

## SCOTT TECHNOLOGY LIMITED CONTINUOUS DISCLOSURE POLICY

---

### Overview

Scott Technology Limited (Scott), as a company listed on the NZX Main Board, has an obligation to comply with the disclosure requirements under the NZX Listing Rules (the Rules) and any relevant laws applying to Scott from time to time.

Scott recognises that these requirements aim to provide equal access, for all investors or potential investors, to material price-sensitive information concerning issuers or their financial products subject to disclosure requirements. This in turn promotes confidence in the market.

This policy outlines the obligations of Scott and relevant Scott personnel in satisfying these disclosure requirements. It also covers other related matters including external communications by Scott.

### Key Disclosure Principle

Scott will immediately notify the market by way of an announcement to NZX, of any material information concerning Scott (see definition below) in accordance with its disclosure obligations under the Rules and any relevant laws.

**Material information** in relation to the Scott Group means information that:

- Is not generally available;
- If it were generally available, a reasonable person would expect it to have a material effect on Scott's quoted financial products; and
- Relates to particular financial products and / or a particular listed issuer or issuers, rather than to financial products generally or listed issuers generally.

Rule 10.1 sets out a number of examples of what may, in a general sense, constitute material information concerning a listed issuer.

Additional guidance on compliance with disclosure obligations under the Rules are set out in the separate NZX guidance note and under Rule 10.1.

### Exceptions to Disclosure

There are exceptions to Scott's obligation to disclose material information concerning it to the market.

In particular, under Rule 10.1 Scott is not required to disclose material information concerning it where the following criteria are **all** met.

1. One or more of the following applies:
  - a) It would be a breach of the law to disclose the information.
  - b) The information concerns an incomplete proposal or negotiation.
  - c) The information comprises matters of supposition or is not sufficiently definite to warrant disclosure.
  - d) The information is generated for the Scott Group's internal management purposes.
  - e) The information is a trade secret.
2. The information is confidential and its confidentiality is maintained.

3. A reasonable person would not expect the information to be disclosed.

Whether any exception applies is a matter for an authorised person to determine (see below).

### Disclosure Procedures

Scott has appointed the Scott Chairman (or delegate), CEO and CFO as **approved persons** for the purposes of this policy.

The role of an approved person is to approve any disclosure by Scott to the market and to make decisions about what information should be disclosed (including whether any exception applies). Approved persons may seek external advice in relation to Scott's market disclosure obligations.

No person, other than an approved person, may approve a market disclosure by Scott.

Once an approved person has approved the disclosure of material information concerning Scott to the market, the appropriate market disclosure will immediately be made by Scott. Key market disclosures by Scott will then be placed on Scott's website.

### Role of Other Scott Personnel

Any Director or employee within the Scott Group who becomes aware of any potentially material information concerning Scott must inform their manager in accordance with Scott's reporting procedures, which are designed to bring material matters concerning the Scott Group to the attention of the approved person.

If any Director or employee within the Scott Group becomes aware of an inadvertent disclosure of material information concerning the Scott Group before it has been disclosed to the market, an approved person must be immediately informed. Suitable action, including making a market disclosure, can then be taken.

### Other Communications

Scott will appropriately limit who is authorised to speak publicly on behalf of the Scott Group, including to media, analysts or investors. This aims to avoid both inconsistent communications and non-compliance with disclosure requirements.

Engagements with analysts or investors are generally undertaken only by Scott's Chairman, CEO and / or CFO.

Content used in analysts briefings or investor relation engagements will first be approved by Scott's CEO or CFO, and will be based on past result releases or market updates.

Scott's general approach is to make its Annual Meeting and annual and half year results briefings widely accessible to investors, not just those present in person.

### Avoiding False Market

Scott is aware of the importance that no false market in Scott shares should arise. Scott usually will not comment on rumours or speculation (including by the media or on social media). However, if Scott considers that speculation or rumours concerning Scott are likely to result in a false market emerging, Scott will make an appropriate market disclosure.

### Trading Halts

Scott may request a trading halt from NZX to prevent trading in Scott's quoted financial products, in order to maintain a fully informed, fair and transparent market in Scott's quoted financial products.

## Ownership and Review

Approver:	Scott Technology Board
Reviewer:	Scott Technology Board
Ownership:	Chief Executive Officer
Review:	Annual or as necessary
Last Review:	July 2018