



OCEANIA CAPITAL PARTNERS LIMITED

ABN 52 111 554 360

Document Retention Policy

Approved December 2008
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INTRODUCTION

The purpose of this policy is to ensure that the Oceania Capital Partners Limited and its wholly owned controlled entities ("OCP") adopt and maintain a record retention and maintenance policy that, as a minimum, meets existing and ongoing compliance requirements, whether in Australia or elsewhere. Non wholly owned controlled entities are responsible for establishing and maintaining their own appropriate document retention policies.

GUIDING PRINCIPLES

Principle 1: Adequate Records

Adequate records will be kept of all business activities, transactions and dealings involving all OCP entities, whether in Australia or elsewhere.

Principle 2: Preferred Method for keeping records

The preferred method for the keeping of such records will be electronic soft copies, except where:

- only paper copies exist e.g. original signed documents; or
- for some other good reason, paper copies need to be retained.

However, it is the intention of this policy that there be a physical copy (as opposed to a copy located on a server) of all records that are being retained, whether they are in, for example, CD format or actual hard copies.

Principle 3: Minimum Period

Records should be kept for at least the minimum period:

- required by law; or
- required by any contract or arrangement to which an OCP entity is a party.

In the absence of any other longer specified period, records should be kept for 8 years from the later of:

- the end of the financial year to which they relate; or
- the end of the transaction or dealing or matter to which they relate

The Records Compliance Officer (refer Principle 9) may issue a directive that particular records of a corporate or business area shall be kept for a longer period than 8 years.

Principle 4: Destruction of Records

Records should not be destroyed for any reason other than that:

- they are hard copies (or soft copies) which duplicate other copies are already being maintained;
- they are trivial or immaterial; or
- there is no longer a good reason to keep them (e.g. the 8 year period just referred to in Principle 3 has expired).

This is subject to Principle 5.

Principle 5: Claims & Litigation

Where it is anticipated that there may be a particular claim made against an OCP entity or where any such claim has actually been made, relevant records should not be destroyed for any reason.

Principle 6: Confidentiality

The records are to be kept confidential and disclosed only as and where:

- it is lawful
- where disclosure is required by law;
- there is sufficient justification for doing so; or
- it is consistent with privacy laws.

Principle 7: Archiving Process

Records are either current or non-current. Non-current records are records which are not needed in the day to day operation of the business. Non current records must be archived as soon as practical.

Principle 8: Application of other Principles

The above Principles should be considered and applied in relation to the particular corporate or business area concerned. For example, special measures may need to be taken in relation to all or any of the following: Board papers; HR records; Real Property matters; Financial records and audit related records; Taxation records; Public offer documents (prospectuses/ PDS); Trade marks and other intellectual property; Superannuation.

Principle 9: Records Compliance Officer

There is to be an OCP staff member whose job description includes being the Records Compliance Officer and such person shall be responsible for:

- administering this policy;
- reviewing the policy annually;
- issuing directives or explanations, from time to time, in relation to these Principles;
- liaising with information systems and the corporate and business areas to ensure that soft copy records are maintained and then archived in the most optimal fashion and server location;
- coordinating the archiving of non-current records, both soft copies and hard copies;
- ensuring all records or collections of records shall be archived in a way which identifies what the records relate to, which entity maintained the records and when the retention period expires;
- granting access to any such archived records; and
- coordinating the destruction of records, subject to Principle 10.

For the time being, the Records Compliance Officer will be the Company Secretary.

Principle 10: Authorisation for the Destruction of Records

Records retained under this policy may be destroyed after the expiry of the applicable retention period subject to the other terms of this policy but only upon the authority of the Records Compliance Officer.

A record shall be kept by the Records Compliance Officer describing, in broad terms, the records or collections of records so destroyed. Any records to be disposed of shall be disposed of in a secure fashion preserving the confidentiality of the records.

CLASSIFICATION OF RECORDS

For the purpose of this policy, records include (without limitation) agreements, deeds, letters, memo's, faxes, reports, tables, registers, emails and any other information format created, used or received by OCP in the course of its business.

For the purposes of administering this policy, records will be classified into the following groupings, and be organised on an entity by entity basis:

CORPORATE – this includes (among other things) all company secretarial documents for an entity, tax records, accounting records, books, registers and relevant correspondence.

TRANSACTION SPECIFIC – this includes all documents that relate to a particular transaction undertaken by an entity.

DEAL MANAGEMENT – this includes all relevant documentation for individual deals and transactions on a going forward basis (for example, documents in relation to the management of an asset after the initial acquisition).

TIMING - WHEN ARE DOCUMENTS SENT TO STORAGE?

In the case of documents which fall into the “Transaction Specific” category above, documents should be sent to storage following the completion of the transaction and the settlement of all post-completion and outstanding matters.

In the case of documents which fall into the “Corporate” or “Deal Management” categories above, documents should be sent to storage following the end of the financial year.

STORAGE DETAILS

- The Records Compliance Officer is responsible for coordinating the initial and ongoing storage of records. A central register is required to be kept and maintained of all OCP records stored both electronically and hard copy.

The register will be maintained by the Records Compliance Officer (refer to Principle 9 above).

QUESTIONS

Any questions concerning the interpretation or application of this policy should be referred to the Records Compliance Officer.