



**oliver's**<sup>TM</sup>  
REAL FOOD

Oliver's Real Food Limited  
ACN 166 495 441

# 2020 SHAREHOLDER COMMUNICATIONS POLICY

Version Adopted: July 2020

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OLIVER'S REAL FOOD LIMITED ACN 166 495 441

## 1 INTRODUCTION

- 1.1 Oliver's Real Food Limited ACN 166 495 441 (Group or the Company) is a public company listed on the ASX that supports governance practices that are designed to promote effective engagement with its shareholders, both retail and institutional.
- 1.2 The Group is committed to providing shareholders with balanced and understandable information about our business and performance. The Board recognises the special responsibilities of Directors on behalf of our shareholders.
- 1.3 This policy sets out the Group's approach to communicate effectively with our shareholders and encourage participation at general meetings.
- 1.4 This policy should be read together with the Group Continuous Disclosure Policy which sets out how the Group complies with its continuous disclosure obligations under the ASX Listing Rules and the Corporations Act.

## 2 COMMUNICATION PRINCIPLES

- 2.1 The Group supports open communication with investors. Through frank communication the Group provides investors with access to information to make informed assessments of the Group's performance and future prospects.
- 2.2 As far as practicable, the Group uses clear and concise language in communicating with shareholders.
- 2.3 The Group provides investors with equal and timely access to price sensitive information, and adopts practices, as outlined in the Group Continuous Disclosure Policy, to prevent selective disclosure of material price sensitive information and that treat all investors on an equal and fair basis.
- 2.4 The Group supports the use of electronic and other means of communicating with investors including:
  - (a) website ([www.oliversrealfood.com.au](http://www.oliversrealfood.com.au));
  - (b) email;
  - (c) webcast and conference calls;
  - (d) telephone;
  - (e) presentations, briefings and investor meetings (including site visits); and
  - (f) mail.

## 3 ASX ANNOUNCEMENTS

- 3.1 The Group makes announcements to the ASX in accordance with the ASX Listing Rules.
- 3.2 All announcements to the ASX are made available to investors from the Group website as soon as practical following confirmation of release of the announcement by the ASX.

## 4 FINANCIAL RESULTS AND RESULTS BRIEFINGS

4.1 The Group publicly reports financial results twice a year, in accordance with the Corporations Act and the ASX Listing Rules. Financial results for the first half (for the six months ending 31 December) are reported in February, while the full year results (for the 12 months ending 30 June) are reported in August.

4.2 On these occasions, the Group may release to the ASX:

- (a) the relevant financial report for the period;
- (b) a media release; and
- (c) an investor/analyst presentation.

This material will be subsequently made available on the Group website.

4.3 Following the release of the financial results to the ASX, the Group may hold an investor and analyst briefing. This presentation is generally delivered by the Chief Executive Officer and the Chief Financial Officer, and includes a question and answer session following the formal presentation.

The investor and analyst briefing may be supported by an investor roadshow, including one-on-one and group meetings with key investors and analysts. Discussions in these meetings are restricted to information previously disclosed to the market.

## 5 INVESTOR AND ANALYST BRIEFINGS

5.1 From time to time, the Group may hold investor and analyst briefings to discuss various aspects of the company's operations. This may include formal presentations made by Group management at industry or investment conferences. All materials used in these briefings are released to the ASX prior to the briefing and then made available on the Group website. Full details of the Group policy with respect to investor and analyst briefings can be found in the Group's Continuous Disclosure Policy. For internal use, a summary record of the issues discussed at group or one-on-one briefings with investors and analysts is maintained. The record generally also includes details of those present (names or numbers where appropriate), and the time and place of the meeting.

5.2 The Group believes it is not necessary to impose strict blackout periods in relation to briefing investors and analysts on the basis that the Group must not disclose price sensitive information to investors and analysts at any time unless that information has been first lodged with the ASX and released to the market.

## 6 ANNUAL GENERAL MEETING

- 6.1 The Group Annual General Meeting (AGM) will usually be held in November each year.
- 6.2 The time, date and location of the Group AGM is available to shareholders in the Notice of Meeting and from the Group website. The AGM pack is lodged with the ASX and sent by mail to all shareholders, in accordance with the timeframes set out in the Corporations Act. The AGM pack contains:
- (a) the notice of meeting, including the explanatory memorandum;
  - (b) proxy form; and
  - (c) a hard copy of the Annual Report, if the shareholder has elected to receive it in this format.

These documents are available from the Group website in the same manner as other ASX Announcements.

- 6.3 The notice of meeting is drafted to clearly state and explain the nature of the business of the meeting and consideration is given to guidelines issued by bodies including the ASX Corporate Governance Council and the Governance Institute of Australia. The notice of meeting gives clear guidance on Board recommendations on resolutions, where appropriate.
- 6.4 The following information about a candidate standing for election or re-election as a director should be provided to security holders to enable them to make an informed decision on whether or not to elect or re-elect the candidate:
- (a) biographical details, including their relevant qualifications and experience and the skills they bring to the board;
  - (b) details of any other material directorships currently held by the candidate;
  - (c) in the case of a candidate standing for election as a director for the first time:
    - (i) any material adverse information revealed by the checks the entity has performed about the director;
    - (ii) details of any interest, position, association or relationship that might influence, or reasonably be perceived to influence, in a material respect his or her capacity to bring an independent judgement to bear on issues before the board and to act in the best interests of the entity and its security holders generally; and
    - (iii) if the board considers that the candidate will, if elected, qualify as an independent director, a statement to that effect;
  - (d) in the case of a candidate standing for re-election as a director:
    - (i) the term of office currently served by the director; and
    - (ii) if the board considers the director to be an independent director, a statement to that effect; and
  - (e) a statement by the board as to whether it supports the election or re-election of the candidate.
- 6.5 Shareholders are encouraged to attend the AGM or, if they are unable to do so, they are encouraged to use the proxy form to vote on any resolutions to be decided at the meeting.
- 6.6 At the AGM, shareholders have the opportunity to ask questions about, or make comments on, the Group's operations and performance. Shareholders may also direct questions and comments to the Group's external auditor on the conduct of their audit of the Group's annual financial report, the preparation and content of the auditor's report, the accounting policies adopted by the Group and the auditor's independence.
- 6.7 Shareholders are also able to submit questions prior to the AGM. Subject to the other business being conducted at the AGM, the Chairman will formally respond to shareholder issues that are raised prior to the AGM.

- 6.8 In accordance with the Corporations Act, shareholders may also submit written questions to the Group's external auditor in relation to the conduct of their audit of the Group's annual financial report and the content of the auditor's report.
- 6.9 The Chairman's address and the Chief Executive Officer's address to the AGM (if any) are released to the ASX prior to the AGM, and are available to shareholders on the Group website.
- 6.10 Following the AGM, the results of voting on any resolutions are released to the ASX and are also available on the Group website.

## 7 ANNUAL REPORT

- 7.1 The Group views the Annual Report as a key communication channel for all shareholders. The Annual Report is lodged with the ASX and sent to shareholders in October each year, prior to the AGM. The timing of the publication of the Annual Report is in accordance with the timeframes set by the Corporations Act.
- 7.2 The Group encourages the use of electronic versions of the Annual Report, which can be accessed from the Group website. The Group will also continue to produce a printed copy of the Annual Report, as required by the Corporations Act.
- 7.3 Shareholders can elect to either not receive the Annual Report, or receive it electronically (rather than in hard copy), by contacting the Group Share Registry.
- 7.4 The full Financial Report and Annual Report for the current year, and for previous years, are available from the Group website. Alternatively, shareholders can receive a copy of the current year's Annual Report by contacting the Group's Share Registry.

## 8 ONE-ON-ONE MEETINGS

The Group's policy for one-on-one meetings with investors and analysts is detailed in the Group's Continuous Disclosure Policy.

## 9 CONFERENCE CALLS

Shareholder and investor conference calls (if any) are handled in a similar manner to investor and analyst briefings. The content of any calls is restricted to information that has previously been released to the ASX. Further details can be found in the Group's Continuous Disclosure Policy.

## 10 COMMENTING ON ANALYST REPORTS AND FORECASTS

The Group's policy for commenting on analyst reports and forecasts is detailed in the Group's Continuous Disclosure Policy.

## 11 DIVIDENDS

- 11.1 Statements for any declared dividend will be mailed to shareholders on the business day prior to the date the dividend is paid.
- 11.2 Shareholders can obtain historical information regarding dividend payments from the Group website. This information includes the amount of the dividend paid and the record date.
- 11.3 Shareholders seeking specific information regarding dividend payments, or method of payment, should contact the Group's Share Registry.

## 12 CHAT ROOMS

The Group does not participate in internet chat rooms in relation to its performance.

## 13 MEDIA RELEASES

The Group issues a number of media releases, covering a wide range of issues. As appropriate, the media releases will be lodged with the ASX. Media releases for the current year and recent years are available on the Group website.

## 14 SHAREHOLDER/INVESTOR ENQUIRIES

- 14.1 Shareholders with queries relating to their holding of Group shares can contact the Share Registry which provides a call centre to assist with matters including shareholdings, changes of address, dividend information, tax file numbers and withholding tax.
- 14.2 The Group's Share Registry is administered by Boardroom Pty Limited. Contact details are available from the Group website.
- 14.3 Shareholder or investor questions of a more specific nature should be directed to the Group. Contact details are available from the Group website.

## 15 REVIEW OF POLICY

- 15.1 The Board will review this policy at least annually. Any amendments to this Policy will be approved by the Board.
- 15.2 This policy has been developed in alignment with the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations. It has also been developed to ensure compliance with the company's obligations under the ASX Listing Rules and the Corporations Act.

## 16 PUBLICATION

- 16.1 This policy will be made available on the Group website ([www.oliversrealfood.com.au](http://www.oliversrealfood.com.au)).