

Continuous Disclosure

Issue Number	Date
1	December 2007
2	July 2011
3	March 2014

Next Review Date - June 2016

Policy Objectives

Blue Energy Limited (“Blue Energy” or “the Company”) is a company listed on the Australian Stock Exchange and, as such is subject to, amongst other things the rules relating to continuous disclosure under the ASX Listing Rules. In this respect, in the interests of investor confidence, the ASX Listing Rules require listed companies to disclose to the market information which a reasonable person would expect to have a material effect on the price or value of the Company’s securities.

This policy aims to:

- a) ensure that the Company complies with this obligation by seeking to provide equal access to information for all investors and avoiding the disclosure of material information to any person on a selective basis;
- b) describe the processes implemented by the Company to ensure compliance with those obligations; and
- c) outline the Company’s corporate governance standards and related processes aimed at ensuring timely and accurate information is provided equally to all shareholders and market participants regarding the Company.

Application of Policy

This Policy applies to all Directors and senior executives of the Company together with any consultant or professional adviser engaged to undertake work on behalf of the Company or any of its subsidiaries.

Future Directors, and senior executives must, prior to appointment, be given a copy of this Policy and be required to confirm agreement with it prior to commencement with the Company.

The Company Secretary is responsible for drawing to the attention of the Directors and senior executives the Company’s disclosure obligations and distributing a copy of this Policy at least once in every 12 month period.

The Disclosure Committee is responsible for applying this Policy and ensuring that it is communicated through the Company.

Policy

The Company is committed to:

- a) ensuring investors are given equal access to information;
- b) ensuring disclosable price sensitive information is disclosed to the ASX prior to disclosure to analysts, the media or others outside the Company;
- c) ensuring that following confirmation of receipt of lodgement, all information released to the ASX will be available on or through the Company’s website;
- d) the promotion of investor confidence by ensuring that trade in its securities takes place in an efficient, competitive and informed market;

- e) ensuring that shareholders and the market are provided with full and timely disclosure of material information about the Company;
- f) complying with the general and continuous disclosure principles contained in the ASX Listing Rules and the Corporations Act; and
- g) preventing the selective or inadvertent disclosure of material price sensitive information.

Continuous Disclosure

Except for certain confidential information that no reasonable person would expect to be disclosed, once the Company becomes aware of any information concerning it that a reasonable person would expect to have a material effect on the price or value of the Company's securities it will immediately tell the ASX that information.

The Company is deemed to have become aware of information where a Director or an executive has, or ought reasonably to have, come into possession of the information in the course of the performance of his or her duties as a Director or executive officer (as the case may be) (see the definition of "aware" in Listing Rule 19.12). It is important to note that the continuous disclosure obligation extends to information of which a Director or executive officer ought reasonably to be aware.

The measure used in Listing Rule 3.1 (whether a reasonable person would expect the information to have a material effect on the price or value of the Company's securities) is the subject of a deeming provision in the Corporations Act 2001 (Section 677). As a result, a reasonable person is taken to expect particular information to have a material effect on the price or value of any of the Company's securities if the information would, or would be likely to, influence persons who commonly invest in securities in deciding whether to acquire or dispose of securities of the Company.

Neither the ASX Listing Rules nor the Corporations Act define when information will be taken to have such an effect.

For monetary matters, the thresholds from the accounting standards relevant to preparation of financial statements are usually adopted.

However, other concepts of materiality are also relevant, for example:

- a) whether a matter will significantly affect the Company's ability to carry on business in the ordinary course; or
- b) whether the matter involves a breach of any law or regulation.

If any Director or executive of the Company or any subsidiary of the Company is not sure whether information comes within Listing Rule 3.1, he or she should immediately seek guidance from the Company Secretary or, in his absence, the Chairperson of the Board.

Continuous disclosure obligations are reviewed as a standing item on the agenda for each regular meeting of the Board and all Directors are required to confirm details of any matter within their knowledge that might require disclosure to the market.

Periodic Reporting

The Company follows a calendar of regular disclosure to the market of its financial and operational results, including:

- a) Its full annual report, which the Company will send to shareholders in hard copy unless they elect to receive it by electronic copy;
- b) Its annual general meeting, at which shareholders will be updated as to the Company's performance and outlook. Shareholders will be given the opportunity to ask questions of the Board and of the auditor about the audit who will be invited to the meeting;
- c) Release of the annual results in September each year and the interim results in March;
- d) Release of quarterly operations reports and quarterly cashflow information as required by the ASX Listing Rules; and
- e) business briefings.

Disclosure Committee

The Company has established a Disclosure Committee comprised of the Chairperson of the Board, the Managing Director and the Company Secretary. The Committee reports to the Board. The Committee's responsibilities include:

- a) managing the Company's compliance with its continuous disclosure obligations and communications policy;
- b) if considered appropriate, appointing disclosure officer(s) with particular responsibility for reporting information relating to particular places where the Company operates and/or particular joint ventures in which the Company is involved;
- c) identifying and reviewing information to determine if disclosure is required;
- d) implementing reporting processes and controls and determining guidelines for the release of information; and
- e) ensuring that the Board is kept fully informed of its determinations and is promptly advised of all information disclosed to the market.

The Company Secretary is the secretary and convenor of the Disclosure Committee.

Timely Disclosure

In order to ensure that the Company is meeting its obligations of timely disclosure of information that may affect the value of the Company's securities or influence investment decisions, the Company employs the following practices:

- a) All officers and employees of the Company or any subsidiary of the Company, including those (if any) nominated for the time being by the Disclosure Committee, must report to the Company Secretary (or in his/her absence the Chairperson of the

Board) any information which may be material, including information where the employee or officer is unsure as to the materiality of the information;

- b) The information should be immediately brought to the attention of the Disclosure Committee;
- c) The Disclosure Committee must assess the information and determine whether, in its opinion, a reasonable person would expect the information to have a material effect on the price or value of the Company's securities as prescribed under Listing Rule 3.1;
- d) Where the Disclosure Committee determines that the information should be disclosed, the Committee must, to the extent reasonably practicable, consult with other members of the Board before disclosing the information. Once approved for release by the Committee, the Company Secretary must immediately cause ASX to be notified of the information;
- e) The Company Secretary will maintain a record of all matters received and assessed by the Disclosure Committee; and
- f) If at any time any officer or employee of the Company or any subsidiary of the Company has any query in respect to the Company's continuous disclosure obligations, he or she must contact the Company Secretary (or in his absence the Chairperson of the Board) for clarification.

Rumours and Market Speculation

Rumours and market speculation, whether substantiated or not, have the potential to adversely impact the Company. The Company's general policy is not to comment on rumours or market speculation.

However, it may be necessary to issue a statement in specific circumstances where:

- a) The Company considers it has an obligation to make a statement on a particular matter;
- b) The market moves in a way that appears to be referable to the comment or speculation and a statement in response has not previously been made; or
- c) In response to a formal request for information by ASX.

Market Briefings

The Company recognises the importance of the relationship between the Company and investors and analysts. From time to time, the Company may make presentations at conferences and conduct analyst and investor briefings.

No new materially price sensitive information will be provided at these briefings. Questions at briefings that deal with material information not previously disclosed will not be answered. All inadvertent disclosure of material information during market briefings should be immediately released to the ASX.

BLUE ENERGY LIMITED

ABN 14 054 800 378

CONTINUOUS DISCLOSURE



The Company Secretary will either attend the relevant conference or briefing or be provided with a report including all material information provided at the relevant conference or briefing as soon as practicable after such conference or briefing.

Slides and presentations used in briefings are to be released to the ASX.

The Company may review analysts' research reports but will limit its comments to factual matters and material previously disclosed. The Company will not provide forecast information unless it has already been provided to the market.

The Company may comment on analysts' estimates to the extent of:

- a) Acknowledging the current range of estimates;
- b) Questioning an analyst's assumptions or sensitivities if the analyst's estimate is significantly at variance from current market range estimates;
- c) Advising factual errors where the data is already in the public domain;
- d) The Company will brief the market as required;
- e) If unexpected material events occur during the year; and
- f) To ensure that the market is clear about the Company's strategy, business and outlook.

Public Announcements - Authorised Spokespersons and Releases

Only the Chairperson or a person authorised by the Board is authorised to make any public statement on behalf of the Company.

All ASX and media releases are to be approved by the Board except for:

- a) Urgent releases which must be approved by the Chairperson and advised to all Directors prior to release; and
- b) administrative releases such as disclosure of Directors interests and substantial holder notices.

Subject to the continuous disclosure obligations, the Company will not comment on rumours or market speculation.

Role of Company Secretary

All proposed media releases and external presentations must be reviewed by the Company Secretary in advance in order to minimise the risk of breaching the continuous disclosure requirements.

The Company Secretary is responsible for all communications with the ASX. The Company Secretary should be involved in all discussions and meetings with analysts and investors, if possible or be fully briefed about those meetings. A record should be kept of all meetings and briefings with investors/analysts.

Trading halts

If a trading halt is necessary to ensure an orderly, fair and informed market, it must be approved by the Chairperson of the Board in consultation with the Disclosure Committee who, to the extent reasonably practicable, must consult with other members of the Board before requesting a trading halt.

Close Periods

The Company may observe a series of 'close' periods throughout the year as determined by the Board to protect against inadvertent disclosure of material information.

If the Board determines that close periods will apply, the close periods will operate in the periods 30 days before the preliminary announcement of the half yearly and annual results, or as the Board otherwise determines from time to time.

During these periods, the Company will not comment on analysts' estimates other than to acknowledge the range and average estimates in the market and will make no comment on the financial performance of the Company unless the information has already been released to the market.

For the avoidance of doubt, the Company's continuous disclosure obligations continue to apply during these close periods.

Breaches and Liability

If the Company fails to notify ASX of information required to be disclosed in accordance with Listing Rule 3.1, it may be guilty of an offence under s674 of the Corporations Act 2001 (Cth). The Company may face civil and criminal liability for a contravention of the Corporations Act 2001 (Cth).

Any person involved in the contravention of the Corporations Act 2001 (Cth) by the Company may also face personal liability including pecuniary penalty orders.

Under the infringement notice regime for less serious breaches of the continuous disclosure provisions, ASIC also has the ability to impose a financial penalty of up to \$66,000 for any breach.

Policy Reviews

This policy will be reviewed and, if appropriate, updated by the Board every year.