

Universal Biosensors, Inc.
ABN 51 121 559 993

1 Corporate Avenue
Rowville Victoria 3178
Australia

Telephone: +61 3 9213 9000
Facsimile: +61 3 9213 9099
Email: info@universalbiosensors.com
www.universalbiosensors.com



Universal Biosensors

Continuous Disclosure and Shareholder Communication Policy

1. Introduction and Purpose

The shares of Universal Biosensors, Inc. (**Company**) in the form of CHESS Depository Interests (**CDIs**) are quoted on the Australian Securities Exchange (**ASX**). The Company must therefore satisfy the disclosure requirements of the Listing Rules of Australian Securities Exchange (**ASX Listing Rules**) in addition to satisfying its reporting requirements with the United States Securities Exchange Commission (**SEC**).

The ASX Listing Rules impose an obligation of “continuous disclosure” on the Company. Likewise, the Company has certain regular reporting requirements under United States law. The predominate purpose of this policy is to describe the processes implemented by the Company to assist the Company in complying with its continuous disclosure obligations and to detail the other means by which the Company communicates with its shareholders.

2. Continuous Disclosure

In order to ensure the Company satisfies its obligations under the Corporations Act and the ASX Listing Rules to provide timely, full and accurate disclosure, the Company will:

- subject to limited exceptions permitted by the Corporations Act and the ASX Listing Rules, publicly disclose to ASX any information concerning the Company that a reasonable person would expect to have a material effect on the price or value of the Company’s securities in the manner contemplated by ASX Listing Rule 3.1; and
- promptly place any information publicly disclosed to ASX or the SEC on the Company’s website.

Examples of material information that may require disclosure under ASX Listing Rule 3.1, include, without limitation:

- material changes in financial performance, financial position or prospects of the Company;
- changes in the Company’s Board or senior management;
- significant collaborative relationships;
- significant corporate transactions;
- share trading activities by Directors.

There are limited exceptions under the ASX Listing Rules to the requirement for disclosure of certain material information. The decision as to whether an exception applies and whether to apply the exception will be made by the Disclosure Committee (defined below).

In order to facilitate an orderly, fair and informed market, it may be necessary to request a trading halt or suspension of the Company’s CDIs on the ASX from time to time. The Disclosure Committee in consultation with the Board will make all decisions relating to any trading halt or suspension. The ASX under certain circumstances may also independently impose a trading halt or suspension of the Company’s CDIs.

Employees must keep all material information confidential until it is released by the Company and becomes publicly available.

3. Disclosure Committee

The Board has established a disclosure committee to assist the Company in complying with its disclosure obligations (**Disclosure Committee**).

The Disclosure Committee is comprised of the:

- Chairman of the Board of Directors;
- Chief Executive Officer;
- Chief Financial Officer; and
- Company Secretary of the Company.

The Disclosure Committee will assist in:

- recommending and periodically reviewing this policy;
- communicating and making available this policy to persons accountable under the policy;
- determining and implementing the appropriate reporting processes, controls, and guidelines for the identification, communication and release of information;
- ensuring that the system for the disclosure of all material information to the ASX in a timely fashion is operating;
- reviewing material information and determining what information must be disclosed by the Company to ASX in compliance with its disclosure obligations and this policy;
- reviewing proposed announcements to be made by the Company to ASX;
- liaising with the ASX in relation to continuous disclosure issues; and
- keeping a record of all ASX and other releases that have been made.

Meetings of the Disclosure Committee will be convened from time to time by any member of the Disclosure Committee to consider particular disclosure issues.

4. Communicating Material Information to the Disclosure Committee

Officers, employees and agents must immediately notify the Chief Executive Officer and/ or the Chief Financial Officer (in the first instance) or another member of the Disclosure Committee as soon as they become aware of material information about their respective areas of responsibility that is not generally available. Senior management should implement policies to ensure that employees and contractors reporting to them are also aware of the obligations of the policy and establish lines of communication to ensure that if any employees or contractors become aware of any material information they will promptly notify the relevant accountable persons under this policy.

5. Communications with the ASX

The Chief Executive Officer is responsible for communications with the ASX. Together with the Disclosure Committee, the Chief Executive Officer is responsible for ensuring that all information released to the ASX is factual, does not omit material information, and is expressed in a clear and concise manner. Any financial disclosures made by the Company should first be approved by the Chief Financial Officer and chairman of the Audit & Compliance Committee of the Company.

The Company Secretary in conjunction with the Chief Executive Officer will:

- co-ordinate the actual form of disclosure with the relevant members of management; and
- physically make or arrange for the relevant disclosures to be made with ASX.

6. Shareholder Reporting

The Company is subject to the requirements of the Securities Exchange Act of 1934, as amended (**Exchange Act**) which requires the Company to file Annual Reports on Form 10-K, Quarterly Reports on Form 10-Q, and Current Reports on Form 8-K, amendments to any of those reports filed or furnished pursuant to Section 13(a) or 15(d) of the Exchange Act in addition to other filings and the Company will be required to comply with all other obligations of the Exchange Act applicable to issuers filing registration statements pursuant to Section 12(g) of the Exchange Act. In addition, the Company is required to make a certain annual, half yearly and quarterly reports to shareholders.

Each of these announcements and reports are available on the Company's website www.universalbiosensors.com. All filings made with the SEC are also available from <http://www.sec.gov/edgar.shtml> and filings made with the ASX are available through www.asx.com.au.

7. Annual General Shareholder Meetings

The annual general meeting and other general meetings of the Company are the primary forum for communication by shareholders with the Company. At the annual general meeting, shareholders will be able to ask questions. Shareholders are encouraged to attend the general meetings. However, if they are unable to attend, they are encouraged to vote by proxy or by way of CDI Voting Instruction card (if they hold CDIs in lieu of shares). The external auditor will attend the annual general meeting and will be available to answer questions about the conduct of the audit and the content of the auditor's report.

8. Investor Presentations

The Company recognises the importance of the relationship between the Company and investors and analysts. Slideshows of investor presentations will be released to ASX prior to the presentation being given. Questions at briefings that deal with material information not previously disclosed will not be answered.

9. Media and Analyst Enquiries

Only the Chairman, Chief Executive Officer, Chief Financial Officer and the Company Secretary are to make any public statement on behalf of, or attributable to, the Company. No other persons are authorised to make any statements to the media or analysts without prior approval of the Chairman.

The Company will not generally comment on rumours or market speculation.

During trading blackout periods (as defined under the Company's Securities Trading Policy), the Company will not make any comment on analysts' financial estimates other than to acknowledge the range and average estimates in the market, and will make no comment on the financial performance or position of the Company unless the information has already been released to the market.

The Company may review analysts' research reports but will confine its comments to factual matters and material previously disclosed by it. The Company may comment on analysts' earnings' estimates to the extent of:

- acknowledging the current range of estimates;
- questioning an analyst's assumptions or sensitivities if the analyst's estimate is significantly at variance from current market range estimates; and
- correcting factual inaccuracies or historical matters where data has already been released to the market.

10. Electronic Communications

The Company's website contains information about the Company including ASX releases, filings with the SEC and other shareholder communications. The Company will place on its website all ASX announcements and relevant news releases, as soon as reasonably practicable after such information is released to the ASX. Relevant news releases, ASX announcements, SEC filings and financial statements for preceding years will be made available on the Company's website.

11. Consultants and professional advisers

Consultants and professional advisers engaged to undertake work on behalf of the Company are required to abide by this policy

12. Breaches

Failure to comply with this policy may lead to a breach of applicable legislation or with the ASX Listing Rules, or other regulations, particularly in relation to continuous disclosure. This may result in liability for the Company and in turn may lead to personal penalties for Directors and officers. Breaches of this policy may lead to disciplinary action being taken, including termination of employment.

13. Review

It is the responsibility of the Disclosure Committee and the Board of Directors of the Company to evaluate this policy on an annual basis.

14. Additional information

Any questions arising from this policy may be directed to the Company Secretary.