

## Bell Potter Capital Limited

### Continuous Disclosure Obligations

#### Policy

#### Overview

- Bell Potter Capital Limited ABN 54 085 797 735 AFSL 360457 (BPC) is a wholly-owned subsidiary of Bell Financial Group Limited ABN 59 083 194 763 (BFG), an ASX listed public company
- BPC, as an issuer of Instalment Receipts (via the Bell Equity Lever product - EQL), is an unlisted disclosing entity, being a disclosing entity under the Corporations Act 2001 (Cth) (the Act) which is not listed on a prescribed financial market
- Accordingly, BPC is subject to continuous disclosure obligations under s675 of the Act
- In addition, BPC, as service provider to the Responsible Entity (RE) of the Bell Financial Trust ARSN 164 391 119 (BFT), assists the RE by placing all Continuous Disclosure material relating to the BFT on the Bell Potter Website
- In June 2009, ASIC published Regulatory Guide 198 (RG198) "Unlisted disclosing entities: Continuous disclosure obligations" in which ASIC provided guidance on how unlisted disclosing entities should comply with their obligations
- In particular, ASIC provides good practice guidance which, if adopted, enables unlisted disclosing entities to meet their continuous disclosure obligations by publishing material on their websites, rather than by lodging the material with ASIC
- BPC adopts ASIC good practice guidance and this policy sets out the processes by which BPC will meet its continuous disclosure obligations

#### BPC Policy

- BPC will meet its continuous disclosure obligations by publishing material prominently on its website as soon as practicable and will keep the material on its website for as long as it is relevant. BPC will maintain records of its website disclosures.
  - BPC regularly posts important information about its business including its PDSs and product brochures, current interest rates and forms on its website. Investors (who are clients of Bell Potter Securities, Bell Direct or BPC) obtain account details and transaction information from the internet
  - The BPC PDSs make it clear to investors that important information about the products (eg cutoff times) will be posted on the website from time to time
  - BPC has invested in technology that allows clients to receive statements by email rather than by post, as a result of client feedback which suggests that our clients increasingly prefer electronic communications
  - Clients of Bell EQL access the website to review their account information, place orders and obtain information, correspondence and forms
- Accordingly, BPC is satisfied that the majority of our clients would look for information of this kind on its website

#### Information which is subject to continuous disclosure

- Unlisted disclosing entities must disclose information which is not generally available and which a reasonable person would expect to have a material effect on the price or value of the entity's securities: s675 of the Act
- A reasonable person would expect information to have a material effect on the price or value of an unlisted disclosing entity's securities if the information would be likely to influence persons who commonly invest in securities in deciding whether to acquire or dispose of them: s677 of the Act

## **Prominently displayed on our website**

Bell Potter Capital's Continuous Disclosure policy and disclosures are found on the Bell Potter Website ([www.bellpotter.com.au](http://www.bellpotter.com.au)) under "What we do/At-call facilities".

The Bell Potter website also contains information about services and products offered to clients of BFG.

Specific product information relating to EQL and other structured products is found at [www.bellpottercapital.com.au](http://www.bellpottercapital.com.au). A copy of this Continuous Disclosure policy is also available from that website – with all Continuous Disclosure documents relating to BPC found at [www.bellpotter.com.au](http://www.bellpotter.com.au)

## **Bell Financial Group Continuous Disclosure obligations**

- BFG – the BPC parent and provider of the guarantee to the RE of the BFT – is a public Australian company and is listed on the ASX. It is bound by the continuous disclosure obligations of the ASX and of the Act. BFG's disclosure and communication policy and guidelines are set out at [www.bellfg.com.au](http://www.bellfg.com.au)