



SILVER SWAN GROUP

ACN 120 069 089

Disclosure of Information Policy

1. Introduction

The continuous disclosure provisions of the Corporations Act and the listing rules mean that criminal and civil liabilities could be imposed on Silver Swan Group Limited (SWN) and its officers if material information is not released to the market in accordance with listing rule 3.1. This means immediately after it becomes known, unless it falls within an exception to the rule.

2. Key Obligations

For Directors and Employees

If you are aware of any information about SWN that might influence someone in deciding to buy or sell SWN securities which has not been released to the market, immediately tell the Company Secretary.

As soon as you become aware of information that:

- is not generally available (i.e. the information in question has not been included in any Annual Report, ASX Release or other publication of the Company); and
- may be price sensitive (i.e. it is likely to have a financial or reputational impact upon the Company that may be considered material),

You must provide to the Company Secretary the following information:

- a general description of the matter;
- details of the parties involved;
- the relevant date of the event or transaction;
- the status of the matter (e.g. final/negotiations still in progress/preliminary negotiations only);
- the estimated value of the transaction;
- the estimated effect on SBIL's finances or operations; and
- the names of any in-house or external advisers involved in the matter.

For the Company Secretary

- Communicate with ASX in relation to listing rule matters;
- Consult with the Managing Director regarding matters for announcement to the market;
- Prepare announcements for release to the market;
- Prepare other public releases if necessary;
- Obtain approval from the Managing Director of announcements for release to the market and strategy;
- Provide announcements to ASX's Company Announcements Office;
- Monitor the press and share price continuously;
- Examine text of relevant speeches and other public addresses by SWN directors and employees,
- Ensure the Board of SWN considers whether there are any matters requiring disclosure in respect of each and every item of business that it considers and notes all matters which were disclosed since the last meeting.

For the Managing Director

- Ensure that SWN complies with its disclosure obligations and is primarily responsible for deciding what information will be disclosed. In consultation with appropriate personnel, a decision will be made by the Managing Director about whether or not to disclose the information, take any necessary steps to protect its confidentiality, or take steps to prevent a false market, such as requesting a trading halt.
- Promptly advise Company Secretary if there are any matters required to be announced to the market.
- Authorise final form of announcement to the market.

3. SWN's Obligations

Listing rule 3.1 requires "immediate" disclosure of any information concerning SWN of which SWN is or becomes aware, which a reasonable person would expect to have a material effect on the price or value of SWN securities. Section 674 of the Corporations Act reinforces listing rule 3.1 by creating criminal and civil penalties for non-compliance.

The requirement to disclose this information does not apply if, and only if, each of the following conditions is and remains satisfied:

- (a) a reasonable person would not expect the information to be disclosed; and
- (b) the information is confidential and the ASX has not formed the view that the information has ceased to be confidential; and
- (c) one or more of the following conditions apply:

- (i) It would be a breach of a law to disclose the information.
- (ii) The information concerns an incomplete proposal or negotiation (for example, a negotiation to enter into a new contract).
- (iii) The information comprises matters of supposition or is insufficiently definite to warrant disclosure.
- (iv) The information is generated for the internal management purposes of SWN.
- (v) The information is a trade secret.

If ASX considers that there is or is likely to be a false market in SWN securities and asks SWN to give it information to correct or prevent a false market, SWN must give ASX the information needed to correct or prevent the false market. This obligation to give information arises even if the exceptions outlined above apply.

4. Materiality

SWN must disclose information if a reasonable person would expect that information to have a material effect on the price or value of the securities of SWN. A reasonable person is taken to expect information to have such an effect if the information would, or would be likely to, influence persons who commonly invest in securities in deciding whether or not to subscribe for, buy or sell, those securities.

Neither the listing rules nor the Corporations Act define when information will be taken to have such an effect. In practice, usually a monetary test is adopted using thresholds from the accounting standards relevant to preparation of financial statements. However, other concepts of materiality are also adopted in addition to a monetary threshold. For example:

- whether a matter will significantly damage SWN image or reputation;
- whether a matter will significantly affect SWN ability to carry on business in the ordinary course; or
- whether the matter involves a breach of any law or regulation.

5. Decision Not to Disclose Information

If a decision is made by the Managing Director not to disclose information, the reasons for that decision must be documented at the time the decision is made and retained by the Company Secretary.

6. Confidential Information

In determining whether any information that comes to light about SWN needs to be released, it will be necessary to determine whether the conditions permitting non-disclosure which are mentioned in Section 3 apply. In particular, a determination may need to be made as to whether the information is confidential. If a determination is made that the information is confidential, then the Company Secretary should ensure that anyone who has a copy of the information is aware that it is confidential. The Managing Director will cause SWN's share price to be monitored on a continuous basis. If there are any unexpected movements in the share price, then the Managing Director will need to determine whether the cause of that movement relates to the unauthorised release of

any confidential information. If the share price movement relates to the unauthorised disclosure of confidential information, then the Managing Director must ensure that action is taken to ensure SWN is in compliance with its disclosure obligations, in particular, preventing false markets.

7. Relationship with Media and Analysts

Information or presentations provided to, and discussions with, analysts, industry or professional bodies or any other person, are also subject to the continuous disclosure policy.

Material information must not be selectively disclosed (e.g. to analysts, industry or professional bodies, the media, customers or any other person) prior to being announced to the ASX. If it is proposed to present any material information to analysts, professional bodies, journalists or customers, copies of your material are provided to the Company Secretary prior to presenting that information externally.

All inquiries from analysts must be referred to the Managing Director. All material to be presented at an analyst briefing must be approved by or referred through the Managing Director prior to briefing.

All inquiries from the media must be referred to the Managing Director.

All media releases and material to be presented (e.g. at seminars) must be approved by or referred through the Managing Director prior to release to journalists or other professional bodies.

8. Board Consideration of Disclosure

The Board of SWN will consider whether there are any matters requiring disclosure in respect of each and every item of business that it considers. Additionally the Board will note all matters which were disclosed since the last meeting.

Any director or employee of SWN, who becomes aware that relevant information has not been notified and disclosed in accordance with the preceding provisions, should immediately contact the Company Secretary so that appropriate action can be taken.

9. Conclusion

Compliance with this policy is very important. Failure to comply could lead to civil or criminal liabilities for SWN and its directors and employees and could have a damaging impact on the perception of SWN within the investment community. Any director or employee of SWN who wilfully or negligently causes a failure to comply by SWN will be considered to have engaged in serious misconduct which may result in the termination of their engagement by SWN.

All directors and employees are encouraged to actively consider the need for disclosure. Do you have undisclosed information likely to influence a person to buy or sell SWN securities? If so, notify the Company Secretary or if you are a Director, the Managing Director, as soon as possible.

Attachment A – Continuous Disclosure Flow Sheet

