

Policy Statement – Materiality Disclosure

Discovery Africa Limited

ACN 147 324 847

The Board has determined that a material relationship exists where one of the following criteria is met:

- (a) A substantial shareholder is as defined under section 9 of the *Corporations Act*, being a shareholder which has greater than 5% or more of the total voting share capital in a body corporate.
- (b) A material professional adviser or consultant is one whose commercial relationship sees more than 5% of the adviser's/consultant's total annual revenue or \$50,000 (whichever the lesser) being attributable to the Company or its associated companies.
- (c) A material supplier to the Company is one where the amount of goods and/or services supplied to the Company (or its associated companies) exceeds either
 - (i) \$3,000,000;
 - (ii) 5% of the Company's total costs; and/or
 - (iii) 5% of the supplier's total revenue (whichever is the lesser).
- (d) A material customer of the Company is one where the amount of goods and/or services supplied by the Company (or its associated companies) exceeds either
 - (i) \$2,000,000;
 - (ii) 2% of the Company's total revenue; and/or
 - (iii) 5% of the customers total costs (whichever is the lesser).
- (e) Any other contractual relationships are considered material where the annual total of goods or services exceeds \$10,000 for an individual or \$50,000 for a company.

This policy statement was made before the issue of the Company's prospectus through which it seeks ASX listing.