
CONTINUOUS DISCLOSURE AND MARKET COMMUNICATIONS POLICY

1. Introduction

The securities of Cash Converters International Limited (“the Company”) are listed and traded on the Australian Stock Exchange (“ASX”). The Company must comply with its disclosure obligations under the ASX Listing Rules and the Corporations Act 2001 (Cth) (“the Act”).

This policy sets out:

- (a) the processes the Company follows to ensure it complies with its ASX disclosure obligations; and
- (b) outlines the way in which it communicates information to its shareholders and the market.

This policy applies to all directors and employees of the Cash Converters International Limited Group.

2. Continuous Disclosure

The obligation to disclose market sensitive information immediately (Listing Rule 3.1)

The Company is required to disclose immediately to the ASX any market sensitive information concerning the Company of which the Company is or becomes aware subject to the exception below.

What is market sensitive information?

Information is market sensitive if a reasonable person would expect that information to have a material effect on the price or value of the Company’s securities.

A reasonable person is taken to expect information to have such an effect if the information would, or would be likely to, influence persons who commonly invest in and hold securities for a period of time, based on their view of the inherent value of the security, in deciding whether or not to subscribe for, buy or sell, those securities.

When is the Company aware of market sensitive information?

The Company is deemed to have become aware of information when an officer of the Company has, or ought reasonably to have, come into possession of the information in the course of performance of their duties as an officer of the Company.

What is the meaning of “immediately”

Immediately means promptly and without delay ie as quickly as can be done in the circumstances and not deferring or postponing it to a later time.

Exception to the requirement to disclose immediately (Listing Rule 3.1A)

An exception to the requirement to disclose immediately under ASX Listing Rule 3.1 applies where all three of the following exceptions listed in (a), (b) and (c) below are satisfied in relation to that information:

- (a) one or more of the following five situations applies:
 - (i) it would be a breach of the 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 the internal management purposes of the Company; or
 - (v) the information is a trade secret; and
- (b) the information is confidential and the ASX has not formed the view that the information has ceased to be confidential; and
- (c) a reasonable person would not expect the information to be disclosed.

Obligation to avoid a false market

If the ASX considers that there is, or is likely to be, a false market in the Company's securities and asks the Company to give the ASX information to correct or prevent a false market, the Company must immediately give that information to the ASX, even if the Company considers that the Listing Rule 3.1A exception applies.

3. Disclosure responsibilities and processes

All directors and employees of the Company have a responsibility to ensure the Company complies with its continuous disclosure obligations.

The Company's Board is responsible for approving all market sensitive announcements and any other significant announcements that the Board does not wish to delegate.

To ensure compliance with Listing Rule 3.1 is possible in all continuous disclosure circumstances, the Board is supported by a Disclosure Committee. The role of the Disclosure Committee is described in Section 4 below.

In all other matters relating to market disclosures, the Chief Executive Officer is the principal decision-maker.

The Chief Executive Officer has delegated certain disclosure responsibilities to key officers in the Company as described in **ANNEXURE A** to this policy.

4. Market sensitive announcements

As a general principle, all market sensitive announcements must be considered and approved by the Company's Board before release to ASX. In most instances, market sensitive announcements relating to annual and periodic results, dividends, material acquisitions and divestments and earnings guidance adjustments, receive prior Board approval through the normal Board meeting and approval processes.

However, the requirement for market sensitive announcements under Listing Rule 3.1 to be disclosed immediately, means that the Company must also have suitable arrangements in place for this to occur when prior Board approval of a disclosure has not been possible. Failure by the Company to comply with this rule can result in significant legal, financial and reputational consequences.

In these situations, the Company has adopted the following arrangements.

A Disclosure Committee will consider the nature of the information to be disclosed; the applicability of the exceptions in Listing Rule 3.1A; whether or not it is possible to obtain Board approval in a sufficiently prompt manner; and whether or not there is an immediate need to correct a false market or address a significant rise or fall in the Company's securities price.

Based on these considerations, the Disclosure Committee is authorised to determine if an announcement can and should be made without prior Board approval in order to comply with its continuous disclosure obligation.

The Disclosure Committee may decide to:

- (a) convene an immediate meeting in person or by phone of all available directors to obtain disclosure approval prior to release;
- (b) issue an immediate announcement to the ASX, and then call a meeting of available directors as soon as possible to consider that announcement and whether or not any further actions or disclosures are required;
- (c) request a trading halt where the Company is not in a position to issue its announcement.

5. Trading halts

The Company may request a trading halt where it is considered necessary to maintain fair, orderly and informed trading in the Company's securities, and where the Company requires more time to prepare, approve and release an announcement to the ASX.

The decision to request a trading halt or voluntary suspension may be made by either the Board or the Disclosure Committee. Where a quorum of the Disclosure Committee is not available, the Chief Executive Officer may make the decision. If none of these are available, the decision may be made by the Company Secretary.

6. Key market communications principles

The Company is committed to ensuring that timely and accurate information is provided to shareholders and investors.

All significant announcements released to the ASX are posted on the Company's website after the ASX has confirmed receipt of the release.

Market sensitive information is not communicated to any external party prior to its release to ASX in accordance with the ASX continuous disclosure obligations.

7. Authorised Company spokespersons

The persons authorised to speak publicly about the affairs of the Company are set out in **Attachment B** to this Policy.

Authorised spokespersons must ensure that there is no disclosure of market sensitive information until that information has been released publicly through the ASX.

8. Market speculation and rumours

It is the Company's general policy not to comment on market speculation and rumours other than as considered necessary to correct or prevent a false market, or as required when responding to an enquiry by the ASX under Listing Rule 3.1B.

Any market speculation or rumours must immediately be reported to the Chief Executive Officer to determine what action is to be taken.

9. Analyst, investor and media briefings

The Company conducts briefings for analyst, investor and media groups from time to time to discuss information that has been released to the market.

The following protocols apply:

- (a) there will be no discussion of market sensitive information not already disclosed to the market;
- (b) questions raised in relation to market sensitive information not previously disclosed will not be answered;
- (c) immediately following briefing sessions, a review of the session discussion is conducted to check whether any market sensitive information has been inadvertently disclosed. If market sensitive information has been inadvertently disclosed during the briefing, it will immediately be disclosed to the ASX and placed on the Company's website;
- (d) all briefing and presentation materials will be disclosed to the market via the ASX and placed on the Company's website prior to commencement of the briefing.

10. Policy review

This policy is subject to review from time to time to ensure that it complies with applicable laws and appropriate governance standards.

Annexure A: Disclosure responsibilities and processes

Annexure B: Authorised Company spokespersons

ANNEXURE A

A: Disclosure responsibilities and processes

All directors and employees

All of the Company's directors and employees are responsible for actively considering whether there are matters to be disclosed. If a director or employee becomes aware of information that could require disclosure, they must immediately notify the Chief Executive Officer or Company Secretary.

All employees must establish processes within their teams to ensure that potentially market sensitive information is able to be identified and elevated immediately within the reporting structure.

All directors and employees must maintain and protect confidential information and not speak publicly about the Company unless they are an authorised spokesperson for the Company.

Chief Executive Officer

The Chief Executive Officer ("CEO") is the ultimate decision-maker on continuous disclosure, except where Board approval is required, and will as a general rule, consult with the Company Secretary, and others as appropriate; and where necessary, obtain appropriate legal advice on Listing Rule 3.1 to ensure that the Company meets its continuous disclosure obligations.

Company Secretary

The Company Secretary has been appointed as the Company's primary ASX Communications Officer in accordance with Listing Rule 12.6. The Chief Financial Officer ("CFO") and Financial Controller have been nominated as alternative contact persons.

The Company Secretary:

- (a) ensures that the Board considers whether any matters require disclosure and that continuous disclosure is a standing item on all Board meeting agendas;
- (b) consults with the CEO regarding matters requiring disclosure to the market;
- (c) liaises with the CEO and CFO to ensure market expectations and earnings guidance (where provided) are aligned and whether or not guidance updates may be required;
- (d) ensures that the Company's officers and employees have been provided with access to this Policy and understand their disclosure obligations;
- (e) provides legal advice, or obtains external legal advice on disclosure matters where required;
- (f) ensures market announcements approved by the Board are released in a timely manner and a copy placed on the Company's website;
- (g) is authorised to release ASX announcements of an administrative nature without seeking prior Board approval;
- (h) ensures there is a process for monitoring broker and analyst reports, and relevant news, industry and social media for potentially market sensitive information; including, if confidentiality has been lost in relation to market sensitive information that has not yet been released to the ASX;
- (i) convenes meetings as and when required of the Disclosure Committee; records and actions the decisions of the Committee; and provides a record of the Committee's decisions to the Board;
- (j) ensures that the ASX has been notified of the current contact details of Company's nominated ASX Communications Officer; including alternative contacts where that officer is not available;
- (k) ensures that during normal market hours (irrespective of the State in which the officer is located) and for at least one hour either side thereof, the ASX will be able to make contact with either the Company's nominated ASX Communications Officer or an appropriately authorised spokesperson to discuss ASX queries or concerns.

Chief Financial Officer (CFO)

The CFO responsibilities include:

- (a) if earnings guidance has been provided to the market, reviews and confirms that the actual or projected outcomes for the period are not materially different to the published guidance;
- (b) communicates with analysts, brokers and investors taking care not to disclose market sensitive information that has not previously been disclosed;

- (c) liaises with the Company Secretary where market expectations and earnings guidance differ materially and where an earnings update may be required;
- (d) notifies the Company Secretary immediately of becoming aware of confidential market sensitive information having been inadvertently disclosed during a communication or briefing with analysts, brokers or investors.

Disclosure Committee

The Board appoints the Disclosure Committee and determines its membership.

Unless otherwise determined by the Board, the Company's Disclosure Committee is comprised of:

- at least one Director from a subset of the Chairman, Chair of the Audit and Risk Committee or another available Non-Executive Director; and
- at least one executive from a subset of the Chief Executive Officer, Chief Financial Officer or Company Secretary/General Counsel.

The Disclosure Committee is responsible for:

- (a) determining whether potentially disclosable information should be disclosed to the ASX, or referred to the Board;
- (b) determining if a trading halt should be requested; and
- (c) ensuring that an accurate record of its decisions is maintained and provided to the Board no later than the next scheduled meeting of the Board.

Disclosure Committee decisions:

- (a) require a quorum of two members, one of whom must be a director;
- (b) may be made by teleconference, email or other written or electronic means without all members of the Disclosure Committee being present in one place;
- (c) may be approved by the CEO if a quorum of the committee is not available.

ANNEXURE B

B: Authorised Company spokespersons

The following persons are authorised to speak publicly about the affairs of the Company:

Person:	May speak in relation to:
Chairman	To investors, analysts, brokers and the media
Chief Executive Officer	To investors, analysts, brokers and the media
Chief Financial Officer	To investors, analysts and brokers
Corporate Affairs/Public Relations Manager	To media