

Continuous Disclosure and Market Communications Policy

1. Purpose

The purpose of the Continuous Disclosure and Market Communications Policy (the Policy) is to ensure that the Company is:

- Complying with its continuous disclosure obligations contained in the ASX Listing Rules and the Corporations Act.
- Preventing the selective or inadvertent disclosure of material price sensitive information; and
- Ensuring that shareholders and other market participants and interested parties are provided with accurate, equal, and timely access to material information about LPE.

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

2. Scope

This Policy applies to:

- Locality Planning Energy Holdings Limited and all of its subsidiaries (LPE or the Company);
- all LPE employees, directors, contractors, and consultants (Personnel); and
- LPE's operations in Australia.

3. Responsibilities



The Board may delegate aspects of the administration of this Policy to specific Board members and to other employees or advisors of LPE (e.g. investor relations). The delegation may be general or specific to a matter.

The Company Secretary is responsible for communications with representatives of ASX.

4. Requirements

Strict compliance with this Policy is mandatory. Breaches will be taken seriously and may be subject to disciplinary action, up to and including termination of a person's employment or appointment.

5. Definitions & Acronyms

Terms specific to this document are contained below:

Term	Definition
ASX	Australian Stock Exchange
ASIC	Australian Securities and Investments Commission
AGM	Annual General Meeting

6. Continuous Disclosure Obligations

LPE operates under an ASX and ASIC regulatory environment including specific rules which are in place to ensure an informed market.

6.1. ASX Listing Rule 3.1

ASX Listing Rule 3.1 requires LPE to immediately notify the 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 following.

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



Information extends beyond pure matters of fact and includes matters of opinion and intention. Whether information is Material Information and required to be disclosed is an objective test and the fact that an officer of LPE 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 requirement in Listing Rule 3.1 to disclose information to the ASX immediately does not mean instantaneously, but means “promptly without delay”, doing it quickly as it can be done in the circumstances and not deferring, postponing or putting it off for a later time.

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

If LPE 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, LPE must immediately give that Material Information to the ASX for release to the market.

6.2. Exceptions to Listing Rule 3.1

Under Listing Rule 3.1, LPE would not be required to disclose Material Information if one or more of the following statements are applicable:

- a) It would breach a law to disclose the information.
- b) The information concerns an incomplete proposal or negotiation.
- c) The information comprises matters of supposition or is insufficiently definite to warrant disclosure.
- d) The information is generated for internal management purposes.
- e) The information is a trade secret and
 - The information is confidential.
 - A reasonable person would not expect the information to be disclosed.

6.3. Listing Rule 3.1B

Under Listing Rule 3.1B, the ASX may ask LPE to make an announcement because of a sudden and significant movement in the market price or trade volumes of LPE's securities or otherwise to correct or prevent a false market in LPE's securities. If LPE is not able to issue an announcement straight away, it should consider requesting a trading halt (refer 'Trading Halts' section).

7. The Board

The Board is responsible for LPE's compliance with its continuous disclosure obligations and is responsible for the effective implementation of this Policy.

The Board will solicit and consider briefings and advice from other executives and advisors relevant to the matters under its consideration.

The Board will meet as and when needed to ensure that LPE discharges its obligations with regard to continuous disclosure, including where Material Information requires immediate disclosure.

8. Identifying and Assessing Information for Disclosure

The members of LPE's Executive Leadership Team are responsible for identifying and communicating potentially Material Information from their areas of operation to the Chairman or if the Chairman is not contactable any Non-Executive Director, as soon as they become aware of it.

Other than as noted in this Policy, the Board will review potentially Material Information notified to it and form an opinion on whether the information must be disclosed to ASX, including whether it falls within the disclosure exception in the Listing Rules. In making its determination the Board may seek the advice of LPE's investor relations advisor(s) and/or external legal counsel.

Records of the proceedings of the Board are maintained by the Company Secretary who will also regularly report to the Board in relation to investor relations and market communication matters.

9. ASX Announcements: Significant Announcements



The Board approves announcements to the ASX of the annual and half year financial reports, key information that needs to be disclosed to the market relating to financial projections, statements as to future financial performance, significant changes to the strategy of LPE and such other matters as the Board may determine (Significant Announcement).

Where the urgency of the subject matter of a Significant Announcement precludes reference to the full Board, a Significant Announcement may be approved by the Directors who are available. It is specifically acknowledged that where a continuous disclosure obligation arises, disclosure cannot be delayed to accommodate the availability of Board members.

Certain statutory filings (such as, ASX Appendix 3B, new issue announcement; ASX Appendix 3Y, change in director's interest notice and Notice of Annual General Meeting) are not covered by this Policy. These statutory filings will be prepared and lodged with the ASX by the Company Secretary.

10. Other Media Releases

LPE may issue media releases advising of specific information that is not required to be disclosed under the Listing Rules. Approval of the issue of such media releases will be by the Managing Director.

11. Rumours and Market Speculation

LPE's general practice, which must be observed by all LPE personnel, is not to comment on market speculation or rumours, unless required to do so by law or ASX or where the Board proactively determines that a response is necessary to prevent a false or uninformed market for LPE's securities.

Any LPE personnel who receive a request for comment on LPE's affairs from an external third party must refer the enquiry to the Managing Director or the Managing Director's nominee (e.g. investor relations).

12. Confidentiality

LPE will use reasonable endeavours to safeguard and otherwise keep confidential all potentially Material Information to avoid, to the extent possible, premature disclosure of such information.

All LPE employees must keep confidential and must not disclose to any person other than their immediate manager, any potentially Material Information unless and until that information is published on ASX or is determined not to be Material Information.

13. Trading Halts and Blackout Periods

At times it may be necessary for LPE to request a trading halt from ASX to prevent the emergence of a false or uninformed market for LPE's securities and to manage disclosure issues. Any decision to request a trading halt will be made by the Managing Director in consultation and agreement with the Chairman or if the Chairman is not available one of the Non-Executive Directors.

LPE may impose communication 'blackout' periods from time to time during which LPE will not hold briefings (other than to discuss matters that have been announced to ASX), such as a blackout period during the 14 days prior to release of both half year and full year financial results.

14. Guiding Principles for Market Communications

LPE recognises the importance of regular and proactive interaction with the market in order to ensure LPE's investors remain fully informed about its activities. As well as market announcements, this interaction can be in the form of group or one-on-one briefings with investors and analysts, and presentations at industry conferences.

LPE will adhere to the following guiding principles for market communications:

- LPE must not provide Material Information to an external party except where that information has previously been disclosed to the market.
- Timely and accurate information must be provided equally to all shareholders and market participants.
- Information must be disseminated by channels prescribed by laws and other channels which LPE considers to be fair, timely and cost-efficient.
- All market communications must be:
 - Factually accurate and presented in a clear format.
 - To the extent applicable, include all information material to investors' consideration of the impact of the announcement on their investment decision.
 - Consistent with ASX requirements.

- Reviewed by one or more members of the Board (together with investor relations if the reviewer considers it necessary or appropriate) to consider whether any Material Information will be disclosed in the communication and ensure that information has gone to ASX first.

15. Authorised Spokespersons

The only persons authorised to make public statements on behalf of, or attributable to, LPE are:

- Chairman of the Board.
- Managing Director (or his/her delegate).
- Individuals who have been expressly authorised by the Chairman or Managing Director.

Other LPE personnel must not issue any public statement about the Company, its affairs and circumstances, officers' performance, and outlook to any external party in any format without explicit prior approval from the Managing Director (or his/her delegate). Any such statement must be reviewed by the Managing Director (and others as the Managing Director considers necessary or appropriate) prior to release.

16. Analyst Reports and Forecasts

It is the policy of LPE not to comment on or endorse analysts' reports or forecasts. LPE may respond or comment on analysis to correct material inaccuracies or where an analyst's forecast fails to consider Material Information previously released by LPE or in the public domain. LPE will keep a written record of contact with analysts including the time, purpose and substance of discussions held with analysts.

17. Individual Briefings and Presentations

Individual, one-on-one or third party hosted briefings with analysts and/or investors may be held to discuss information previously disclosed to the market or general non-company specific information concerning industry trends and conditions. No Material Information will be disclosed during such briefings until that information has been disclosed to ASX.



Where a question raised in a briefing can only be answered by disclosing new Material Information, the relevant person must decline to answer the question until LPE announces the information through ASX.

It is desirable that all briefings be attended by at least 2 representatives of LPE and notes must be taken of proceedings at the briefing (and kept for a reasonable period). If following a briefing it is suspected that Material Information has been inadvertently disclosed at the briefing, the procedure set out in the Board section of this Policy will be followed in respect of that information.

18. Publication and copies to the Board

Following receipt of confirmation of lodgement of an announcement with ASX, all Material Information disclosed to ASX will be promptly placed on LPE's website and publicised through social media channels where appropriate.

The Board is provided with copies of all information disclosed to ASX directly through ASX.

19. Monitoring Compliance

The Board will be responsible for monitoring the disclosure practices of LPE and compliance with this Policy generally. The members of the Board will be responsible for promoting amongst personnel an understanding of the principles underlying continuous disclosure, LPE's disclosure obligations under the ASX Listing Rules and the need for compliance with this Policy.

20. Policy Reviews

This Policy will be reviewed annually by the Board to check that it is operating effectively and whether any amendments to it are required.