

SHAREHOLDER COMMUNICATION POLICY

1.1 Purpose

Zip Co Limited (**Zip** or the **Company**) recognises that shareholders and other stakeholders are entitled to be informed in a timely and readily accessible manner of all major developments affecting Zip.

The purpose of this Shareholder Communications Policy (the **Policy**) is to promote effective communication with shareholders and other stakeholders and to encourage and facilitate participation at Zip's general meetings and dealing promptly with the enquiries of shareholders and other stakeholders.

1.2 Market communication

(a) Communication of information

The Company will publish on its website relevant announcements made to the market by the Company and any related information (which may include slides and presentations used in analyst, investor, shareholder or media briefings) after they have been given to the ASX and following confirmation of release to the market by the ASX.

Market Sensitive Information will be published on the Company website as soon as reasonably practicable after its release to the ASX following receipt of confirmation from the ASX.

Information may also be provided from time to time to the media on behalf of the Company but not before disclosure to the ASX, even on an embargo basis.

(b) Analysts and institutional investors

The Company may conduct briefings for analysts and institutional investors from time to time to discuss matters concerning the Company. The Company may also present or exhibit at industry conferences which provides opportunity for the shareholders to gather information about the Company. Only the Chairman, CEO or other senior representatives of the Company approved by the CEO are authorised to speak with analysts and institutional investors.

Before each reporting period, the CEO will formulate guidelines for briefings for that period. The Company's policy at these briefings includes:

- the Company will not comment on market sensitive issues not already disclosed to the market; and
- any questions raised in relation to market sensitive issues not already disclosed to the market will not be answered or will be taken on notice.

If a question is taken on notice and the answer would involve the release of market sensitive information, the information must be released through ASX before responding.

A representative of the Company in attendance may make notes of meetings and briefings with investors or analysts. Alternatively, an event may be webcast or teleconferenced or a recording added to the Company's website.

If the Company gives a new and substantive investor or analyst presentation it will release a copy of the presentation materials on the ASX Market Announcements Platform ahead of the presentation.

(c) Inadvertent disclosure or mistaken non-disclosure

Inadvertent disclosure of market sensitive information or a director or employee becoming aware of information which should be disclosed requires immediately contracting the Chairman, the CEO or in their absence, the Company Secretary so the appropriate action can be taken, including if required, the information being announced on ASX and then published on the Company website.

(d) Media relations and public statements

The CEO who is the spokesperson of the Company, he or she is responsible for media relations and communications. Any inquiry in relation to financials, market share or any matter considered may have a material effect on the price of Company's securities must be referred to the CEO.

No information is to be given to the media on matters which are of general public interest or which may materially affect the price of the Company's securities without the approval of the CEO.

The guidelines outlined above are subject to any directions given by the Board, either generally or in a particular instance.

1.3 Shareholder communication

(a) Investor relations program

The Company will implement a range of investor relations strategies to facilitate effective two-way communication with investors, shareholders and analysts.

The Company also recognises the importance of engagement with a broad range of stakeholders beyond financial market participants, such as proxy advisers, governance advisers, government and industry groups.

Where significant comments or concerns are raised by investors or their representatives, they will be conveyed to the Company's board and relevant senior executives.

(b) Periodic reports to shareholders

The Company produces half yearly and yearly financial reports and an annual report in accordance with the Corporations Act, the ASX Listing Rules and applicable accounting standards. It seeks to give balanced and understandable information about the Company and its proposals in its reports to shareholders.

The Board periodically reports to shareholders of all major developments affecting the Company's state of affairs as follows:

- the Annual Financial Report is distributed to all shareholders (who specifically request to receive the document), including relevant information about the operations of the Company during the year, changes in the state of affairs and details of future developments. The full Annual Financial Report is also available on the Company website; and
- the Half-Yearly Financial Report contains summarised financial information and a review of the operations of the Company during that period. The audited Half-Yearly Financial Report is lodged with ASIC and the ASX and sent to any shareholder who requests it as well as being published on the Company website.

(c) General meetings

General meetings provide an important opportunity for Zip to communicate with shareholders and allow for informed shareholder participation. The Board encourages full participation of shareholders at General Meetings to ensure a high level of accountability and identification with the Company's strategy and goals. Important issues are presented to the shareholders as single resolutions and any proposed major changes in the Company, which may impact on share ownership rights, are submitted to shareholder vote.

The Company aims to ensure that the form, content and delivery of notices of general meetings will comply with the Company's constitution, the Corporations Act and ASX Listing Rules.

At the meeting shareholders can express their views to the Board and management and to vote on the Board's proposals. All shareholders are encouraged to attend or, if unable to attend, to ask questions ahead of the meeting and vote on the motions proposed by appointing a proxy or using any other means included in the notice of meeting. The Company conducts its general meetings in accordance with the Company's constitution, the Corporations Act and the ASX Listing Rules. Zip's external auditor will attend General Meetings and be available to answer questions about the conduct of the audit and the preparation and content of the auditor's report.

The Company will ensure that all substantive resolutions at a meeting of shareholders are decided by a poll rather than by a show of hands. Where practicable, the Company will consider the use of technological solutions for encouraging shareholder participation at

meetings (which may include, for example, live webcasting of meetings, holding meetings across multiple venues linked by live telecommunications and hybrid meetings).

(d) The Company's website

The Company website contains information about Zip and its governance framework. It has been designed to enable information to be freely accessible and readily available for a reasonable period. All documents that are released publicly are made available on the Company website and e-mailed to shareholders and investors who have provided their relevant details to the Company.

The investor information section of the website provides information to all shareholders and stakeholders, as recommended by the ASX Principles this section includes:

- (a) corporate governance including;
 - i. the names, photographs and brief biographical information for each of its directors and senior executives;
 - ii. its constitution, its board charter and the charters of each of its board committees;
 - iii. a statement of the Company's values; and
 - iv. the corporate governance policies and other corporate governance materials referred to in these recommendations.
- (b) communications;
- (c) corporate information;
- (d) the Company's share registry contact details;
- (e) copies of its annual directors' reports, financial statements and other corporate reports;
- (f) copies of its announcements to ASX;
- (g) copies of notices of meetings of security holders and any accompanying documents;
- (h) copies of any documents tabled or otherwise made available at meetings of security holders and, if it keeps them, a recording or transcript of the meetings; and
- (i) copies of any materials distributed at investor or analyst presentations and, if it keeps them, a recording or transcript of the presentations.

The website also provides information for shareholders to direct inquiries to the Company.

Other helpful investor information will also be made available on the Company website including:

- an overview of the Company's current business;
- a description of how the Company is structured;
- a summary of the Company's history
- a key events calendar showing the expected dates in the forthcoming year for:
 - results presentations and other significant events for investors and analysts;
 - the AGM;
 - books closing dates for determining entitlements to dividends or distributions; and
 - ex-dividend and payment dates for dividends or distributions;
- once they are known, the time, venue and other relevant details for results presentations and the AGM;
- if the Company has different classes of securities on issue, a brief description of those different classes and the rights attaching to them;
- historical information about the market prices of the Company's securities;

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- a description of the Company's dividend or distribution policy;
 - information about the Company's dividend or distribution history;
 - copies of media releases the Company makes;
 - contact details for enquiries from security holders, analysts or the media;
 - contact details for its securities registry; and
 - links to download key security holder forms, such as transfer and transmission forms, dividend or distribution reinvestment plan forms etc.

(e) Use of electronic communication and other technology

Shareholders may communicate electronically with the Company's share registry as provided for on the website.

The Company will communicate by post with its shareholders who have not elected to receive communication electronically.

The Company may consider the use of other technologies to communicate with shareholders.

(f) Shareholder privacy

Zip recognises that privacy is important and will not disclose registered shareholder details unless required by law. Shareholder details will only be used in accordance with applicable privacy laws.

1.4 Review of Policy

The Board will periodically review this Policy. External reviews may be undertaken of this Policy at the request of the Board.

This Policy may be amended by

resolution of the Board. Date of last

review: 1 July 2020