



Version 1

# Continuous Disclosure and Communication Policy

June 2024



Version: 1  
Document ID: HSN-GB-LEG-P-102  
Document Owner: Chief Legal Counsel  
Approved by: Chief Financial Officer  
Effective From: June 2024  
Next review Date: June 2025  
Related Documents: N/A  
Languages translated: English

**Copyright © Hansen Technologies Ltd 2024, all rights reserved.**

All information in this document is provided in confidence for the sole purpose of adjudication of the document and shall not be used for any other purpose and shall not be published or disclosed wholly or in part to any other party without Hansen's prior permission in writing and shall be held in safe custody. These obligations shall not apply to information, which is published or becomes known legitimately from some source other than Hansen.

Many of the product, service and company names referred to in this document are trademarks or registered trademarks.

They are hereby acknowledged.

**PROPRIETARY INFORMATION**

# Contents

1.	Introduction.....	4
2.	Purpose .....	4
3.	Scope.....	4
4.	Hansen’s Continuous Disclosure Obligation .....	4
5.	Hansen’s Continuous Disclosure Process .....	5
6.	Communications Representative.....	5
7.	Communications Procedures.....	6
8.	Communications for Disclosure.....	6
9.	Briefings and Presentations.....	7
10.	Key Responsibilities .....	7
11.	Inadvertent Disclosure .....	8
12.	Rumors and Market Speculation.....	9
13.	Register of Decisions and Announcements .....	9
14.	Trading Halts.....	9
15.	Blackout Periods.....	9
16.	Policy Breaches .....	9
17.	Additional Information.....	9
	Policy Review Log.....	10

## 1. Introduction

The Hansen Technologies Group consists of Hansen Technologies Limited (ACN 090 996 455) (ASX: HSN) and all other related entities of Hansen Technologies (“Hansen”, “Group” or “we”).

Hansen has developed this Continuous Disclosure and Communication Policy (“Policy”) to provide clear guidelines and establish appropriate processes and criteria for continuous disclosure to ensure compliance with the requirements of the ASX Listing Rules and corporate legislation. Hansen is committed to complying with its continuous disclosure obligations and to ensuring that trading in its securities occurs in an orderly and informed market and is not, or is not likely to be, false.

## 2. Purpose

The purpose of this Policy is to assist Hansen employees, officers and managers, to understand Hansen’s continuous disclosure obligations and to set out the procedures that must be followed for the release of information to the ASX, shareholders and the public in a timely, informative and effective manner.

## 3. Scope

This Policy applies to all employees, officers and managers of Hansen and covers circumstances where any employee, officer or manager of Hansen:

- Is in possession of confidential non-public, price sensitive information about Hansen which may include information on a developing matter;
- approached by media, investors, analysts or other third parties regarding non-public information about Hansen; and
- communicates about Hansen’s business or transactions with the media, shareholders or wider community (including online forums or blogs).

## 4. Hansen’s Continuous Disclosure Obligation

ASX Listing Rule 3.1 requires Hansen, if it becomes aware of any information concerning Hansen that a reasonable person would expect to have a material effect on the price or value of Hansen’s securities, to immediately disclose that information to the ASX.

Disclosure is not required where:

- a reasonable person would not expect the information to be disclosed, and
- the information is confidential and the ASX has not formed the view that the information has ceased to be confidential; and

- one or more of the exceptions apply. These exceptions include where the information relates to an incomplete proposal or negotiation, comprises matters which are not sufficiently definitive to warrant disclosure, is a trade secret or is generated for internal management purposes only.

## 5. Hansen's Continuous Disclosure Process

The following procedures are to be followed when any information concerning Hansen is being considered for disclosure to the ASX:

- The information is to be reviewed by the CEO, CFO and Company Secretary.
- The CEO, CFO and Company Secretary are to determine whether or not Hansen's continuous disclosure obligations require the information to be disclosed to the ASX. In appropriate circumstances, management may consult the Chairman and/or the Directors.
- Announcements relating to significant matters such as results, guidance to the market, major acquisitions or divestments or other corporate matters which involve significant financial or reputational risk should be referred to the Board for approval (provided it is feasible to do so having regard to Hansen's continuous disclosure obligations).
- The Company Secretary is to immediately disclose the information to the ASX when it is determined that the continuous disclosure obligations require such disclosure.
- All information which is disclosed to the ASX is to be placed on Hansen's website.

## 6. Communications Representative

Hansen has appointed the Company Secretary as the Communications Representative. The Communications Representative has responsibility for:

- coordinating and controlling disclosure of information to ASX, ASIC, shareholders, analysts, brokers, the media and the public;
- ensuring complete records are maintained of all disclosures of information by Hansen and the related authorisations;
- reporting and making recommendations to the Board on information potentially warranting disclosure;
- developing and maintaining relevant guidelines to help employees understand what information is price sensitive;
- educating Hansen staff, Management, Executives, and Directors on disclosure guidelines and raising awareness of the principles underlying continuous disclosure;
- supporting the Directors and Executives in ensuring that Hansen complies with continuous disclosure requirements.

The Hansen Board has nominated a limited number of individuals that are authorised as spokespersons for Hansen as follows.

- the Chairman;
- the CEO;
- the Company Secretary;
- the CFO; and
- subject to the approval of the Chairman or CEO, other Executives may become spokespersons for specific areas under their control, however any comments are to be limited to their area of expertise (collectively “Senior Executives”).

## 7. Communications Procedures

A representative of Hansen, the Directors or the Senior Executives, may not release any information that is required to be disclosed to the ASX under the continuous disclosure rules to any person before:

- the information has been given to the Communications Representative (or their delegate) and the approval and sign-off process for disclosure has been effected; and
- the information has been given to ASX; and
- an acknowledgement of the receipt of that information has been received from ASX.

## 8. Communications for Disclosure

Hansen will make market disclosures, if it becomes aware of any information concerning Hansen that a reasonable person would expect to have a material effect on the price or value of Hansen’s securities. Events warranting disclosure may include (but are not limited to):

- financial performance and significant changes in financial performance;
- changes in the composition of the Board of Directors;
- material mergers, acquisitions, divestments, joint ventures or changes in assets;
- events regarding Hansen’s shares or securities;
- major new contracts or orders; and
- major litigation involving Hansen.

If there is any uncertainty, Hansen’s Directors and Senior Executives will discuss the matter, seek legal advice if necessary, and if considered appropriate, approach the ASX to seek its position on whether the information should be disclosed to the market.

Hansen is aware that outside of statutory and listing rule requirements, communication with the market will occur in other forms. In participating in such communications Hansen will act to avoid against unintended disclosure of material information to selected market participants. Communication channels include:

- investor briefings and presentations;
- one-on-one meetings with stockbroking analysts or institution fund managers;
- industry forums;
- company literature; and
- media interviews.

## 9. Briefings and Presentations

As outlined above, information provided at briefings and presentations is subject to the continuous disclosure obligations. The following procedures are to be followed in relation to briefings and presentations:

- Material to be presented at a briefing/presentation is to be provided in advance to the Company Secretary to enable consideration to be given to whether any disclosure to the ASX is required.
- Where practicable, a briefing/presentation should be attended by at least two Hansen representatives.
- When answering questions at a briefing/presentation, care must be taken to ensure that there is no disclosure of price sensitive information which Hansen has not previously disclosed to the ASX. A question raised at the briefing/presentation should not be answered if it would result in the disclosure of price sensitive information that has not been previously disclosed to the ASX.

## 10. Key Responsibilities

The responsibility to ensure compliance with Hansen's continuous disclosure obligations is as follows:

- Board - The Hansen Board is responsible for approving this Policy and any changes to it. The Policy must be reviewed annually. The Board agenda includes a standing item on continuous disclosure and the Board is provided with a summary of decisions and announcements contained in the register.
- Chief Executive Officer (CEO) - The CEO has primary responsibility for making sure that Hansen complies with its continuous disclosure obligations. These include:
  - deciding what information will be disclosed;
  - approving announcements before they are given to the ASX, subject to any Board approval for the announcement that may be required in the circumstances;

- providing information to the Company Secretary to enable the Company Secretary to maintain a register of decisions and announcement.
- Directors and Senior Executives – Directors and Senior Executives are primarily responsible for compliance with the continuous disclosure guidelines. Directors and Senior Executives are responsible for communicating to the Communications Representative:
  - any price sensitive information of which they become aware, of which they believe the Communications Representative will not be aware. Where there is uncertainty as to whether an issue could be sensitive, the matter should be reported for the Board to consider;
  - any dealings undertaken in their Hansen securities;
  - comments on draft announcements, presentations and general communications to shareholders, ASX and the market;
  - all information, as specified by ASX and ASIC, that requires market announcements.
- Head of Investor Relations - Responsibilities under this policy include:
  - monitoring the media daily for commentary about the company. If any matter suggests an announcement may be required, this must be brought to the attention of the Company Secretary;
  - developing announcements in consultation with the CEO and/or CFO and making sure that final versions are with the Company Secretary for announcement.
- All Employees and Directors - All employees are responsible for making sure that any price-sensitive information they have is kept confidential. Failure to do so may result in Hansen breaching its disclosure obligations. Accordingly:
  - If an employee or Director comes into possession of information that may be price-sensitive, the employee must immediately inform the Company Secretary and the Director must immediately inform the CEO.
  - Refer to Hansen’s Trading Policy for further information regarding the trading of Hansen securities by Employees and Directors.

## 11. Inadvertent Disclosure

If an employee becomes aware of price sensitive information relating to Hansen which has been leaked or inadvertently disclosed, the Company Secretary must be informed so consideration can be given to whether disclosure to the ASX is required.



## 12. Rumors and Market Speculation

Subject to its obligations under the ASX Listing Rules, Hansen will not generally comment on rumours or market speculation.

## 13. Register of Decisions and Announcements

The Company Secretary must maintain a register of information referred to the Company Secretary and CEO under this policy. The CEO is responsible for keeping the Company Secretary informed of information referred to the CEO to enable the Company Secretary to maintain the register.

## 14. Trading Halts

In order to facilitate an orderly and informed market, it may be necessary, in exceptional circumstances, for Hansen to request a trading halt or suspension from the ASX. The CEO, CFO and the Company Secretary will make decisions relating to any need for a trading halt or suspension and any requests to the ASX for any such trading halt or suspension. Where possible, the Chairman will also be consulted on such matters.

## 15. Blackout Periods

Hansen observes a six-week “blackout period” in advance of the release of its half-year and full-year results announcements. During this period, Hansen will not hold meetings with analysts or investors, unless authorised by the CEO.

## 16. Policy Breaches

If Hansen contravenes its continuous disclosure obligations, offences attracting criminal and/or civil penalties under the Corporations Act 2001 may be committed by the Company and persons involved in the contravention. Breaches of this policy will be regarded with the utmost seriousness and will be subject to disciplinary action, including dismissal from employment, where appropriate.

## 17. Additional Information

If you have any questions arising from this Continuous Disclosure policy, please contact the Company Secretary.

## Policy Review Log

Version:	Date of review:	Description of changes made:	Approved by:
1	May 2024	New separate policy created	Chief Financial Officer & Chief Legal Counsel