



AZZURO RESOURCES PLC
Continuous Disclosure Policy

Last updated | March 2025

1. Purpose and Scope

The Company is a listed public company and must meet the requirements of ASX Listing Rules regarding Continuous Disclosure to keep the market informed of material events as they occur. This document describes the policy for Directors and Executive Management who become aware of material information which may require disclosure under ASX Listing Rules.

The Company is committed to:

- (a) complying with its disclosure obligations under the Corporations Act and ASX Listing Rules;
- (b) the promotion of investor confidence by ensuring that all investors have equal and timely access to material information concerning the Company, including material information about its financial position, performance, ownership, and governance; and
- (c) providing announcements that are accurate, balanced and expressed in a clear and objective manner.

The purpose of this policy is to:

- (a) raise awareness of the Company's obligations under the continuous disclosure regime;
- (b) establish a process to ensure that information about the Company which may be market sensitive, and which may require disclosure is brought to the attention of the relevant person in a timely manner and is kept confidential; and
- (c) sets out obligations of Directors, officers, employees, and contractors of the Company to ensure that the Company complies with its continuous disclosure obligations.

Compliance with this policy does not obviate the need for the Company to comply with 'Annual Report Disclosure'.

2. Responsibilities

2.1 Executive Management

- (a) Understand the continuous disclosure regulations; and
- (b) Report potentially material information immediately to either the Company Secretary, the CEO, or the Chair.

2.2 Company Secretary

- (a) Liaise with the CEO and/or Chair on information supplied to determine if it needs to be disclosed under continuous disclosure regulations; and
- (b) Report the material information to the market.

3. Policy

3.1 Continuous Disclosure Regulations

- (a) Executive Management will make themselves aware of the continuous disclosure regulations in the ASX Listing Rules.
- (b) In the event that any member of management becomes aware of any fact or circumstance which may give rise to a requirement to disclose such information under the ASX Listing Rules, they will immediately inform either the Company Secretary, the CEO, or the Chair.
- (c) Prior to disclosure, the Company Secretary, in conjunction with the CEO and/or the Chair, will review the information to enable a judgement as to the appropriate disclosure to be made.

- (d) If there is uncertainty over the requirement to comply with the continual disclosure requirements, then the Company will seek external legal advice.
- (e) The Company, through the Company Secretary, will notify the market of any information it is determined is required to be disclosed.
- (f) In accordance with ASX Listing Rules, the Company will immediately notify the market of information:
 - (i) concerning the Company that a reasonable person would expect to have a material effect on the price or value of the Company's securities; and
 - (ii) that would, or would be likely to, influence persons who commonly invest in securities in deciding whether to acquire or dispose of the Company's securities. The only exception to this is where the ASX Listing Rules do not require such information to be disclosed.
- (g) The Board must receive a copy of all material ASX announcement promptly after they have been made.

3.2 Internal Notification and Decision-Making

The Board has designated the Company Secretary as the person responsible for overseeing and coordinating disclosure of information to the market as well as communicating with the relevant authorities. The Company Secretary will be responsible for ensuring that Company announcements are made in a timely manner and will establish a vetting procedure to ensure that the announcements are factual and do not omit any material information.

The Company Secretary will also ensure that Company announcements are expressed in a clear and objective manner that allows investors to assess the impact of the information when making investment decisions.

Before an announcement is released to ASX, the Company must ensure:

- (a) the Company Secretary has completed its review process; and
- (b) the announcement has been circulated to the Board for review; and
- (c) the Board has authorised the release of the announcement in writing.

3.3 Promoting and Monitoring Compliance

On a daily basis, the Company Secretary is charged with monitoring compliance with this policy. As part of that monitoring, all major announcements to the market will be reviewed for compliance with this policy by the Board. Any possible non-compliance will be reported to the Board at its next meeting. The Company Secretary must notify both the Chair and the CEO at the earliest opportunity if they believe that a false market in the Company's securities either exists or has the possibility to exist.

3.4 Avoiding a False Market

The Company recognises that a false market in the Company's securities may result if the Company provides incomplete information to the market or if the Company fails to respond to market and media speculation that may, or may be likely to, have an impact on the price of the Company's securities.

While the Company does not, in general, respond to market speculation or rumours unless required to do so by law or other relevant bodies, the Company is committed to disclosing as much information as possible, without harming the Company, to a wide audience of investors through media releases of important milestones, including information that may not strictly be required under continuous disclosure requirements.

Where appropriate, the Company will request a trading halt to prevent trading in the Company's securities by an inefficient and uninformed market until the Company can make an announcement to the market.

3.5 Safeguarding Confidentiality

All employees are advised of the confidentiality of Company information. In addition, the Company imposes communication blackout periods for financial information between the end of financial reporting periods and the announcement of results to the market. To protect against inadvertent disclosure of price sensitive information, the Company does not hold meetings or briefings to discuss financial information with individual investors, institutional investors, analysts, or media representatives during the communication blackout periods, unless such meetings or briefings are the subject of a specific announcement to the market.

3.6 Media Contact and Comment

The Board has designated CEO or the Chair (where appropriate) to speak to the press on matters associated with the Company. In speaking to the press, the CEO or the Chair will not comment on price sensitive information that has not already been disclosed to the market, however, they may clarify previously released information.

Subject to the policies of the Board and any committee that the Board may appoint from time to time, the Chair is authorised to comment on:

- (a) annual and half yearly results at the time of the release of the annual or half yearly report;
- (b) resolutions to be put to General Meetings of the Company;
- (c) changes in Directors, any matter related to the composition of the Board or Board processes;
- (d) any speculation concerning Board meetings or the outcomes of Board meetings; and
- (e) other matters specifically related to shareholders.

Subject to the policies of the Board and any committee that the Board may appoint from time to time, the CEO is authorised to comment on:

- (a) the Company's future outlook;
- (b) any operational matter;
- (c) media queries concerning operational issues which reflect either positively or negatively on the Company;
- (d) proposed or actual legal actions; and
- (e) queries and general discussion concerning the Company's industry.

3.7 External Communications and Analyst Briefings

The Company discloses its financial and operational results to the market each year/half year/quarter as well as informing the market of other events throughout the year as they occur. Quarterly financial reports, media releases and AGM speeches are all lodged with the relevant authority.

In addition to the above disclosures, the Company does conduct briefings and discussions with analysts and institutional investors. However, price sensitive information will not be discussed unless that particular information has been formally disclosed to the market via an announcement. Slides and presentations used in briefings will also be released immediately prior to the briefing to the market.

3.8 Provision of Information

The Company will communicate with shareholders in three main ways:

- (a) through releases to the market;

- (b) through information provided directly to shareholders at general meetings of the Company; and
- (c) market releases.

3.9 Company Website

The Company provides general information about the Company and its operations, details of the Company's corporate governance policies and procedures and information specifically targeted at keeping the Company's shareholders informed about the Company on its website.

In particular, where appropriate, after confirmation of receipt by the relevant authority, the following will be posted to the website:

- (a) relevant announcements made to the market;
- (b) media releases;
- (c) information provided to analysts or the media during briefings;
- (d) the full text of notices of meeting and explanatory material;
- (e) information related to general meetings, including the Chair's address, speeches and voting results;
- (f) copies of press releases and announcements for the preceding year; and
- (g) copies of annual and half-yearly reports including financial statements for the preceding year.

4. Review

This policy will be reviewed annually by the Board to ensure it is operating effectively and determine whether any amendments are required.

This policy was last reviewed, updated and approved by the Board in March 2025.

5. Associated Documents

- (a) Annual Report Disclosure.
- (b) ASX Listing Rules.