

Amendments to Continuous Disclosure Policy

Melbourne, 20th July 2020: The Board of directors of iSignthis Ltd (the "Company" or "ISX") have directed that the Company's Continuous Disclosure Policy (the "Policy") be amended as follows at Paragraphs A) to E), on the recommendation of the Independent Expert Report, dated 16th July 2020.

1. Background to Continuous Disclosure Policy

The Policy was first adopted whilst the Company was in its start-up phase.

The Company's disclosure practices have evolved and are consistent with ASX300 practices, however, our written policies do not reflect those practices in some areas.

The Board notes that despite the age and early stage adoption of the Policy, that it has held up comparatively well to the practices expected of an ASX300 company in 2020.

As the Company was a member of the ASX300 for mere days before the ASX suspended its securities, no practical opportunity existed for the Company to consider the impact of entry to the ASX300 on the Policy, as would likely have been the case under "normal" circumstances.

2. ISX Amendments to Company's Policy based on the Recommendations of the Independent Expert

- A) Upon ISX determining that a contract is material to its earnings, an announcement** shall be immediately released to the MAP which will clearly articulate the significance and term of the contract.

The position that ISX has developed on determination of materiality is as follows:

- a. if the counterparty is strategically important or the contract is material for some other reason (other than revenue), ISX won't announce entry into that contract until at least integration commencement has occurred (with visibility to conclusion of integration) and/or security payment has been received; and
- b. if the counterparty is not strategically important, or there are no other grounds on which the contract could be considered material, it won't be announced unless and until revenue derived under that contract becomes material.

- B) For regulated payment services agreements,** ISX will include a condition precedent in all of its future agreements that the agreement with the customer is not legally binding until such time as either security deposits have been paid and/or the integration to ISX's systems is completed.

- C) Where clients are located in jurisdictions where the use of digital signature is unclear** ISX's policy is to require original signed copies of the customers counterpart before it considers there to be an enforceable contract.

ISX will only countersign and exchange the contract once it has received the original counterpart, unless it has legal advice that a digital signature is legally binding.

- D) If ISX considers that any shareholder requisition is a valid requisition under the Corporations Act**, ISX shall immediately release a copy of that requisition (or a summary of its material terms) to the market, in accordance with the requirements of ASX Listing Rule 3.17A.
- E) Formalise the Company's current and actual working practices as** the written continuous disclosure policy, in the following areas:
- a. The Board's existing practice of approving announcements regarding significant matters, and the contingency processes in the event that the Board is unable to approve an announcement in accordance with ISX's continuous disclosure obligations.
 - b. Making clear that the obligation to notify disclosure officers of matters potentially requiring disclosure extends to Non-Executive Directors (as well as employees).
 - c. A continuous disclosure committee which comprises the Chief Executive Officer, the Non-Executive Chairman and the Company Secretary and which meets as needed to discuss matters for potential disclosure before those matters may then (if required) be referred to the Board for decision.
 - d. Expanding on ISX's existing processes that the disclosure officers in preparing and approving (or, where appropriate, obtaining approval of the Board to) the announcement for release.
 - e. Advance publication of any new and substantive investor presentations to be included at section 1.4 of the Policy.
 - f. The Policy will be updated to include the following current practices by ISX:
 - i. the processes of review following briefings or discussions to identify and address any inadvertent leak of price sensitive information; and
 - ii. the provision of presentation materials in advance to the disclosure officers to ensure no price sensitive material is to be disclosed; and
 - iii. to emphasise that ISX responds to unexpected questions that arise in briefings or discussions, by not engaging on topics or questions outside of the scope of the presentation.
 - g. highlighting the importance of ISX's current practice of maintaining confidentiality of information against premature disclosure, particularly in circumstances where ISX is relying on the exception under ASX Listing Rule 3.1A.
 - h. a more detailed media relations policy to more closely align with the majority of the Sample Policies reviewed, although the Independent Expert did not consider that this is strictly required.

- i. ongoing training of employees and directors regarding ISX's continuous disclosure obligations in accordance with the Listing Rules.
- j. in line with current practice, that the policy be amended to include that all the board receive a copy of all announcements promptly following release to market.

The Company Secretary has been instructed to amend the Policy in accordance with the above.

Authorised by the Board of Directors of iSignthis Ltd