



UPDATED CONTINUOUS DISCLOSURE POLICY

Stealth Group Holdings Ltd (ASX: SGI) (**Company** or **Stealth**) advises that it has revised its continuous disclosure policy with effect from the date of this announcement.

Pursuant to ASX Listing Rule 18.8(k), ASX has required the Company to introduce or update a detailed policy or process governing SGI's compliance with ASX Listing Rules 3.1 and 15.7 (**ASX Direction**).

A copy of the updated continuous disclosure policy is available on the Company's website at www.stealthgi.com

Background

Stealth refers to ASX's Aware Query dated 16 February 2024 (**ASX Aware Query**) and Stealth's response to the ASX Aware Query dated 19 February 2024.

ASX has advised that, in its view, it considers the Company has failed to comply with ASX Listing Rule 3.1 in relation to the disclosure of its Pre-Audit Financial Information Performance for 1H24, prior to providing that information to the ASX.

Steps taken by Stealth to address the ASX Direction

In order to address the ASX Direction and the corporate governance concerns raised by ASX, Stealth has adopted a revised continuous disclosure policy and disseminated the amended Corporate Governance Plan to its relevant employees.

Stealth confirms that it engaged Steinepreis Paganin, its legal adviser, to:

- (a) assist to identify areas for improvement in its former continuous disclosure policy; and
- (b) assist with the preparation of the updated continuous disclosure policy, to ensure its adequacy and completeness having regard to the nature and size of the Company and its business.

Key amendments to the continuous disclosure policy

The revised continuous disclosure policy is largely reflective of how the former continuous disclosure policy operated in practice. However, the updated continuous disclosure policy provides a more comprehensive continuous disclosure framework which set outs clear policies and processes to be adopted by the Board to manage Stealth's continuous disclosure obligations.

The updated continuous disclosure framework also includes specific rules and systems to assist directors, officers, employees, contractors, consultants and other personnel of Stealth and its subsidiaries understand Stealth's and their own responsibilities in complying with the continuous disclosure policy.

Stealth takes its compliance with its continuous disclosure obligations seriously. Stealth is committed to taking the necessary actions to ensure compliance with its continuous disclosure obligations.

BOARD OF DIRECTORS

Chris Wharton^{AM}
Chairman

Michael Arnold
Group Managing Director & CEO

John Groppoli
Non-Executive Director

Simon Poidevin
Non-Executive Director

John Boland
Company Secretary

ISSUED CAPITAL

115.40 million Ordinary Shares

PRINCIPAL OFFICE

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CONTACT

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Group Chief Financial Officer

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GROUP OPERATING BRANDS

- > Heatleys Safety & Industrial
- > Force Technology International
- > C&L Tool Centre
- > Skipper Transport Parts
- > Industrial Supply Group
- > United Tools
- > Australian Workplace Supplies

WEBSITES

- > heatleys.com.au
- > forcetechnology.com.au
- > cltoolcentre.com.au
- > skippertp.com.au
- > isgaus.com.au
- > unitedtools.com.au
- > toolspareparts.com.au
- > australianworkplacesupplies.com.au

Stealth is committed to providing shareholders and the market with full and timely information about its activities in compliance with its continuous disclosure obligations.

Stealth will continue to take all steps necessary to ensure that its corporate governance policies, and processes remain compliant with the Corporations Act 2001 (Cth) and the ASX Listing Rules.

This announcement was authorised to be given to the ASX by the Board of Directors of Stealth Group Holdings Ltd.

For Further Enquiries:

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Mike Arnold
Group Managing Director & CEO

John Boland
CFO and Company Secretary

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ABOUT STEALTH GROUP HOLDINGS

Stealth Group, with ~\$160 million annual revenue, is a distributor, a wholesaler, and a retailer, of industrial and consumer goods, under the banners, Heatleys Safety, Industrial & Automotive, United Tools, United Supply, C&L Tools Centre, Australian Workplace Supplies, and Force Technology International. It is also providing brand and support services to its affiliate distribution partners, licensees, authorised dealers and network members.

Stealth has 61 bricks-and-mortar stores in Australia, including 51 affiliate network partners. The business — generates about 63 per cent of revenue from business-to-business sales, 29 per cent from “retail resellers front-of-store” sales across more than 3,300 outlets, and 8 percent from retail stores & online.