

6 February 2017

# Shareholder communications policy

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Zoono Group Limited

ABN 73 006 645 753

**(Company)**

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# Shareholder Communications Policy

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## 1. Overview

### 1.1 Purpose

The purpose of this Shareholder Communications Policy is to promote effective communication with shareholders and encourage effective participation at general meetings of Zoono Group Limited (“Zoono”).

### 1.2 Maintaining Shareholder Communications

Zoono Group will ensure that:

- (a) materials detailed in this Policy are maintained and updated on the Zoono website within a reasonable timeframe;
- (b) shareholder communications are distributed to shareholders in accordance with the *Corporations Act 2001 (Cth)* (**Corporations Act**) and Listing Rules of the Australian Securities Exchange (**ASX**) (**Listing Rules**); and
- (c) the Shareholder Communications Policy is updated and maintained as required.

### 1.3 Methods of Communication

- (a) The following methods of communication are available to shareholders:
  - (i) telephone;
  - (ii) mail;
  - (iii) email;
  - (iv) facsimile; and
  - (v) Zoono website.
- (b) This Policy details the method of communication available for various areas.

## 2. ASX Announcements

### 2.1 Outline

Zoono Group Limited makes announcements to the ASX in accordance with the ASX Listing Rules.

### 2.2 Availability

Announcements made by Zoono to the ASX are available to shareholders:

- (a) via a link to the ASX website in the Investor Centre section of the Zoono website
- (b) under the Company Announcements section of the ASX website (for announcements made in the current year or previous two years); and
- (c) by email notification (when shareholders provide Zoono's Share Registry with their email address and elect to be notified of all Zoono ASX Announcements).

## 3. Zoono's Share Registry

### 3.1 General

Shareholders are able to access information relevant to their holding via the Zoono Share Registry website, [www.boardroomlimited.com.au](http://www.boardroomlimited.com.au). Shareholders who do not have access to the internet should contact Zoono's Share Registry with any enquiries relating to their shareholdings.

### 3.2 Contact Details

Grosvenor Place, Level 12, 225 George Street, Sydney, NSW, 2000, Australia

Post - Boardroom Pty Limited, GPO Box 3993, Sydney NSW 2001

[enquiries@boardroomlimited.com.au](mailto:enquiries@boardroomlimited.com.au)

1300 737 760 (in Australia)

+61 29290 9600 (international)

### 3.3 ASX Code

The ASX Code for Zoono is ZNO.

## 4. Zoono Share Registry Forms

### 4.1 Amendment of Shareholder Details

- (a) If shareholders wish to amend any of their details on the Zoono Share Register, they must go to the Share Registry website, [www.boardroomlimited.com.au](http://www.boardroomlimited.com.au) or complete the appropriate form and send it to Zoono's Share Registry (see Zoono's Share Registry above for contact details). Forms available from the Share Registry include:
  - (i) Change of Address;
  - (ii) Direct Credit of Payments;
  - (iii) Communications; and
  - (iv) Tax File Number or Australian Business Number Notification.
- (b) These forms may be downloaded from the Share Registry website, [www.boardroomlimited.com.au](http://www.boardroomlimited.com.au). Shareholders who do not have access to the internet should contact Zoono's Share Registry (see Zoono's Share Registry above for contact details).

## 5. Annual General Meetings

### 5.1 Date and location of Annual General Meeting (AGM)

- (a) Zoono usually holds its AGM in October/November each year.
- (b) The specific date, time and location of each AGM will be detailed:
  - (i) in the relevant Notice of Meeting; and
  - (ii) on the Zoono website.
- (c) Alternatively, shareholders can contact Zoono's Share Registry or Company Secretary directly to obtain this information.

## 5.2 Notice of Meeting

The Notice of Meeting will be distributed to all shareholders prior to the AGM within the timeframe set by the Corporations Act and the Zoono Constitution. The full text of the Notice of Meeting will also be available via the 'Investor Centre' section of the Zoono website [www.Zoono.com.au](http://www.Zoono.com.au) under 'ASX Releases'.

## 5.3 Questions From Shareholders to the Chairman and External Auditor at the AGM

- (a) At the AGM, shareholders can ask questions about or comment on:
  - (i) the management of Zoono;
  - (ii) the conduct of the audit, preparation and content of the auditor's report, accounting policies adopted by Zoono in relation to the preparation of the financial statements, and the independence of the auditor in relation to the conduct of the audit;
  - (iii) the remuneration report; and
  - (iv) the other items of business at the AGM.
- (b) If shareholders are present at the AGM, the Chairman will provide reasonable time following the consideration of reports for questions and comments on these matters. If shareholders are not present at the AGM:
  - (i) a question form (and necessary instructions) will accompany the Notice of Meeting, giving shareholders the opportunity to forward their questions and comments to Zoono prior to the AGM; and
  - (ii) as many as possible of the more frequently asked questions will be answered by the Chairman (or, where appropriate, the auditor) at the AGM.
- (c) Shareholders may attend the AGM in person or by proxy, representative or attorney. A proxy form will accompany the Notice of Meeting.

## 5.4 Chairman's Address

The Chairman's Address (and any Chief Executive Officer Address) will be released to the market just prior to the commencement of the AGM. It will be available to shareholders in the same manner as other ASX Announcements (see ASX Announcements above).

# 6. Annual Report

## 6.1 Timing and availability

The Annual Report contains key financial information about Zoono, as well as important operating and corporate information. As permitted by the Corporations Act, the default method of receiving Zoono Annual Reports is electronically via the Investor Centre section of the Zoono website (under 'Annual Reports'). A printed copy of the Annual Report is only sent to shareholders who elect to receive one. Shareholders who wish to receive a printed copy of the Annual Report should complete the Communications form available on the Zoono Share Registry website ([www.investorcentre.com](http://www.investorcentre.com)) or contact Zoono's Share Registry (see Zoono's Share Registry above for contact details). The Annual Report will be available to all shareholders prior to the AGM within the timeframe set by the Corporations Act. It is usually published in September each year.

## 7. Half-Year & Full-Year Results

### 7.1 Timing

The financial results for the half-year ended 31 December are reported in February each year. The financial results for the full-year ended 30 June are reported in August each year.

### 7.2 Availability

As the Half-Year and Full-Year Results are announced to the ASX pursuant to the Listing Rules, they will be available to shareholders in the same manner as other ASX Announcements (see ASX Announcements above). In addition, the results will be accessible via the 'Investor Centre' section of the Zoono website (under 'ASX Releases').

### 7.3 Investor and analyst presentations

Presentations that are made to investors and analysts at a group briefing will be available to all shareholders via the 'Investor Centre' section of the Zoono website (under 'Presentations') and will, where necessary, be released to the market prior to delivery.

## 8. Financial Calendar

### 8.1 Availability

Zoono's financial calendar is available:

- (a) via the 'Investor Centre' section of Zoono's website (under 'Key Dates'); and
- (b) by contacting Zoono's Share Registry.

## 9. Corporate Governance

### 9.1 Corporate Governance website

In accordance with Recommendation 6.1 of the ASX Principles, Zoono has a Corporate Governance section within the Zoono website.

### 9.2 Corporate Governance statement

Zoono's Annual Corporate Governance Statement is prepared in accordance with the ASX Listing Rules. It is contained in the Annual Report each year and is also available under the Corporate Governance section of the Zoono website.

### 9.3 Board and Committee Charters

- (a) In accordance with Recommendation 1.1 of the ASX Principles, Zoono has a formal Board Charter, containing details of the functions and responsibilities of the Zoono Board. To assist the Board in fulfilling its duties and responsibilities, it has established two Board Committees:
  - (i) Remuneration and Nominations Committee; and
  - (ii) Audit Committee.
- (b) Each of these Committees has a formal Charter. The Board and Committee Charters are available to shareholders under the Corporate Governance section of the Zoono website.

## 10. Media Releases

Access to Zoono media releases is available under the 'Investor Centre' section of the Zoono website (under 'ASX Releases') and they are released to the market via the ASX.

## 11. Media and Investor and Analyst Briefings

### 11.1 General

Typically at the time of announcement to the ASX of Zoono's Half-Year and Full-Year Results Zoono conducts investor and analyst briefings (see Half-Year and Full-Year Results). Investor and analyst briefings may occur at other times during the year as Zoono thinks appropriate.

### 11.2 Presentations

If and when investor & analyst briefings occur at other times during the year, any presentation materials provided will be made available to all shareholders via the 'Investor Centre' section of the Zoono website (under 'Company Presentations') and will be released to the market prior to delivery.

## 12. Dividends

### 12.1 Dividend Statements

Dividend Statements are lodged with Australia Post on the business day prior to the date the dividend is paid. These statements are mailed to shareholders at the addresses that appear on the Zoono Share Register.

### 12.2 Dividend information

Shareholders can obtain historical dividend information via the 'Investor Centre' section of the Zoono website (under 'Dividend History'). This information includes the amount of the dividend and the level of franking. If shareholders require specific dividend information they can obtain this via the 'Investor Centre' section of the Share Registry website (see Zoono's Share Registry above). Shareholders who do not have access to the internet should contact Zoono's Share Registry with any dividend-related enquiries (requests to the Share Registry may attract an administrative charge).

## 13. Information to Beneficial Owners

Beneficial owners of Zoono shares are encouraged to contact Zoono's Share Registry to arrange the direct receipt of shareholder materials.

## 14. Publishing and updating the Policy

### 14.1 Publishing of the Policy

The Policy will be published on Zoono's Intranet for the benefit of all Directors, officers, senior management and employees of Zoono. In compliance with the ASX Corporate Governance Council Principles of Good Corporate Governance and Best Practice Recommendations, this Policy or a summary of its main provisions will also be published on Zoono's website [www.Zoono.com.au](http://www.Zoono.com.au) for the benefit of shareholders, the investment community, the media and members of the public.

### 14.2 Updating the Policy

The Board may approve updates and amendment of this Policy from time to time. All updates and amendments, and a consolidation, of the Policy (or a summary of its main provisions) will appear on the Intranet and the Company's website within a reasonable time after any such updates or amendments have been approved.

## 15. Questions about the Policy and its application

### 15.1 Questions from employees

Employees should direct their questions about the Policy and its application in the first instance to the Company Secretary. If a definitive interpretation of the Policy or its application is required, your question should be directed to the Company Secretary or his authorised delegate.

### 15.2 Questions from shareholders, investors and public enquiries

Shareholders, investors and members of the public should direct their questions about this Policy and its application to the Company's Share Registrar, details are set out in section 3.