



CONTINUOUS DISCLOSURE POLICY

INTRODUCTION

AXP Energy Limited ('AXP', 'Company') is listed on the Australian Securities Exchange ('ASX') and must comply with the Corporations Act 2001 [Cth] ('the Act') and the ASX Listing Rules ('Listing Rules'). AXP is committed to ensuring compliance with the periodic and continuous disclosure obligations contained in the Listing Rules and Act, and further ensuring that the market and AXP shareholders receive timely disclosure about the company's activities; recognising that such disclosure affects investment decisions and must be made on a continuous basis.

PURPOSE

The purpose of this Continuous Disclosure Policy ('Policy') is:

- (a) To establish a procedure for the collection, assessment and, if required, release to the ASX of Material Information (defined below);
- (b) To ensure that Company announcements are timely, factual, complete and expressed in a clear and objective manner; and
- (c) To ensure that the Company meets its obligations to keep the share market fully informed of information which may have a material effect on the price or value of its securities.

SCOPE

This Policy applies to directors, officers, senior executives and employees of AXP Energy and its subsidiaries, as well as any contractors or consultants, who are likely to be in possession of, or become aware of, Material Information. All AXP staff must be fully aware of the requirements of this Policy such that they can assist with reporting of potential Material Information to the appropriate persons within the Company.

MATERIAL INFORMATION

Information is deemed as *material* if the information would, or would be likely to, influence persons who commonly invest in securities in deciding whether to acquire or dispose of the Company's securities ('Material Information'). Materiality is assessed against this qualitative test, considering the Company's business activities, size and place in the market. A quantitative assessment may also be undertaken by the Chairman and Company Secretary as part of, but not in substitution for, the materiality test.

It is not possible to establish fixed rules for the type of information that might be material but some examples of events which may actually or potentially be material, or have an impact on current and/or future production, revenue or profitability include:

- (a) New resource or reserve estimates which materially change previous estimates;
- (b) Significant and material exploration results;
- (c) Significant interruptions to production which are likely to negatively impact market guidance;
- (d) Major changes in financial performance or outlook other than as a result of changes to oil and gas prices;
- (e) Formation or terminations of a farm-in or joint venture agreement;
- (f) Major environmental incidents;
- (g) Catastrophic or major accidents;
- (h) Litigation, breach of contract or breach of statutory compliance matters of a significant financial quantum;
- (i) Adverse government or regulatory decisions that have the potential to significantly impact the value of the Company.

To ensure that there is no pre-judgment of the materiality test, directors, senior executives, employees and contractors must inform the Chairman or Company Secretary of any potentially material price or value sensitive information or proposal as soon as they become aware. If a director, senior executive, employee, contractor or consultant is in any doubt about whether particular information is potentially price sensitive, they should immediately disclose the information to the Chairman or Company Secretary.

POLICY & PROCEDURE

Chapter 3 of the ASX Listing Rules deals with the continuous disclosure requirements that a listed company must satisfy. In particular, Listing Rule 3.1 states that once an entity is or becomes aware of any Material Information concerning the entity must immediately inform the ASX of that information.

There is, however, an exception to the disclosure of Material Information in Listing Rule 3.1 and this exception applies when:

- (a) A reasonable person would not expect the information to be disclosed;
- (b) The information is confidential and ASX has not formed a view otherwise;
- (c) One or more of the following applies:
 - i. it would be a breach of 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;
 - v. the information is a trade secret.

The Listing Rules also provide that if the ASX considers that there is or is likely to be a false market in an entity's securities, and asks the entity to give information to correct or prevent a false market, the entity must give ASX the information needed to correct or prevent the false market.

To ensure that the Company complies promptly with its continuous disclosure obligations, the Board has established an internal system for reporting any information which may require disclosure so that the information can be properly assessed and a decision made regarding disclosure.

Under the system, persons who are responsible for relevant areas of the Company's operations ('Responsible Officers') must report to the Chairman and Company Secretary any information which may possibly be material or of which the Responsible Officer is unsure as to its materiality. The information should be verbally reported immediately after a Responsible Officer becomes aware of it. The report should be promptly confirmed in writing by the Responsible Officer.

Every Company or subsidiary Executive Director, CEO, Vice President and General Manager is a Responsible Officer. It is not the responsibility of the Responsible Officer to determine if the information is Material Information, but simply to notify the Chairman or Company Secretary of it.

Upon receipt of possible Material Information, the Chairman and Company Secretary will collaboratively:

- (a) Review the information and take whatever steps are necessary to verify its accuracy;
- (b) Assess whether any of the information is required to be disclosed to the ASX; and
- (c) Where disclosure is required, coordinate the actual form of disclosure with relevant Responsible Officers, including verifying the accuracy of information contained within it, ensuring that any confidential information is properly safeguarded and not released prematurely, subject always to the legal obligation at to make announcements in a timely fashion

If the Chairman and Company Secretary consider that the information is not price sensitive, or does not have to be disclosed because it is covered by the exceptions in Listing Rule 3.1, the Company Secretary should record that the information has been brought to their attention and the reasons, as applicable, why the information is not price sensitive, or why one or more exceptions under Listing Rule 3.1 apply.

If the Chairman and Company Secretary are not certain whether the information is price sensitive, or whether it falls within an exception, the Company Secretary should seek external legal or financial advice.

The procedure to be followed in relation to the lodgement of announcements, including Trading Halts, with the ASX is as follows:

- (a) The Company Secretary will liaise with the Chairman and any other relevant personnel as appropriate, as to the timeliness of any release as events occur;

- (b) The Company Secretary will coordinate the actual form of disclosure and obtain the approvals for the ASX announcement from the Board in accordance with this policy;
- (c) Once the ASX announcement has been approved and the timing for release has been confirmed, the Company Secretary or their duly authorised delegate will upload the announcement to ASX online;
- (d) When the ASX confirms release of the announcement to the Company Secretary, the Company Secretary will advise the appropriate personnel, including the Chairman of the release via email and provide a copy of the release to all Non-Executive Directors (except in those situations where a conflict may exist).

MARKET RUMOURS & CORRECTING FALSE MARKETS

The Company recognises that it has a positive obligation to make disclosure if that is necessary to prevent a false market in the Company's securities being formed. The Company will not generally comment on market rumours or speculation. However, under Listing Rule 3.1B, ASX may require disclosure if ASX considers that there is or is likely to be a false market in the securities of AXP.

INVESTOR BRIEFINGS & SHAREHOLDER AND OTHER QUERIES

On occasion, AXP conducts analyst and investor briefings and/or receives queries from shareholders or the public. The following protocols apply to any such briefings or responses to queries received, either during such briefings or at any other time:

- (a) No Material Information may be disclosed unless it has been previously released to the ASX.
- (b) If Material Information is inadvertently disclosed during such a briefing or in response to a query, it will be immediately released to the ASX and placed on AXP's website;
- (c) Queries received during briefings, or at any other time, that deal with Material Information not previously disclosed shall not be answered;
- (d) If any Director, officer or AXP employee participating in a briefing considers that Material Information, they must immediately notify the Chairman and Company Secretary;
- (e) All presentation materials released to the ASX will be placed on the AXP website.

Material Information shall not be selectively disclosed prior to being announced to the ASX. Any new information to be provided as above is to be assessed in line with this Policy and if it is considered to be Material Information must be released to the ASX in the first instance.

RESPONSIBILITY

The Company has nominated the Company Secretary as the person with primary responsibility for compliance with this Policy and making all Responsible Officers aware of this Policy.

The Company Secretary is responsible for:

- (a) ensuring that Company announcements are factual, do not omit material information, and are expressed in a clear and objective manner that allows investors to assess the impact of the information when making investment decisions;
- (b) Liaising with the ASX in relation to continuous disclosure issues;
- (c) Ensuring that the system for the disclosure of all Material Information to the ASX in a timely fashion is operating;
- (d) Coordinating the actual form of disclosure, including reviewing proposed announcements to the ASX and liaising with the Chairman and other relevant Company personnel in relation to the form and content of any ASX releases;
- (e) Liaising with executives and the Board of Directors, to ensure that they are fully aware of and conversant with this Policy, their own specific obligations in relation to it and the handling and disclosure of information;
- (f) Ensuring that Continuous Disclosure is included as an item on the agenda for each Board meeting;
- (g) Keeping a record of all ASX and other releases that have been made; and
- (h) Reviewing the Company's disclosure procedures in light of any changes to the ASX Listing Rules or to the Act and recommending any necessary changes to the procedures;

The Chairman is responsible for:

- (i) Performing an annual review of this Policy; and
- (j) Liaising with the Company Secretary and other relevant Company personnel in relation to the form and content of any ASX releases.

GUIDANCE

Any queries or clarification related to this Policy should be made to the Company Secretary.