

Communications Policy

1. Purpose

- 1.1 VDM Group Limited (“VDM” or “Company”) recognises the value of providing current and relevant information to its current and prospective shareholders (collectively called “Shareholders”).
- 1.2 The chief executive officer and the company secretary have the primary responsibility for communication with Shareholders. The chief executive officer has overall responsibility for communication with analysts, stockbrokers, the media and major Shareholders. The company secretary has overall responsibility for communication with ASX, other regulatory bodies and retail Shareholders.
- 1.3 This policy is based upon compliance with the Company’s disclosure obligations and aims at all times to achieve best practice.
- 1.4 This policy commits the Company to facilitating Shareholder participation in member meetings and to dealing promptly with Shareholder enquiries.

2. Information Disclosure

- 2.1 In accordance with the disclosure requirements of the Corporations Act and ASX Listing Rules, the Company follows three main forms of information disclosure:
 - a) Continuous disclosure which is its core disclosure obligation and primary method of informing the market and Shareholders.
 - b) Periodic disclosure in the form of full-year and half-yearly reporting.
 - c) Specific information disclosure as and when required of administrative and corporate details usually in the form of ASX releases.
- 2.2 Directors are committed to the promotion of investor confidence by ensuring that trading in the Company’s securities takes place in an efficient competitive market.
- 2.3 The Company will comply with the continuous disclosure obligations contained in the applicable ASX Listing Rules and in so doing will immediately notify the market by announcing to ASX any information in relation to the business of VDM Group that a reasonable person would expect to have a material effect on, or lead to a substantial movement in, the price or value of the Company’s securities.

3. Effective Communication and Website

- 3.1 The Company believes that communicating with Shareholders by electronic means, particularly through its website, is an efficient way of distributing information in a timely and convenient manner.
- 3.2 The Company’s website includes the following pages which contain relevant information for Shareholders and interested parties:

- a) Annual reports and result announcements.
 - b) All significant Company announcements made to ASX.
 - c) Speeches and support material given at investor conferences or presentations.
 - d) Company profile and Company contact details.
 - e) All written information provided to investors or stockbroking analysts.
 - f) Briefing material from any VDM Group site visits.
 - g) A section on the Company's corporate governance policies and practices.
- 3.3 The Company's website will be updated with the material released to ASX as soon as practicable after confirmation of release by ASX.
- 3.4 All website information will be regularly reviewed and updated to ensure all information is current, or appropriately dated and archived.
- 3.5 The full text of notices of meeting and explanatory material will be placed on the website.

4. Written Communication and Annual Report

- 4.1 The annual report issued by the Company is the major written communication of the Company to Shareholders each year.
- 4.2 Shareholders are provided with a full statutory report at least 28 days in advance of the meeting.
- 4.3 Shareholders also receive notices in relation to all meetings in which Shareholders are permitted to attend.

5. Participation at General Meetings

- 5.1 The Company recognises the rights of Shareholders and encourages the effective exercise of those rights through the following means:
- a) Notices of meeting are distributed in accordance with the Corporations Act and provide Shareholders with the opportunity to attend general meetings.
 - b) Notices of meeting and other meeting material are drafted in concise and clear language.
 - c) Shareholders are encouraged to attend meetings.
 - d) Shareholders are entitled to actively participate at meetings with time being specifically set aside for Shareholder questions.
 - e) If Shareholders are unable to attend the meeting, Shareholders can participate through the appointment of a proxy.
 - f) The Company is obliged under the Corporations Act to provide the auditor with notice of a general meeting. The Company encourages auditor attendance at the meetings and the chairperson of the meeting will allow a reasonable opportunity for members to ask questions of the auditor concerning the conduct of the audit and the preparation and content of the auditor's report.

6. Share Registry

For all share related enquiries, Shareholders should contact the Company's share registry:

Computershare Investor Services Pty Ltd
Level 2, 45 St George's Terrace
Perth, WA 6000

7. Corporation Governance

7.1 In accordance with Recommendation 6.1 of the ASX Corporate Governance Council's Principles of Good Corporate Governance and Best Practice Recommendations, the Company has a corporate governance section on the VDM website.

7.2 The annual corporate governance statement shall be prepared in accordance with ASX Listing Rules and shall be set out in the Company's annual report each year.

7.3 Board and committee charters

In accordance with the recommendations of the ASX Corporate Governance Council's Principles of Good Corporate Governance and Best Practice Recommendations, the Company has developed the following charters, policies and codes of conduct to assist the Board in fulfilling its duties and responsibilities:

- a) Board Charter
- b) Nominations and Remuneration Committee Charter
- c) Audit and Risk Committee Charter
- d) Code of Conduct
- e) Guidelines for the Operation of the Board of Directors
- f) Guidelines for Appointment and Selection of Non-executive Directors
- g) Market Disclosure Policy
- h) Securities Dealing Policy
- i) Communications Policy
- j) Risk Management Policy
- k) Equal Opportunity Policy
- l) Whistleblower Protection Policy.

The above documents, other than the Finance and Investment Committee Charter, are displayed in the "Corporate Governance" section of the Company's website.

8. Policy Approval

The Board has approved this Communications Policy.