

CONTINUOUS DISCLOSURE POLICY



ROBEX RESOURCES INC. (ARBN: 682 762 723)

1 Introduction

Robex Resources Inc. (ARBN: 682 762 723 (**Robex**)) has adopted this Policy to ensure that all investors have equal and timely access to material information concerning Robex including its financial position, performance, ownership and governance.

2 Policy application

This Policy applies to all directors, management and staff of Robex and its subsidiaries (**Group**).

A breach of this Policy will be regarded as serious misconduct which may lead to disciplinary action, including removal or dismissal. Failure to comply strictly with this Policy may expose you or the Group to serious civil or criminal liability.

3 Continuous disclosure – overview

Robex has continuous disclosure obligations under the *Corporations Act 2001* (Cth), ASX Listing Rules, the *Québec Business Corporations Act*, the *Securities Act* (Québec) and its regulations and TSX-V rules, in addition to periodic and specific disclosure obligations.

Robex must immediately tell the applicable stock exchange any material fact or information concerning Robex of which Robex becomes aware that a reasonable person would expect to have a material effect (upwards or downwards) on the price or value of Robex securities (**price sensitive information**). In addition, any such information must be disclosed to the public by way of news release.

Robex does not have to disclose price sensitive information where each of the three elements below is and remains satisfied:

- **one or more** of the following five situations applies:
 - it would be a breach of a law to disclose the information;
 - the information concerns an incomplete proposal or negotiation (eg, a negotiation to enter into a new contract);
 - the information comprises matters of supposition or is insufficiently definite to warrant disclosure;
 - the information is generated for internal management purposes; or
 - the information is a trade secret; **and**
- the information is confidential and the applicable stock exchange has not formed the view that it has ceased to be confidential (not in the public domain); **and**
- a reasonable person would not expect the information to be disclosed (eg, because the result of disclosure would be unreasonably prejudicial to Robex).

As soon as any one of the above three elements is no longer satisfied (eg, if an incomplete proposal nears completion or information ceases to be confidential), Robex must disclose the information to the applicable stock exchange and disclose such information to the public by way of news release immediately.

The possible application of an exception does not qualify or change your obligation to communicate or report material information under this Policy.

When Robex determines that price sensitive information must be disclosed, that information must first be given to the applicable stock exchange before it is given to the media, any other person or put on Robex's website.

After an acknowledgment has been received from the applicable stock exchange, information disclosed in compliance with this Policy should be provided by email to the Board, promptly placed on Robex's website in the section containing investor information, disseminated in Canada via news release and posted on Robex's profile on www.sedarplus.ca. Furthermore, any public disclosure that is considered a material change will require the filing of a material change report in the prescribed form (Form 51-102F3) on the on Robex's profile on www.sedarplus.ca within ten (10) days of the occurrence of the material change. If Robex intends to raise equity via prospectus in Canada, such material change report will require translation into the French language.

Awareness' of information

Robex is aware of information if an officer has (or ought reasonably to have) come into possession of the information in the course of performing their duties as an officer.

'Price sensitive' information or 'Material' fact/ information

A reasonable person would expect information to have a material effect (upwards or downwards) on the price or value of Robex's shares if the information would, or would be likely to, influence anyone who commonly invests in Robex's shares in deciding to buy or sell them.

As Robex is a reporting issuer in Canada, Robex must also take into consideration National Policy 51-201 – *Ongoing Requirements of Issuers and Insiders* and TSX Venture Exchange policy 3.3 – *Timely Disclosure* when determining the materiality of information. The aforementioned policy is more strict than National Policy 51-201 – *Ongoing Requirements of Issuers and Insiders* and requires disclosure of material facts rather than material changes.

Annexures A and B set out some examples of the types of price sensitive information that Robex may have to disclose.

4 Importance of confidentiality

Maintaining confidentiality is important, as a leak of confidential information will immediately deny Robex the ability to withhold the information from the applicable stock exchange and force Robex to make a 'premature' announcement, regardless of where the leak comes from.

Information may cease to be confidential if there is:

- a reasonably specific and reasonably accurate media or analyst report about the matter;
- a reasonably specific and reasonably accurate rumour known to be circulating the market about the matter; or
- a sudden and significant movement in the market price or traded volumes of Robex securities that cannot be explained by other events or circumstances.

In particular, you must:

- be aware of your obligation to keep non-public information about the Group confidential;
- preserve the confidentiality of price sensitive information concerning Robex; and
- not comment publicly on matters confidential to the Group.

5 Your responsibilities

You must:

- if you become aware of any information that is, or may be, material or price sensitive, immediately refer that information to the Company Secretary, or, if that is not possible, to another member of the Disclosure Committee – even if you think the information is unlikely to be 'material' or an exception to disclosure may apply; and

- attend continuous disclosure training.

6 Role of Disclosure Committee

The Disclosure Committee comprises:

- the Board Chair;
- the CEO;
- the CFO; and
- the Company Secretary.

The Disclosure Committee is responsible for:

- administering this Policy and monitoring its effectiveness;
- determining what information can or should be disclosed to the market;
- overseeing and coordinating disclosure of material information to the applicable stock exchange, investors, analysts, brokers, media and the public;
- educating directors, management and staff (where appropriate) and raising awareness about this Policy;
- preparing (or overseeing the preparation of), reviewing and approving proposed external announcements, other than administrative or routine announcements, and consulting with appropriate members of the Board, management and external advisers where appropriate;
- implementing reporting processes and guidelines for materiality of information;
- ensuring that announcements relating to significant matters are referred to the Board;
- approving the disclosure of information to the applicable stock exchange in relation to other matters; and
- ensuring Robex's Board receives copies of all material market announcements promptly after they have been made.

In performing its functions, the Disclosure Committee will act through such of its members as are reasonably available to perform the relevant function (whether one, two, three or four members on any occasion).

7 Review of information reported under this Policy

Upon receipt of potentially price sensitive information, the Disclosure Committee will promptly:

- convene a meeting (where practicable);
- review the information;
- urgently seek any advice that is needed to assist in interpreting the information (noting however that disclosure cannot be delayed if the information is clearly materially price sensitive);
- determine whether any of the information is required to be disclosed to the applicable stock exchange;
- consider whether it is necessary to seek a trading halt; and
- where a market announcement is considered appropriate, coordinate the form of disclosure with the relevant members of management and confirm final approval of the proposed disclosure in accordance with the process below.

8 Approval of market announcements

Any disclosure of information to the applicable stock exchange must be:

- accurate, balanced and expressed in a clear and objective way; and
- take into account information previously disclosed by Robex to the market, including financial expectations, commentary on likely results and detailed business plans or strategies.

Standard process

The CEO must approve all ASX and TSX-V announcements except where:

- the announcement relates to major Robex matters (eg, significant profit upgrades or downgrades and Robex transforming transactions or events) – in which case, the Board must approve it; and
- it is a routine or administrative announcement – in which case, the Company Secretary may prepare it without requiring approval or formal consideration by the Disclosure Committee or the Board.

Rapid response process

If the CEO is unavailable or it is not possible to convene the Board at short notice, any Director may approve the announcement.

9 Dealing with outsiders

Only authorised spokespersons can speak on behalf of the Group.

The number of authorised spokespersons will be kept to a minimum to avoid inconsistent communications and reduce the risk of material information being inadvertently disclosed to the market.

Any inadvertent disclosure of information should be notified to the Disclosure Committee for consideration in accordance with this Policy.

Media contact and comment

Authorised spokespersons will not comment on price sensitive information that has not already been disclosed to the applicable stock exchange, however they may clarify previously released information.

If you are approached by the media for public comment and are not an authorised spokesperson, you must:

- refer the person to an authorised spokesperson for comment;
- not disclose any information without the prior consent of an authorised spokesperson; and
- report the person who contacted you, the reason (explicit or inferred) for the contact and any other relevant information as soon as possible to an authorised spokesperson.

Analyst and investor briefings

Robex does not permit selective disclosure of material information. Robex will apply the following protocols in relation to analyst and investor one-on-one and group briefings:

- All investors are to be treated in a balanced and fair fashion. Briefings with investors or analysts will be restricted to discussion of previously disclosed information.
- Information disclosures including information to be presented at a briefing must be provided in advance to the Disclosure Committee to minimise the risk of Robex breaching its continuous disclosure obligations.
- New and substantive presentation materials to be given to analysts and investors during a briefing must be released to the market ahead of the presentation and posted on Robex's website as soon as practicable to ensure equality of information among investors.
- Robex may consider providing shareholders the opportunity to participate in the presentation or making available on its website a recording or transcript of the presentation.

Analyst and investor questions

When responding to analyst and investor questions, an authorised spokesperson must:

- only discuss information that has been publicly released through the applicable stock exchange;
- ensure all responses are accurate, balanced and expressed in a clear and objective way; and
- confine comments on market analysts' financial projections to errors in factual information or underlying assumptions.

If a question can only be answered by disclosing price sensitive information, an authorised spokesperson

must:

- decline to answer that question; and
- refer the question to the Disclosure Committee for assessment of whether Robex should disclose information in response to the question.

Analyst reports and forecasts

Where the Board resolves that Robex should comment on analyst reports, Robex's comment must:

- be restricted to information that either has been publicly disclosed or is in the public domain;
- in relation to financial projections, be confined to errors in factual information and underlying assumptions;
- avoid any suggestion Robex's or the market's current projections are incorrect;
- **not** comment on any changes in earnings expectations before making a public announcement;
- **not** endorse, or be seen to endorse, analyst reports or the information they contain;

Robex must **not**:

- externally distribute individual analyst projections or reports;
- refer to analyst reports on its website; or
- publicly comment on analyst reports or research reports (except where necessary to correct a factual error).

Where Robex becomes aware that its published earnings guidance differs significantly from market expectations (measured by either an individual analyst's forecast or 'consensus estimate'), Robex will refer to the Disclosure Committee for assessment of the appropriateness of an ASX and/or TSX-V announcement and/or trading halt.

Rumours and market speculation

Robex will not comment on market speculation and rumour unless:

- there are material factual errors contained in the speculation or rumour;
- there is a move in the price of its securities which is reasonably referable (in the opinion of the Board) to the speculation or rumour; or
- it receives a formal request from the applicable stock exchange or a regulator.

Any comments made by Robex in response to market speculation and rumour must be authorised by the Board and must be limited to correcting factual errors.

Robex is committed to ensuring that a false market is not created in respect of Robex securities. If the applicable stock exchange considers that there is, or is likely to be, a false market and asks Robex to give information to correct or prevent a false market, Robex will give the applicable stock exchange any information needed to correct or prevent the false market.

Trading halts

Robex may request a trading halt or, in exceptional circumstances, a voluntary suspension, to maintain fair, orderly and informed trading in its securities, to correct or prevent a false market or to otherwise manage disclosure issues. This may be necessary where the market is trading and Robex is not in a position to give an announcement to the applicable stock exchange straight away, or where the market is not trading and Robex is not in a position to give an announcement to the applicable stock exchange before trading next resumes. In the event that Robex disseminates a news release during Canadian trading hours, a trading halt may be required by Canadian authorities. A submission should be made on the applicable surveillance portal prior to dissemination in order to ascertain the requirement for a trading halt.

The only persons authorised to request a trading halt or voluntary suspension are the Company Secretary or a member of the Disclosure Committee or the Board (or any Director if it is not possible to convene the Board at short notice).

10 Policy review

Robex will periodically review this Policy to check that it is operating effectively.

The Company Secretary is authorised to make administrative and non-material amendments to this Policy.

Version Number	Revision Date	Document Owner	Document Approver
1.1	12 th June 2025	Company Secretary	Board of Directors

Annexure A

ASX provides examples in **ASX Listing Rule 3.1** and **ASX Guidance Note 8**. Examples of price sensitive information include the following:

- A transaction that will lead to a significant change in the nature or scale of an entity's activities.
- A material mineral or hydrocarbon discovery.
- Material acquisitions or disposals.
- Granting or withdrawal of a material licence.
- Entry into, variation or termination of a material agreement.
- Becoming a plaintiff or defendant in a material lawsuit.
- The fact that an entity's earnings will be materially different from market expectations.
- Significant regulatory decisions that affect the entity.
- The appointment of a liquidator, administrator or receiver.
- The commission of an event of default under, or other event entitling a financier to terminate, a material financing facility.
- Under subscriptions or over subscriptions to an issue of securities.
- Giving or receiving a notice of intention to make a takeover.
- A large claim against an entity or unexpected liability.
- The financial performance of a company.
- Changes in a company's actual or anticipated financial condition or business performance.
- Budget or completion forecasts for material projects.
- Proposed distribution payments, bonuses or new share issues.
- Changes in a substantial investor's holdings.
- A possible change in capital structure.
- A proposal to undertake a major change in financing.
- A significant change in a company's market share.
- Proposed board or senior management changes.
- Any rating applied by a rating agency to an entity or its securities and any change to such a rating.

This list is **not** exhaustive and there are many other examples of information that potentially could be price sensitive.

Annexure B

Without limiting the concept of Material Information, the following events are deemed to be material in nature and require immediate disclosure in accordance with TSX Venture Exchange Policy 3.3. Defined terms have meaning set out in policy 1.1 of the TSX Venture Exchange:

- any issuance of securities by way of statutory exemption or Prospectus;
- any change in the beneficial ownership of Robex's securities that affects or is likely to affect the control of Robex;
- any change of name;
- a take-over bid, issuer bid or insider bid;
- any significant acquisition or disposition including a disposition of assets, property or joint venture interests;
- any stock split, stock consolidation, stock dividend, exchange, call of securities for redemption, redemption, capital reorganization or other change in capital structure;
- the borrowing or lending of a significant amount of funds or any mortgaging, hypothecating or encumbering in any way of any of Robex's assets, or an event of default under a financing or other agreement;
- any acquisition or disposition of Robex's own securities;
- the development of a new product or any development which affects Robex's resources, technology, products or markets;
- the entering into or loss of a material contract;
- firm evidence of a material increase or decrease in near-term earnings prospects;
- a significant change in capital investment plans or corporate objectives;
- any change in the board of directors or senior officers;
- significant litigation; a material labour dispute or a dispute with a major contractor or supplier;
- a Reverse Takeover, Change of Business of an Issuer, Merger, Amalgamation or other Material Information relating to the business, operations or assets of an Issuer;
- a declaration or omission of dividends (either securities or cash);
- the results of any asset or property development, discovery or exploration by a Mining or Oil and Gas Issuer, whether positive or negative;
- any oral or written employment, consulting or other compensation arrangements between Robex or any subsidiary of Robex and any director or officer of Robex, or their associates, for their services as directors or officers, or in any other capacity;
- any oral or written management contract, any agreement to provide any Investor Relations, Promotional or Market Making activities, any service agreement not in the normal course of business or any Related Party Transaction, including a transaction involving Non-Arm's Length Parties;
- any amendment, termination, extension or failure to renew any agreement where disclosure of the original agreement or transaction was required pursuant to policies of the TSX Venture Exchange;
- the establishment of any special relationship or arrangement with a Participating Organization or Member or other registrant; any change in listing classification, including any movement by an Issuer between tiers on the TSX Venture Exchange or the NEX Exchange;
- notice of suspension review or suspension of trading of an Issuer's securities; and any other developments relating to the business and affairs of Robex that would reasonably be expected to significantly affect the market price or value of any of Robex's securities or that would reasonably be expected to have a significant influence on a reasonable investor's investment decisions.