

Newcrest is committed to prompt disclosure of market sensitive information concerning the Company so that trading in its securities can take place in an informed market.



**Integrity
and honesty**

1. Context

Newcrest Mining Limited (“Newcrest” or the “Company”) is committed to prompt disclosure of market sensitive information concerning the Company so that trading in its securities can take place in an informed market.

This policy promotes compliance by Newcrest with processes and procedures directed at ensuring that the Company meets the continuous disclosure requirements of the ASX and TSX and other exchanges on which it is listed.

2. What this policy deals with:

- (a) The system for reporting and escalating potentially market sensitive information to the Disclosure Committee.
- (b) The role of the Disclosure Committee in assessing potentially market sensitive information and determining whether it requires disclosure under ASX Listing Rule 3.1 and the disclosure requirements of any other exchange on which it is listed (“Listing Rules”).
- (c) The internal approval processes and delegations for issuing Market Releases.
- (d) The framework for communications with investors, analysts and market participants.
- (e) The procedures to promote understanding of compliance by employees and Responsible Officers.
- (f) Authorised spokespersons.

3. Other related policies:

The processes established in this policy are underpinned by the duties and responsibilities of the Disclosure Committee. These are described in the Disclosure Committee Charter.

This policy is supported by the procedures detailed in:

- (a) the *Market Releases and Investor Relations Policy* which sets out the internal approval process for releases and the way in which Newcrest communicates with the investment community and shareholders through Investor Relations; and
- (b) the *Media & External Communications Policy* which sets out how Newcrest communicates externally, including with the media.

4. Identifying and escalating market sensitive information

Newcrest is required under ASX Listing Rule 3.1 to disclose to the market, information concerning the Company which a reasonable person would expect to have a material effect on the price or value of Newcrest shares (“market sensitive information”) unless an exception applies under the Listing Rules. Market sensitive information must be disclosed immediately once the Company becomes aware of it, which means promptly and without delay. There are similar disclosure requirements under Canadian securities laws and TSX requirements.

Given the size and geographic spread of the Company’s operations, the Board has established a

system for reporting and escalating information which may require disclosure. The determination of materiality and the decision as to whether information requires disclosure or whether an exception applies under the Listing Rules is the responsibility of the Board and the Disclosure Committee. Accordingly senior management responsible for the Company's operations and functions ("Responsible Officers") are required to report all information which may require disclosure to a member of the Disclosure Committee.

The members of the Disclosure Committee are: Managing Director and Chief Executive Officer, Finance Director and Chief Financial Officer and Chief Legal, Risk & Compliance Officer, who are all contactable at 600 St Kilda Road, Melbourne: (03) 9522 5333.

Every Executive Director, Executive Committee Member and General Manager is a Responsible Officer.

As it is not possible to establish fixed guidelines for what information may be market sensitive, the following are examples of information which should be reported by Responsible Officers:

- (a) Major operational developments or setbacks;
- (b) Major environmental incidents;
- (c) Serious accidents;
- (d) Major variations in actual or expected financial performance, including potential revision to those items in respect of which guidance has been given;
- (e) Major new contracts or changes to major suppliers;
- (f) Significant legal issues or lawsuits;
- (g) Event or change affecting formal resource and reserve statements;
- (h) Significant drilling results;
- (i) Adverse Government decisions;
- (j) Significant hedging transactions.

The Listing Rules require timely disclosure of market sensitive information to the exchanges on which the Company is listed once the Company becomes aware of it. Accordingly, a Responsible Officer should treat potentially market sensitive information as extremely urgent and immediately report it to a member of the Disclosure Committee.

5. Role of the Disclosure Committee

The Board is responsible for compliance with the Company's continuous disclosure obligations. To support this primary responsibility and provide assurance, the Board has established the Disclosure Committee.

Once a Responsible Officer has reported potentially market sensitive information to the Disclosure Committee, its materiality will be assessed by the Disclosure Committee and a decision will be made as to whether disclosure is required under the Listing Rules. The content of any disclosure will be assessed and approved by the Disclosure Committee.

6. Issuing Market Releases

The Company discloses market sensitive information by way of a release to the ASX, the Canadian newswires and/or SEDAR, the Port Moresby Stock Exchange and any other exchanges on which the Company is listed ("Market Release"). The Board has classified the Market Releases generally made by the Company into four categories and applied internal approval requirements to each category, reserving approval to the Board in respect of announcements which are strategic or company transformational.

Newcrest gives all Market Releases to the exchanges on which it is listed before release to the media and publication on the Company's website.

A Market Release must not be made other than in accordance with this Policy and other related policies.

Market Releases should be accurate, balanced and expressed in a clear and objective manner that allows investors to assess the impact of the information when making investment decisions.

7. Communications with the investment community and shareholders

Newcrest has an investor relations function. In communications with the investment community and shareholders, it is important that only publicly available information and information which is not price sensitive is referred to or provided. Subject to its continuous disclosure obligations, the Company will not comment on rumours or market speculation. Newcrest imposes a blackout period on the investor relations function during certain periods including the

two weeks leading up to releases of financial and quarterly results. During these periods Newcrest will not comment on production or financial performance, performance in relation to anything in respect of which guidance has been given, or the outlook of the Company.

It is acknowledged that the Company's investor relations team will be privy to non-public material information (which falls within the exceptions to disclosure contemplated by the ASX listing rules), under the proviso that such information is kept confidential. Internal procedures and measures apply to protect the confidentiality of the information held by the investor relations team.

All presentation materials with an investor or equity analyst focus are provided as a Market Release and then made available on the Company website. The investor section of the Company website also provides shareholders and other interested parties with access to relevant public information including Market Releases, annual general meeting materials, media releases, financial data in relation to the Company for the last three years and a listing of key dates of disclosure to the market, including target dates for the release of financial and operational results and shareholder meetings.

8. Promotion of the understanding of compliance by employees and Responsible Officers

Responsible Officers and other designated employees potentially exposed to market sensitive information must undertake scenario-based training every twelve months. Such training covers the Company's continuous disclosure obligations, the operation of this policy and the related policies and procedures and the specific duties of Responsible Officers to:

- ensure that confidentiality of information is preserved to avoid premature disclosure; and
- to report and escalate information which may require disclosure.

9. Authorised spokespersons

In addition to the Chairman, the Managing Director and Chief Executive Officer, the Finance Director and Chief Financial Officer, the only other people authorised to speak on behalf of Newcrest are the Head of Investor Relations and Media and any other person specifically authorised by the Managing Director and Chief Executive Officer. The Chief Legal, Risk & Compliance Officer and the Deputy Company Secretary have primary responsibility for all communications with the ASX, TSX and any other exchanges on which the Company is listed and any corporate regulators in the jurisdictions in which the Company is listed.

Questions by Responsible Officers and employees regarding continuous disclosure and this policy should be directed to the Chief Legal, Risk & Compliance Officer.

10. Trading halts

The Company may request a trading halt in order to prevent trading in the Company's securities taking place on an uninformed basis, to correct or prevent a false market, or to otherwise manage the Company's disclosure obligations. The Disclosure Committee is authorised to call a trading halt and will alert and keep the Chair of the Board informed of any request for a trading halt.

11. Review of policy

This policy will be reviewed periodically to ensure that it is operating effectively.

Managing Director and Chief Executive Officer
Newcrest Mining Limited

October 2020