



Continuous Disclosure Policy

Prescient Therapeutics Limited

ACN 006 569 106

Document History

Version	Summary of Amendments	Approved by	Approval date
1.0	New Market Disclosure Policy	Board	27 August 2015
2.0	Annual Review of the Policy	Board	19 November 2019
3.0	Annual Review of the Policy	Board	22 September 2020
4.0	Annual Review of the Policy	Board	21 July 2022
5.0	Annual Review of the Policy	Board	18 June 2025

Legislative and Regulatory Framework

Authority	Law, Resolution or Regulation
ASX Corporate Governance Council	ASX Corporate Governance Principles and Recommendation (4 th Edition) (" ASX Principles ") Recommendation 5.1 – 5.3
Australian Securities Exchange	ASX Listing Rules 3.1 – 3.1B Continuous Disclosure ASX Listing Rules Guidance Note 8 Continuous Disclosure ASX Listing Rule 15.5 ASX Listing Rule 12.6 (collectively " Listing Rules ")
Australian Government	Corporations Act 2001 (Cth) (" Corporations Act ") Section 674 Section 677 Part 7.10A
ASIC	ASIC Regulatory Guide 62

Other Policy Details

Key Information	Details
Approval Body	Prescient Therapeutics Limited Board of Directors
Key Stakeholders	Prescient Therapeutics Limited Board of Directors Prescient Therapeutics Limited Senior Management
Responsibility for Implementation	Chief Executive Officer
Policy Custodian	Company Secretary
Next Review Date	June 2026

1. Introduction

- 1.1. This Continuous Disclosure Policy ("**Policy**") outlines the disclosure obligations of Prescient Therapeutics Limited (the "**Company**" and its subsidiaries, collectively, the "**Group**") as required under the Corporations Act and the ASX Listing Rules.

- 1.2. ASX Listing Rule 3.1 requires that the Company must immediately notify ASX of **any information the Company becomes aware of concerning itself that a reasonable person would expect to have a material effect on the price or value of the Company's securities**. This information is referred to as "**Price Sensitive Information**". See Section 7 for some examples of Price Sensitive Information.
 - 1.3. The Company has numerous other disclosure obligations under Chapter 3 and Chapter 4 of the Listing Rules.
 - 1.4. The continuous disclosure regime under the ASX Listing Rules is given legislative force under section 674 of the Corporations Act.
 - 1.5. This Policy seeks to incorporate Principle 5 of ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (4th Edition) (ASX CGPR) as well as the principles in ASX Guidance Note 8.
 - 1.6. This Policy applies to all Directors, officers, senior management and other employees, consultants and contractors of the Group.
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2. Defined Terms

2.1. In this policy:

ASIC means the Australian Securities and Investments Commission.

ASX means the share market operated by ASX Limited.

ASX Listing Rules means the listing rules of ASX.

Board means the directors of the Company from time to time, acting as a board.

CEO means the Chief Executive Officer of the Company.

Company means Prescient Therapeutics Limited ACN 006 569 106.

Company Securities includes securities in the Company, options over those securities and any other financial products of the Company traded on the ASX.

Corporations Act means the Corporations Act 2001 (Cth), as amended or modified from time to time.

Disclosure Officer means the company secretary of the Company, from time to time.

Group means the Company and its controlled entities.

Materiality will be assessed having regard to all the relevant background information, including past announcements that have been made by the Company and other generally available information. Information is likely to be material if it may affect security values or influence investment decisions, and information in which security holders, investors and ASX have a legitimate interest.

3. Objective of this Policy

- 3.1. This objective of this Policy, which set outs the Board's continuous disclosure policies and practices as adopted on the Adoption Date, is to support the Board in its objective of promoting investor confidence and the rights of investors, by ensuring:

- (a) that the Company complies with continuous disclosure obligations imposed by law; that the Company presents company announcements in an accurate, balanced, clear and objective manner that allows an investor to assess the impact of the information when making an investment decision;
 - (b) that the Company provides investors with equal and timely access to material information concerning the Company; and
 - (c) that appropriate procedures are in place for:
 - (i) the reporting, collection and assessment of all potentially price-sensitive information;
 - (ii) the release to ASX of information determined to be price-sensitive information; and
 - (iii) responding to any queries from ASIC or ASX, particularly queries under Listing Rule 3.1B.
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4. Disclosure is the Board's responsibility

4.1. The Board is ultimately responsible for the Company's compliance with its continuous disclosure obligations. Its responsibilities include:

- (a) monitoring the Company's ongoing compliance with its continuous disclosure obligations;
- (b) ensuring officers and employees are provided with training in respect of this Policy; and
- (c) reviewing and making changes to this Policy as required.

Disclosure Committee

4.2. The Board has appointed a Disclosure Committee to assist it discharge its responsibility for compliance with continuous disclosure obligations.

4.3. The Disclosure Committee is constituted by the Chair of the Board, Chair of the Audit and Risk Committee, CEO and Company Secretary (or their delegates).

4.4. Responsibilities of the Disclosure Committee include:

- (a) reviewing information which is brought to its attention to determine if there is a disclosable matter and, if so, whether any Listing Rule non-disclosure exception applies;
- (b) referring any announcement which the Disclosure Committee considers to be a matter of significance to the Board for consideration;
- (c) consider whether it is necessary to seek a trading halt to facilitate an orderly, fair and informed market in the Company's securities or to manage disclosure issues;
- (d) overseeing the Company's response to any ASX 'price query' letter or ASIC infringement notice (in consultation with the Board where appropriate); and
- (e) coordinate the form of disclosure with the relevant members of management.

4.5. The Disclosure Committee meets as required and may meet at short notice where necessary. Decisions of the Disclosure Committee may be made electronically (including by telephone, email or other electronic means).

Matters requiring Board approval

- 4.6. Board input and approval will be required in respect of matters that are clearly within the reserved powers of the Board (and responsibility for which has not been delegated to management) or matters that are otherwise of real significance to the Company. Such matters will include:
- (a) issuing of market guidance;
 - (b) profit upgrades or downgrades;
 - (c) dividend policy, guidance or declarations;
 - (d) periodic reporting of financial results;
 - (e) results of clinical trials that are material to the Company;
 - (f) material transactions (such as acquisitions, disposals, entry into material contracts or capital raisings);
 - (g) material operational or regulatory developments;
 - (h) responses to ASIC or ASX queries; and
 - (i) any other matters that are determined by the Board or Disclosure Committee to be of fundamental significance to the Company, including reputational matters.
- 4.7. In the event that an announcement that would ordinarily require Board approval must immediately be disclosed to the market in order for the Company to comply with its continuous disclosure obligations, all reasonable efforts must be made to have the announcement urgently considered and approved by the Board prior to release. However, if such approval cannot be obtained, the Disclosure Committee may authorise disclosure to ensure compliance with the continuous disclosure laws. The announcement must then be considered by the Board at the first possible opportunity following its release to determine what, if any, further steps need to be taken by the Company.

5. Role of the Company Secretary

- 5.1. The Board has nominated the Company Secretary as the **Disclosure Officer** being the officer with responsibility for the day-to-day management of activities related to the Company's continuous disclosure obligations and with primary responsibility for all communication with ASX in relation to Listing Rule matters.
- 5.2. In particular the Company Secretary is responsible for:
- (a) communicating with ASX about general matters concerning the ASX Listing Rules (in accordance with ASX Listing Rule 12.6);
 - (b) lodging announcements with ASX in relation to continuous disclosure matters;
 - (c) actioning and lodging routine administrative announcements, such as a disclosure to the market concerning a change in a director's notifiable interest, following consultation with the CEO (or delegate);
 - (d) distributing continuous disclosure announcements to the Board immediately after they have been released to ASX;
 - (e) ensuring that all announcements sent to ASX, and any other relevant materials (such as presentation materials), are posted promptly on the Company's website;

- (f) ensuring officers and employees of the Company are aware of and adequately understand:
 - (i) the Company's continuous disclosure obligations;
 - (ii) their responsibilities in relation to the Company's continuous disclosure obligations and to protect the confidentiality of information (including, when instructing advisers or conducting negotiations in relation to any matter that may give rise to price-sensitive information); and
 - (iii) this Policy;
- (g) implementing and supervising procedures for reporting potentially price-sensitive information;
- (h) ensuring (by using all reasonable endeavours) that all announcements are:
 - (i) factual, objective and free from the use of any emotive or argumentative language;
 - (ii) balanced and free from any misleading or deceptive statements (including by omission);
 - (iii) do not omit material information; and
 - (iv) are expressed in a clear, concise and effective manner

5.3. The Disclosure Officer must maintain a file (Disclosure File) of:

- (a) material disclosed to ASX;
- (b) communications with ASX under Chapters 3 and 4 of the Listing Rules;
- (c) potentially Price-Sensitive Information that has come to the Disclosure Officer's attention and that has not been disclosed to ASX; and
- (d) maintaining an accurate record of all announcements sent to ASX and all correspondence with ASX and ASIC in relation to the Company's continuous disclosure obligations; and
- (e) maintaining a record of discussions and decisions made about disclosure issues by the Disclosure Committee.

5.4. The Disclosure Officer must report the information referred to in paragraph 5.3 to the Board at each regular Board meeting.

6. Acting upon information which may be Price Sensitive Information

- 6.1. If an employee or officer of the Company becomes aware of any information at any time that may be considered material information or Price Sensitive Information it must be reported immediately to the Disclosure Officer or the CEO.
- 6.2. If an officer or employee is in doubt about whether information is potentially material or Price Sensitive, he or she must regardless immediately give that information to the CEO and/or Company Secretary.

7. Assessing Price Sensitive Information

- 7.1. The Company must disclose any information that a reasonable person would expect to have a material effect on the price or value of securities issued by the Company, i.e. information which may influence persons who commonly invest in securities in deciding whether or not to subscribe for, buy or sell the securities.
- 7.2. Some examples of information that may require disclosure if material include:
- (a) a transaction involving a change of control or a significant change in the nature or scale of the Group's activities;
 - (b) interim and final results, including media releases, investor presentations and investor reports accompanying the release of interim and final results;
 - (c) a change in actual or projected financial performance that is materially different from market expectations;
 - (d) results of clinical trials;
 - (e) changes to the Board, senior executives, or Company Secretary;
 - (f) equity capital raisings for the Company;
 - (g) a material change in asset values or liabilities;
 - (h) material changes in products or product lines;
 - (i) a decision of a regulatory authority in relation to the Group's business;
 - (j) any matter in respect of which Directors make a recommendation to the Company's shareholders;
 - (k) formation or termination of a joint venture or strategic alliance;
 - (l) the granting or withdrawal of a material licence;
 - (m) an entry into, variation or termination of a material agreement;
 - (n) a threat, commencement or settlement of any material litigation or claim;
 - (o) undersubscriptions or oversubscriptions to an issue of securities (a proposed issue of securities is separately notifiable to ASX under Listing Rule 3.10.3);
 - (p) media or market speculation
 - (q) industry issues which have, or which may have, a material impact on the Company;
 - (r) a proposal to change the Company's auditor; and
 - (s) any other matter that the Board determines to be a significant matter affecting the Company

8. Disclosure Procedure

- 8.1 Where information reported under Sections 6 is determined Price Sensitive Information, the Disclosure Committee will (as appropriate):
- (a) review the information in question and determine whether it is Price Sensitive Information that is required to be disclosed to ASX;

- (b) urgently seek any advice that is needed to assist the Disclosure Committee to interpret the information;
 - (c) inform the Board, as necessary;
 - (d) consider whether it is necessary to seek a trading halt; and
 - (e) coordinate the actual form of disclosure with the relevant members of management and Directors and confirm the approval by all required persons of the proposed disclosure.
- 8.2 All announcements under Listing Rules 3.1 or 3.1B must be approved by the Disclosure Committee before the announcement is made or disclosure released through the Company Secretary. The exception to this rule is an ASX announcement relating to matters listed in Section 7 which require Board approval.
- 8.3 All announcements to ASX will be made in accordance with this Section.
- 8.4 The Board and CEO should consider whether any matters reported to or discussed at any Board or management meetings should be disclosed to the market pursuant to the Company's continuous disclosure obligations.

Inform ASX first

- 8.5 The Company will not release any information publicly (including on an embargo basis) that is required to be disclosed through ASX until the Company has received formal confirmation of its release to the market by ASX, unless otherwise required by the Listing Rules.

9. Exceptions to the continuous disclosure rule

- 9.1. Disclosure to the market is not required where each of the following conditions is and remains satisfied:
- (a) one or more of the following 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 internal management purposes; or
 - (v) the information is a trade secret; **AND**
 - (b) the information is confidential and 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.
- 9.2. When the Company is relying on an exception to Listing Rule 3.1 or is involved in a development that may eventually require reliance on an exception, appropriate confidentiality protocols must be adhered to. A leak of confidential information will remove the ability of the Company to rely on an exception.

10. False markets, market speculation and rumours

- 10.1. Market speculation and rumours, whether substantiated or not, have the potential to impact Company Securities. Speculation may also contain factual errors that could materially affect Company Securities.
- 10.2. The Company Secretary will monitor movements in the price or trading activity of Company Securities to identify circumstances in which a false market may have emerged in Company Securities.
- 10.3. If the ASX considers that there is or is likely to be a false market in the Company's securities it may ask the Company to give it information to correct or prevent a false market. The Company is obliged to give this information even if an exception applies.
- 10.4. The Company's generally does not respond to market speculation and rumours unless required to do so by law. All Employees must abide by this principle.
- 10.5. Any rumours or market speculation must immediately be reported must be immediately reported to the Disclosure Committee so that consideration can be given as to what further action to take (if any).
- 10.6. Employees who are approached by the media or any external parties for information should observe the 'no comments' policy and notify the Company Secretary as soon as possible.

11. Trading Halts

- 11.1. The Company may request a trading halt, or, in exceptional circumstances, a voluntary suspension, to prevent trading in the Company's shares taking place on an uninformed basis, to correct or prevent a false market, or to otherwise manage the Company's disclosure obligations.
- 11.2. The Board is required to approve a trading halt or voluntary suspension. Where the full Board is not immediately available and urgent action is required, the Disclosure Committee is authorised to approve a trading halt or voluntary suspension.
- 11.3. The Company Secretary will alert and keep all Directors informed of any request for a trading halt or voluntary suspension.

12. Authorised spokesperson

- 12.1. The only Company representatives authorised to speak on behalf of the Company for the purpose of external communications:
 - (a) Chairperson of the Board;
 - (b) Chief Executive Officer; or
 - (c) their delegates nominated for a specific purpose.

13. Open briefings and one-on-one briefings to investors and analysts

- 13.1. It is in the interests of shareholders that institutional investors and stockbroking analysts have a thorough understanding of the Group's businesses, operations and activities.

- 13.2. The Company may hold open briefings to discuss information that has been released to the market.
- 13.3. The Company may hold one-on-one briefings at which the Company may give background and technical information to help institutional investors and analysts better understand its business operations and activities.
- 13.4. For the purposes of this policy:
- (a) public speeches and presentations by the CEO are open briefings; and
 - (b) any meeting that is not an open briefing is a one-on-one briefing.
- For the avoidance of doubt a one-on-one briefing includes any communication between the Company and an institutional investor or analyst.
- 13.5. Price Sensitive Information that has not been released to the market must not be disclosed at briefings.
- 13.6. If a question raised in a briefing can only be answered by disclosing Price Sensitive Information, employees must:
- (a) decline to answer the question; or
 - (b) take the question on notice and wait until the Company releases the information to the market through ASX.
- 13.7. If an employee participating in a briefing thinks that something has been raised that might be price-sensitive information that has not been publicly released, he or she must immediately inform the CEO and/or Disclosure Officer.
- 13.8. Before any open briefing, the Company will inform the market about the briefing (and, if presentation slides will be used, those presentation slides will also be released to the market).
- 13.9. To prevent inadvertent disclosure of material information, the Company will not hold one-on-one or open briefings (except to deal with matters subject to an announcement through the ASX) between the end of a financial reporting period (quarterly, half-yearly, annual) and the release of the relevant period results.

Review of reports by analysts

- 13.10. The Company is not responsible for, and does not endorse, reports by analysts commenting on the Company.
- 13.11. The Company does not incorporate reports of analysts in its corporate information, including on its website (this also extends to hyperlinks to websites of analysts).
- 13.12. If an analyst sends a draft report to the Company for comment:
- (a) it will only be reviewed to correct factual inaccuracies on historical matters; and
 - (b) no comment will be made on any profit forecasts contained in it.
- 13.13. Any correction of a factual inaccuracy does not imply that the Company endorses an analyst research report.
- 13.14. A standard disclaimer will be made in any response to an analyst.
- 13.15. The CFO will maintain a record of analysts' forecasts and provide a summary to the CEO on a regular basis. The CFO will monitor the general range of analysts' forecasts relative to the Company's own internal forecasts and any forecasts previously published by the Company.

- 13.16. If the CFO becomes aware of a divergence between the consensus of analysts' forecasts and management's own expectations, which may have a material effect on the price or value of the Company's securities, the CFO will refer the matter to the Disclosure Committee to consider.
- 13.17. If an analyst's forecast diverges from the Company's forecasts or expectations, the Company cannot use one-on-one briefings to manage the analyst's expectations. If necessary, the Company will make an ASX announcement.
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14. Monitoring media coverage

The Company will monitor media coverage of the Group (including investor blogs, chat-sites and social media) and movements in the Company's share price.

If an unexpected media coverage (e.g., confidential or incorrect information) or unusual price movements is identified, the matter must be reported to the Disclosure Committee, who will consider whether an ASX announcement is required.

Chat rooms, blogs and social networking sites

Employees must not participate in chat room discussions on the internet, or post information on a social networking or other internet site, unless that person is authorised by the CEO.

15. Class action risk

In addition to potential sanctions under the Listing Rules and Corporations Act, if the Company fails to disclose, or incorrectly discloses, Price Sensitive Information, people who buy or sell the Company's securities during the relevant period (and possibly other affected stakeholders) may be entitled to bring a class action against the Company. Even when they are not successful, class actions can be costly to defend and may have a serious negative effect on the Company's reputation and share price. A successful class action could potentially threaten the solvency of the Company.

16. Policy breaches

The Company takes its continuous disclosure obligations seriously and will take any breach of this Policy seriously. A breach of this Policy may result in disciplinary action, including counselling, formal warnings or termination of employment or engagement.

17. Review of this Policy

- 17.1. The Company Secretary will review this Policy as required, however at least **every two years**, to ensure that it remains effective and meets the ASX Listing Rules and the Corporations Act 2001 (Cth).
- 17.2. Any amendment to this Policy must be approved by the Board.