

## CONTINUOUS DISCLOSURE AND COMMUNICATIONS POLICY

### 1. INTRODUCTION

This Policy sets out the Patagonia Lithium Ltd ACN 654 004 403 (**Company**) approach to managing its continuous disclosure and external communications obligations.

### 2. PURPOSE AND SCOPE

This policy applies to the Company and all of its subsidiaries. The Company is committed to:

- (a) complying with its continuous disclosure obligations contained in the ASX Listing Rules and the *Corporations Act 2001* (Cth) (**Corporations Act**);
- (b) preventing the selective or inadvertent disclosure of material price sensitive information;
- (c) providing market announcements that are accurate, balanced and expressed in a clear and objective manner that allows investors to assess the impact of the information when making investment decisions; and
- (d) ensuring that shareholders and other market participants and interested parties are provided with equal and timely access to material information about the Company.

This policy outlines the processes followed by the Company to ensure compliance with its continuous disclosure obligations and the corporate governance standards applied by the Company in its market communications practices.

All directors, officers and employees are required to have an understanding of their continuous disclosure obligation and are responsible for complying with the entity's disclosure obligations.

### 3. CONTINUOUS DISCLOSURE OBLIGATIONS

The Company operates in compliance with the Corporations Act and the ASX Listing Rules which are in place to ensure an informed market.

#### ASX Listing Rule 3.1

ASX Listing Rule 3.1 requires companies to immediately notify ASX of any information concerning it that a reasonable person would expect to have a material effect on the price or value of its securities (**Material Information**) that does not fall within the specific exceptions noted under 3.2.

A reasonable person would expect information to have a material effect on the price or value of The Company's securities if the information would, or would be likely to, influence an investor in deciding whether to buy, hold or sell the Company securities.

Whether information is Material Information and required to be disclosed is an objective test and the fact that an officer of the Company may honestly believe that information is not Material Information will not avoid a breach of Listing Rule 3.1, if that view is ultimately found to be incorrect.

The Company will not release Material Information that is required to be given to ASX under Listing Rule 3.1 to an external party except where that information has first been disclosed to ASX and it has received an acknowledgement from ASX that the information has been released to the market generally.

If the Company becomes aware that Material Information has been released to a section of the public before it has been given to ASX under Listing Rule 3.1, it must immediately give that Material Information to ASX for release to the market.

The Company monitors various communication channels and platforms and will make any announcements required to prevent a false market in its securities.

#### **Exceptions to Listing Rule 3.1**

Under Listing Rule 3.1, the Company is not required to disclose Material Information if each of the following is satisfied in relation to the information:

- (a) one or more of the following applies:
  - (i) it would breach a law to disclose the information;
  - (ii) the information concerns an incomplete proposal or negotiation;
  - (iii) the information comprises matters of supposition or is insufficiently definite to warrant disclosure;
  - (iv) the information is generated for internal management purposes;
  - (v) the information is a trade secret; or
  - (vi) the information is confidential; and
- (b) a reasonable person would not expect the information to be disclosed.

#### **4. MARKET SPECULATION AND RUMOURS**

The Company's general practice, which must be observed by all its personnel, is not to comment on market speculation or rumours, unless required to do so by law or ASX or where the speculation or rumours contain material errors, which the Company considers could materially adversely impact on the Company.

The Board will decide if a comment is to be made in response to market speculation or rumours. Any Company personnel who receive a request for comment on its affairs from an external third party must refer the enquiry to the Managing Director or Chief Executive Officer.

The Company ensures that all employees understand the importance of safeguarding confidentiality of corporate information to avoid premature disclosure. Employment contracts of all employees and contractors include relevant confidentiality clauses.

## **5. TYPES OF COMMUNICATION**

Information will be communicated to shareholders through the following ways:

### **Half Year and Annual Report**

The Half-Year Report and Annual Report are the most important media through which shareholders will be provided with a detailed review and analysis of the Company's objectives and performance.

The half-year results must be reported to the ASX within 75 days from 30 June each year. The annual report must be reported to the ASX (and automatically forwarded to ASIC) by the end of March each year. The Annual Report will be sent to shareholders, who have elected to receive it.

The Half-Year and annual results as well as the Annual Report will be placed on the Company website as soon as practicable after they have been released to the ASX.

### **Quarterly Activities and Cash flow Reports**

At the end of each quarter an update of activities and cash flow and any other significant items will be issued to the market. The quarterly activities report and quarterly cash flow report (Appendix 5B) will be lodged with the ASX by the last business day in January, April, July and October each year. Each quarterly report will be placed on the Company website as soon as practicable after it has been released to the ASX.

### **Announcements to the ASX**

Significant developments affecting the Company may be the subject of an announcement to the ASX under the continuous disclosure obligations as discussed above. All announcements and other information released to the ASX will be placed on the Company website as soon as practicable after release.

### **Annual General Meetings**

Annual General Meetings (**AGM**) of shareholders will be held at a location determined by the Board. At the discretion of the Board, general meetings may at times be held at other locations.

Prior to the AGM, shareholders will be provided with an Explanatory Memorandum to accompany the Agenda and Notice of Meeting. All materials relating to the AGM will be lodged with ASX and placed on the Company website.

At the AGM shareholders are encouraged to participate and ask questions. Questions can also be lodged prior to the AGM by members. The Company will ensure that the external auditor is in attendance at the AGM to answer shareholder questions about the conduct of the audit and the preparation and content of the auditor's report.

All substantive resolutions at both AGMs and general shareholder meetings will be decided by a poll rather than a show of hands.

### **Analyst, Investor and Media Briefings**

Analyst and media briefings may be conducted at various times throughout the year. Any materials distributed at such briefings, will be posted on the Company website and lodged with ASX at the time of the briefing.

Investor meetings, site visits and one-on-one briefings with the financial community and/or institutional investors or analysts may be held from time to time. At those meetings the Company will not disclose any information that a reasonable person might regard as being price sensitive unless such information has previously been released to the market through the ASX or is otherwise already in the public domain.

If information that a reasonable person might regard as being price sensitive and which has not previously been released to the market through the ASX is inadvertently released at any meeting, then the Company will release such information to the ASX as soon as is practicable.

Any new and substantive investor or analyst presentation will be released on the ASX Market Announcements Platform ahead of the presentation. Where practicable, the Company should consider providing shareholders the opportunity to participate in such presentations. If participation is not practicable, the Company will make a recording or transcript of the presentation available on its website.

## **6. METHODS OF COMMUNICATION**

### **Website**

The Company website (at [www.patagonialithium.com.au](http://www.patagonialithium.com.au)) will be the primary tool to communicate rapidly with shareholders, and as a source of meaningful and current information about the Company. The following information will be placed on the website:

- (a) Half-Year Reports and Annual Reports for at least the last 4 years;
- (b) notices of general meeting for at least the last 3 years;
- (c) materials relating to analyst and media briefings for at least the last 3 years;
- (d) any prospectus or disclosure document issued by the Company over the last 3 years;
- (e) the Company's Constitution;
- (f) all announcements released to the ASX for at least the last 3 years; and
- (g) significant media releases for at least the last 3 years.

### **E-mail**

The Company is to encourage shareholders to communicate with the Company via email.

Shareholders may register to receive company announcements by email at the Subscribe to Notifications link on the Company website. Once registered, shareholders will be sent links or attachments to important information by email such as:

- (a) ASX releases;
- (b) annual reports;
- (c) company presentations; and

(d) notices of general meetings.

### **Authorised Spokesperson**

In the first instance, the Managing Director, Executive Director or Chief Executive Officer should make all public statements on behalf of the Company. If the Managing Director, Executive Director or Chief Executive Officer is unavailable, then public statements can be made by the Chairperson and then by the Company Secretary.

### **Lodgement of ASX documents**

All notices, reports, forms and documents required to be lodged with ASX and ASIC will be lodged by the Company Secretary or in the absence of the Company Secretary by the Managing Director, Executive Director or Chief Executive Officer.

All announcements are distributed to the entire board 24 hours ahead of lodgement, where possible, for review and input. Market sensitive announcements are reviewed in a timely manner by directors to ensure compliance with the Company's continuous disclosure obligations.

### **Competent Person**

Wherever an announcement contains, or refers to, exploration results, resources or reserves and the reporting of those results requires the consent of a Competent Person, then the approval of the Competent Person must be obtained prior to the release of the announcement.

## **7. PROVISION OF OTHER INFORMATION**

Except where otherwise provided in this policy the Company will not release price sensitive information into the public domain unless it is to comply with its continuous disclosure obligations and the information is first announced to the ASX.

## **8. POLICY REVIEW**

The Company will monitor compliance with this Policy periodically by liaising with the Board, management and staff for any other ideas or suggestions for improvement of it. Suggestions for improvements or amendments to this Policy can be made at any time by providing a written note to the Managing Director, Executive Director and/or Chief Executive Officer.

Version 1.0

Last review and approval: September 2022