



ASX:JYC

Continuous Disclosure Policy

1. Background

- a) Joyce Corporation Ltd (the **Company**) is required to comply with the general and continuous disclosure obligations contained in the Listing Rules of the Australian Securities Exchange (**ASX**) and the Corporations Act 2001 (Cth). Included in the ASX Listing Rules and the Corporations Act are various requirements for the Company to make disclosure of various matters relating to the management, financial performance and other aspects of the Company's business and performance. If not, significant criminal and civil penalties may be imposed on the Officers and Directors of the Company.

2. Purpose

- a) This policy sets out the rules for disclosing information to the ASX, the obligations on the Company and its people and the procedures put in place by the Company to comply with these rules.
- b) The policy should be reviewed in conjunction with the Company's Investor Engagement and Securities Trading policies.

3. Responsibility

- a) This policy applies to all Directors and employees (staff and contractors) of the Company and its subsidiaries.

4. Continuous Disclosure Policy

- a) This policy is in line with the Company's values of Family, Teamwork and Passion.
- b) The Company is committed to ensuring compliance with the general and continuous disclosure obligations.
- c) This policy is in addition to the rules the Company must comply with for routine disclosures to the ASX, such as half-yearly and annual reporting.

5. Disclosure Obligations on the Company

- a) Market sensitive information is information concerning the Company that a reasonable person would expect to have a material effect on the price or value of the Company's securities (**Market Sensitive Information**).
- b) Listing Rule 3.1 requires the Company to immediately disclose Market Sensitive Information to the ASX. This rule does not apply to particular information, only if each of the following applies:
 - i. A reasonable person would not expect the information to be disclosed; and
 - ii. The information is confidential and the ASX has not formed a view that the information has ceased to be confidential; and
 - iii. One or more of the following applies:
 - o Disclosing the information would be a breach of a law;
 - o The information concerns an incomplete proposal or negotiation;



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- o The information comprises matters of supposition or is insufficiently definite to warrant disclosure;
 - o The information has been generated for the internal management purposes of the Company; or
 - o The information is a trade secret.
- c) If the ASX considers there is or is likely to be a false market in the Company's securities, the ASX may ask the Company to disclose information or make a statement to correct or prevent the false market. This may occur where there is market speculation or media reports arising from a leakage of confidential information concerning a proposal or negotiations that have not been disclosed by the Company because the exception to Listing Rule 3.1 applies.
- d) Market Sensitive Information must not be selectively disclosed to others, such as prospective shareholders, the media or analysts, before it is disclosed to the ASX.

6. Obligations on Individuals in the Company

- a) It is the responsibility of each director, officer and employee to advise either the CEO, CFO or Company Secretary (**CS**) immediately of any information about the Company that the person is aware of that has not been released to the ASX and that might be price sensitive. That is, it might influence someone to buy or sell the Company's securities. It is also their responsibility to immediately advise either the CEO, CFO or CS if they become aware of circumstances that may make or has made any publicly released price sensitive information likely to be or in fact inaccurate (such as a forward-looking statement), so that a correcting statement may be released as soon as possible.
- b) If a person is unsure about the importance or relevance of the information which has become known, the information should be reported to the CEO, CFO or CS so that a decision may be made about whether or not to disclose the information to the ASX.

7. Preparation of ASX Releases

- a) It is the responsibility of the CEO, CFO or CS to determine if information is Market Sensitive Information and therefore required to be disclosed to the ASX. Arrangements to draft an ASX release containing Market Sensitive Information must be made by the:
 - i. CEO where the information concerns legal or operational matters;
 - ii. CEO and CFO where the information concerns financial matters or has a financial effect; or
 - iii. CEO and/or CS where the information concerns other matters.
- b) When preparing the ASX Release, ASIC's RG – 247 outlines sound disclosure practices.
- c) Announcements made by the Company containing Market Sensitive Information are to be vetted and authorised by CFO & CEO to ensure that they are:
 - i. factual;
 - ii. complete;
 - iii. balanced; and
 - iv. expressed in a clear and objective manner.



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8. Approval of ASX Releases

- a) Once the ASX release has been drafted, in order to safeguard confidentiality of corporate information and to avoid premature disclosures, the final form of the release is to be approved for release to the ASX by the:
 - i. CEO where the information concerns legal, operational or financial matters;
 - ii. CEO and/or CS where the information concerns other matters;
 - iii. The Board, where the information involves a highly significant decision or event with highly significant consequences for the Company's stakeholders (or where requested to do so by the Company's Executives).

9. Lodgement of ASX Releases

- a) Once approved for release to the ASX, the CS is to register the ASX release in the Company's records and arrange for its immediate release by online distribution to the ASX via the Company's online website lodgement service.
- b) Once acknowledgment is received by the ASX, a copy of the release will be immediately available on the Company's website and promptly distributed to the Board, relevant company contacts, public relations consultants and other interested parties.

10. New or Substantive Investor or Analyst Presentations

- a) The CEO or CS will ensure any new or substantive investor or analyst presentations are released to the ASX ahead of the presentation being given.

11. Media Releases

- a) If a media release is prepared by the Company or an external public relations consultant for release with an ASX release or as an ASX release, it must be approved for release by the same person who would approve an ASX release as listed above.
- b) The CEO is the media relations spokesperson for the Company.

12. Trading Halts

- a) In the event of the Company becoming aware of information that a reasonable person would expect to have a material effect on the value of the Company's securities but, for reasons outside its control, it is not in a position to make an immediate announcement to the market, the Company (to meet its disclosure obligations) may request a trading halt.
- b) It is standard practice for the CEO to seek legal advice and Board approval as to whether a trading halt or voluntary suspension is required before lodging a request to the ASX.
- c) The CEO is authorised to request a trading halt in exceptional circumstances where Market Sensitive Information comes to light shortly before or during trading of the Company's securities and it is not practical or possible to seek legal opinion and/or Board approval due to time constraints to do so.



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13. Management of this Policy

- a) The CS is responsible for:
 - i. liaising with the ASX in relation to continuous disclosure matters;
 - ii. ensuring timely disclosure of material information to the ASX;
 - iii. liaising with the CEO & CFO and others in relation to the form of disclosure by the Company;
 - iv. keeping records of releases to the ASX; and
 - v. reviewing this policy considering any changes to the rules governing continuous disclosure and recommending changes to the Board for its approval.
- b) This policy is to be reviewed annually to ensure currency with applicable legislation.

14. Breaches

- a) Strict compliance with this policy is a condition of employment.

DocuSigned by:			
Authorised By	CEO	<i>Dan Madden</i>	June 2023
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Date for next review of this policy - May/June 2024

