



Continuous Disclosure

**Updated
April 2016**

Introduction

As a listed public company Devine has an obligation to ensure that investors and the share market generally are fully informed about the operations of the company.

Devine therefore will ensure that information is released to the share market on a timely basis, and that employees, in particular senior management and executive staff, are aware of the risks associated with insider trading and the failure to release price sensitive information to the share market through the Australian Securities Exchange.

Disclosure obligation

The Board of Directors aims through its Continuous Disclosure Policy to ensure compliance with the ASX Listing Rules regarding continuous disclosure.

ASX Listing Rule 3.1 sets out the main requirement for continuous disclosure as follows: “Once an entity becomes aware of any information concerning it that a reasonable person would expect to have a material effect on the price or value of the entity’s securities, the entity must immediately tell ASX that information.”

The Listing Rules and Guidance Notes also include other requirements for periodic disclosure, and for disclosure of specified matters if and when they occur.

Section 677 of the Corporations Act states that a reasonable person will expect information to have a material effect on the price or value of securities if the information would, or would be likely to, influence persons who commonly invest in securities in deciding whether or not to buy or sell the securities.

Policy guidelines

The Board of Directors aims to ensure compliance with the ASX Listing Rules regarding continuous disclosure. Information is communicated to the shareholders through:

- The Annual Report;
- The Half-Yearly Report;
- The Annual General Meeting and other meetings so called to obtain shareholder approval for Board action as appropriate;
- The results presentation;
- Media releases and continuous disclosure announcements made through the ASX and reporting to shareholders from time to time on the performance of the Company;
- Any information provided in selected briefings to investors or analysts will first be published on the ASX platform;
- When requested by its shareholders the Company will also provide them the information listed above by post, facsimile or email; and
- This information is also available on the Company’s website at www.devinegroup.com.au.

Employees becoming aware of information

When an employee becomes aware of any information that is not generally available and they believe it may have a material effect on the price of the Company's shares, the employee must immediately inform the CEO, CFO or Company Secretary of this information.

Disclosure of information

The following internal processes are followed when considering if any information concerning the Company is to be disclosed to the ASX.

- The information is reviewed by the CEO, CFO and the Company Secretary
- The Board reviews all announcements before release to the ASX
- The Chairman, CEO and CFO are the only people authorised to make public comments on behalf of the Company
- The release of all announcements to the ASX is conducted by the Company Secretary, CFO or their delegate
- Care is taken in answering questions in briefings and in preparing presentations to ensure no disclosure of price sensitive information which has not been previously disclosed to the ASX

Breaches

If Devine breaches its continuous disclosure obligations, offences attracting criminal and/or civil penalties under the *Corporations Act 2001* may be committed by the Company and persons involved. The Company may take disciplinary action against any officer or employee who breaches this policy, which may include dismissal from employment in the case of a serious or deliberate breach.
