing a proxy or using any other means included in the notice of meeting. The AGM also gives shareholders the opportunity to meet with the board of Directors (**Board**). At the AGM (and other general meetings), the chair of the Board will allow adequate time to address queries or questions put by shareholders.
- 6.2 The Company conducts its general meetings in accordance with its constitution, the Corporations Act and Listing Rules (as applicable). The Board will consider the use of technology and other means to facilitate shareholder participation as appropriate.
- 6.3 The Board will consider whether any resolution put to shareholders for consideration at the meeting (including any substantive resolutions) will be decided on a poll rather than a show of hands, having regard to the specific circumstances applying to the resolution at the relevant time.

- 6.4 The Company's external auditor will attend the AGM and be available to answer questions concerning the conduct of the audit and the preparation and content of the auditor's report.

## **7. Notices of meetings**

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The Company seeks to ensure that the form, content and delivery of notices of general meetings will comply with its constitution, the Corporations Act and Listing Rules (as applicable). Notices of meeting and accompanying explanatory notes aim to clearly, concisely and accurately set out the nature of the business to be considered at the meeting. In line with ASX's guidelines for notices of general meetings:

- (a) except in exceptional circumstances, issues are presented to shareholders as single resolutions;
- (b) explanatory memoranda, where appropriate, are included with the notice of meeting in respect of matters to be voted on at the meeting; and
- (c) any conflicts of interest of Directors on matters to be voted on will be clearly disclosed.

## **8. Approval, review and changes**

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- 8.1 This policy was approved and adopted by the Board on 15 July 2019.
- 8.2 The Board will review this policy and related procedures as often as the Board considers necessary to ensure this policy remains effective and relevant to the current needs of the Company.
- 8.3 The Board may amend this policy from time to time by resolution.