

9 Spokes International Limited

# Shareholder Communications Policy

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## 1 Introduction

- 1.1 9 Spokes International Limited (**Company**) is a public company listed on the ASX that supports governance practices that are designed to promote effective engagement with its shareholders, both retail and institutional.
- 1.2 The Company is committed to providing shareholders with balanced and understandable information about our business and performance. The Board recognises the special responsibilities of Directors on behalf of our shareholders.
- 1.3 This policy sets out the Company's approach to communicate effectively with our shareholders and encourage participation at shareholder meetings.
- 1.4 This policy should be read together with the Company Continuous Disclosure Policy which sets out how the Company complies with its continuous disclosure obligations under the ASX Listing Rules, the Corporations Act 2001 (Australia) and the Companies Act 1993 (New Zealand) (**Companies Act**).

## 2 Communication Principles

- 2.1 The Company supports open communication with investors. Through frank communication the Company provides investors with access to information to make informed assessments of the Company's performance and future prospects.
- 2.2 As far as practical, the Company seeks to use clear and concise language in communicating with shareholders.
- 2.3 The Company provides investors with equal and timely access to price sensitive information, and adopts practices, as outlined in the Company Continuous Disclosure Policy, to prevent selective disclosure of materially price sensitive information and that treat all investors on an equal and fair basis.
- 2.4 The Company supports the use of electronic and other means of communicating with investors including:
  - a. website ([www.9spokes.com](http://www.9spokes.com));
  - b. email;
  - c. social media;
  - d. public filings;
  - e. webcast and conference calls;
  - f. telephone;
  - g. presentations, briefings and investor meetings (including site visits); and
  - h. mail.

### 3 ASX Announcements

- 3.1 The Company makes announcements to the ASX in accordance with the ASX Listing Rules.
- 3.2 All announcements to the ASX are made available to investors from the Company website as soon as practical following confirmation of release of the announcement by the ASX.

### 4 Financial Results & Results Briefings

- 4.1 The Company publicly reports financial results twice a year, in accordance with the Companies Act and the ASX Listing Rules. Financial results for the first half (for the six months ending 30 September) are reported in November, while the full year results (for the 12 months ending 31 March) are reported in May.
- 4.2 On these occasions, the Company may release to the ASX:
  - a. the relevant financial report for the period;
  - b. a media release; and
  - c. an investor/analyst presentation.

This material will be subsequently made available on the Company website.

- 4.3 Following the release of the financial results to the ASX, the Company may hold an investor and analyst briefing. This presentation is generally delivered by the Chief Executive Officer and Chief Financial Officer, and includes a question and answer session following the formal presentation.
- 4.4 The investor and analyst briefing is typically supported by an investor roadshow, including one-on-one and group meetings with key investors and analysts. Discussions in these meetings are restricted to information previously disclosed to the market.

### 5 Investor and Analyst Briefings

- 5.1 From time to time, the Company may hold investor and analyst briefings to discuss various aspects of the Company's operations. This may include formal presentations made by the Company's management at industry or investment conferences. All materials used in these briefings are released to the ASX prior to the briefing and then made available from the Company website.

Full details of the Company policy with respect to investor and analyst briefings can be found in the Company's Continuous Disclosure Policy.

For internal use, a summary record of the issues discussed at group or one-on-one briefings with investors and analysts is maintained. The record generally also includes details of those present (names or numbers where appropriate), and the time and place of the meeting

- 5.2 The Company believes it is not necessary to impose strict blackout periods in relation to briefing investors and analysts on the basis that the Company must not disclose price sensitive information to investors and analysts at any time, unless that information has been first lodged with the ASX and released to the market.

## 6 Annual Meeting

6.1 The Company Annual Meeting (**Annual Meeting**) is typically held in July each year. The time, date and location of the Company Annual Meeting is available to shareholders in the Notice of Meeting and from the Company website. The Annual Meeting pack is lodged with the ASX and sent to all shareholders, in accordance with the timeframes set out in the Company's Constitution and in accordance with all applicable laws. The Annual Meeting pack contains:

- a. the notice of meeting, including the explanatory memorandum;
- b. a proxy form; and
- c. details of where the Annual Report can be viewed by electronic means.

A hard copy of the Annual Report will be provided, free of charge, on request. These documents are available from the Company website in the same manner as other ASX Announcements.

6.2 The notice of meeting is drafted to clearly state and explain the nature of the business of the meeting and consideration is given to guidelines issued by bodies including the ASX Corporate Governance Council and the Governance Institute of Australia. The notice of meeting gives clear guidance on Board recommendations on resolutions, where appropriate.

6.3 Shareholders are encouraged to attend the Annual Meeting or, if they are unable to do so, they are encouraged to utilise the proxy form to vote on any resolutions to be decided at the meeting.

6.4 At the Annual Meeting, shareholders have the opportunity to ask questions about, or make comments on, the Company's operations and performance. Shareholders may also direct questions and comments to the Company's external auditor on the conduct of their audit of the Company's annual financial report, the preparation and content of the auditor's report, the accounting policies adopted by the Company and the auditor's independence.

6.5 Shareholders are also able to submit questions prior to the Annual Meeting. Subject to the other business being conducted at the Annual Meeting the Chairperson will formally respond to shareholder issues that are raised prior to the Annual Meeting.

6.6 Shareholders may also submit written questions to the Company's external auditor in relation to the conduct of their audit of the Company's annual financial report and the content of the auditor's report.

6.7 The Chairperson's address and the Chief Executive Officer's address to the Annual Meeting (if any) are released to the ASX prior to the Annual Meeting, and are available to shareholders from the Company website.

6.8 Following the Annual Meeting, the results of voting on any resolutions are released to the ASX and are also available from the Company website.

## 7 Annual Report

- 7.1 The Company views the Annual Report as a key communication channel for all shareholders. The Annual Report is lodged with the ASX and notice of where it can be viewed electronically sent to shareholders in July each year, at least 20 business days prior to the Annual Meeting. The timing of the publication of the Annual Report is in accordance with the timeframes required by all applicable laws.
- 7.2 The Company encourages the use of electronic versions of the Annual Report, which can be accessed from the Company website. Shareholders can request a hard copy of the Annual Report by contacting the Company Share Registry.
- 7.3 The full Financial Report and Annual Report for the current year, and for previous years, are available from the Company website. Alternatively, shareholders can receive a copy of the current year's Annual Report by contacting the Company Share Registry.

## 8 One-on-One Meetings

The Company's policy for one-on-one meetings with investors and analysts is detailed in the Company Continuous Disclosure Policy.

## 9 Conference Calls

Shareholder and investor conference calls (if any) are handled in a similar manner to investor and analyst briefings. The content of any calls is restricted to information that has previously been released to the ASX.

Further details can be found in the Company Continuous Disclosure Policy.

## 10 Commenting on Analyst Reports and Forecasts

The Company's policy for commenting on analyst reports and forecasts is detailed in the Company Continuous Disclosure Policy.

## 11 Dividends

- 11.1 Statements for any declared dividend will be mailed to shareholders on the business day prior to the date the dividend is paid.
- 11.2 Shareholders can obtain historical information regarding dividend payments from the Company website. This information includes the amount of the dividend paid and the record date.
- 11.3 Shareholders seeking specific information regarding dividend payments, or method of payment, should contact the Company Share Registry.

## 12 Chat Rooms

The Company does not participate in internet chat rooms in relation to its performance.

## 13 Electronic Communication and Other Technology

Shareholders may elect to receive information electronically as it is posted on the Company's website. The website provides information about how to make this election. The Company will communicate by post with shareholders who have not elected to receive information electronically. The Company may consider the use of other reliable technologies as they become widely available.

## 14 Media Releases

The Company issues a number of media releases, covering a wide range of issues. As appropriate, the media releases will be lodged with the ASX. Media releases for the current year, and recent years (3 years), are available from the Company's website.

## 15 Shareholder / Investor Inquiries

- 15.1 Shareholders with queries relating to their holding of Company shares can contact the Company Share Registry which provides a call centre to assist with matters including shareholdings, changes of address, dividend information, tax file numbers and withholding tax.
- 15.2 The Company's Share Registry is administered by Boardroom Pty Limited. Contact details are available from the Company website.
- 15.3 Shareholder or investor questions of a more specific nature should be directed to the Company. Contact details are available from the Company website.

## 16 Review of Policy

- 16.1 The Board will review this policy at least annually. Any amendments to this Policy will be approved by the Board.
- 16.2 This policy has been developed in alignment with the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations. It has also been developed to ensure compliance with the company's obligations under the ASX Listing Rules and the Companies Act.

## 17 Publication

- 17.1 This policy will be made available from the Company website: [www.9spokes.com](http://www.9spokes.com).