



**WorleyParsons**

resources & energy

EcoNomics™

# Continuous Disclosure Policy

## WorleyParsons Limited

002-000-CMM-067 (067 (007940) CPP-0003

Reviewed: 16 December 2011

Adopted by the Board: 16 December 2011

Level 12, 141 Walker Street  
North Sydney NSW 2060 Australia  
Tel: +61 2 8923 6866  
Fax: +61 2 8923 6877  
[www.worleyparsons.com](http://www.worleyparsons.com)  
WorleyParsons Limited  
ABN 17 096 090 158

© Copyright 2011 WorleyParsons Limited



**CONTINUOUS DISCLOSURE POLICY  
WORLEYPARSONS LIMITED**

---

## CONTENTS

1.	INTRODUCTION .....	1
2.	CONTINUOUS DISCLOSURE .....	1
2.1	Principle .....	1
2.2	False market and market speculation .....	1
2.3	Trading halts .....	1
2.4	Dissemination of Material Information .....	2
3.	PERSONS RESPONSIBLE .....	2
3.1	The Board .....	2
3.2	Disclosure matters reserved for the Board .....	2
3.3	The Disclosure Committee .....	3
4.	MARKET COMMUNICATION .....	3
4.1	Communications, briefings and presentations .....	3
4.2	Interactions with investors, analysts and the media .....	4
4.3	Pre-results period .....	4



## CONTINUOUS DISCLOSURE POLICY WORLEYPARSONS LIMITED

---

### 1. INTRODUCTION

WorleyParsons is committed to the promotion of investor confidence in its securities through the timely provision of material information to the market and providing equal access to that information. As a company listed on the Australian Securities Exchange (ASX), WorleyParsons Limited (“Company” or “WorleyParsons”) is required to comply with continuous and periodic disclosure obligations under the Corporations Act 2001 (Cth) and the ASX Listing Rules.

The core principle guiding WorleyParsons’ communications with the market is to provide full, timely and equal access to material information about WorleyParsons’ activities. Accordingly, price sensitive information will only be disclosed to third parties once that information has been provided to ASX and an acknowledgement has been received from ASX that the information has been released to the market.

The Board of Directors is responsible for ensuring that the Company complies with its disclosure obligations. The Board has delegated the day to day execution of its continuous disclosure obligations to its Disclosure Committee.

### 2. CONTINUOUS DISCLOSURE

#### 2.1 Principle

WorleyParsons will immediately notify the market by announcement to ASX of any information of which it becomes aware concerning its business that a reasonable person would expect to have a material effect on the price or value of its securities (“Material Information”) unless the exceptions permitted under the ASX Listing Rules apply.

#### 2.2 False market and market speculation

WorleyParsons’ policy is not to comment on market rumour or speculation about its business. In appropriate circumstances where WorleyParsons wishes to comment, WorleyParsons will provide information or clarification to ASX for release to the market.

#### 2.3 Trading halts

In certain circumstances, WorleyParsons may request ASX to halt trading in its securities to prevent a false or uninformed market and to effectively manage disclosure issues. The Board or its Disclosure Committee will determine whether to request a trading halt.



## CONTINUOUS DISCLOSURE POLICY WORLEYPARSONS LIMITED

---

### 2.4 Dissemination of Material Information

Material Information will not be disclosed until the information has been provided to ASX, and an acknowledgement has been received from ASX that the Material Information has been released to the market.

Material Information disclosed to ASX in accordance with WorleyParsons' disclosure obligations will be placed on the Investor Relations section of its website ([www.worleyparsons.com.au](http://www.worleyparsons.com.au)) promptly following receipt of the acknowledgement from the ASX.

For more information on market communications refer to clause 4 below.

## 3. PERSONS RESPONSIBLE

### 3.1 The Board

The Board of Directors is responsible for ensuring that the Company complies with its disclosure obligations, including through the adoption and monitoring of this Policy.

### 3.2 Disclosure matters reserved for the Board

The Board will determine the dissemination of Material Information related to the Company's periodic disclosure including the Annual Report, the half year and full year results announcements, the communications related to the Company's general meetings and other communications with shareholders.

The Board will also determine the disclosure to ASX for release to the market of Material Information related to significant Company actions or events, for example market guidance, mergers, acquisitions or capital raisings.

The Board has delegated to its Disclosure Committee the authority to make decisions associated with compliance with the Company's continuous disclosure obligations.

It is the responsibility of the Company Secretary to ensure that information that may be Material Information is considered by the Board or the Disclosure Committee in accordance with this Policy and cause any approved communication of Material Information to be disclosed to ASX for release to the market.

The Board is provided with copies of all information disclosed to ASX.



## CONTINUOUS DISCLOSURE POLICY WORLEYPARSONS LIMITED

---

### 3.3 The Disclosure Committee

The Disclosure Committee is convened from time to time as required and is comprised of the following:

- at least one of the Company's non-executive directors;
- the Chief Executive Officer or the Group Managing Director - Finance/CFO (GMD Finance/CFO); and
- the Company Secretary or the Deputy Company Secretary.

The matters listed in clause 3.2 are expressly reserved for the Board and may not be determined by the Disclosure Committee.

The Disclosure Committee is authorized to consider and determine disclosure matters as set out in this clause:

- disclosure of a matter or issue which is likely to have a material effect on the price or value of WorleyParsons securities;
- disclosure of a matter or issue if there is reasonable doubt about whether or not that matter or issue is likely to have a material effect on the price or value of WorleyParsons securities;
- the text of any announcement to be made to the ASX;
- whether a trading halt should be requested; and
- any other matter relating to WorleyParsons' continuous disclosure obligations and Material Information but excluding the matters expressly reserved for the Board and listed in clause 3.2.

The Disclosure Committee may determine that a particular matter should be the subject of consideration and determination by the Board itself.

## 4. MARKET COMMUNICATION

### 4.1 Communications, briefings and presentations

From time to time, WorleyParsons communicates with shareholders and provides briefings for shareholders, investors, analysts and the media to discuss its business and/or information that has been provided to ASX and released to the market. On occasion, employees of WorleyParsons give presentations to professional and industry bodies about their work.

In all such forums, any Material Information presented may only be included if that Material Information has already been provided to ASX in accordance with this Policy and released to the market. Timely and accurate information must be provided equally to all shareholders, investors and other parties.



**CONTINUOUS DISCLOSURE POLICY  
WORLEYPARSONS LIMITED**

---

## **4.2 Interactions with investors, analysts and the media**

The GMD Finance/CFO is responsible for all interactions with investors, analysts, and the media. Such interactions are restricted to the Chief Executive Officer, the GMD Finance/CFO, other Executive Committee members and a small number of individuals appropriately authorised by the Chief Executive Officer or the GMD Finance/CFO from time to time.

All enquiries should be directed to the GMD Finance/CFO.

In the event that an employee receives a request for comment in relation to any matter concerning WorleyParsons' performance, prospects, projects or announcements or any speculation involving WorleyParsons, no comment will be made and the request must be referred to the GMD Finance/CFO.

## **4.3 Pre-results period**

WorleyParsons will not discuss financial performance, forecasts or estimates or analysis with investors, analysts or the media except to the extent that the Material Information discussed has already been disclosed to ASX and released to the market, including in the period between the end of the financial year (or half year) and the release of results.