

# Nyota Minerals Limited

## SOCIAL MEDIA POLICY

**Adopted: 24 March 2017**

<b>Key Management:</b>	
Board members:	Jonathan Morley-Kirk Sergii Budkin Andrew DL Wright
Manager responsible:	Jonathan Morley-Kirk
Signed by:	Andrew DL Wright
Date signed:	24 <sup>th</sup> March 2017

## Contents

### *Clause*

1.	About this policy.....	1
2.	Personnel responsible for implementing the policy .....	1
3.	Compliance with related policies and agreements .....	1
4.	Prohibited use.....	2
5.	Business use of social media .....	2
6.	Obligations under the AIM Rules .....	3
7.	Breach of this policy.....	4

## **1. ABOUT THIS POLICY**

- 1.1 This purpose of this social media policy (“**Policy**”) is to manage the risks to our business through use of social media and to ensure that we can meet our regulatory requirements, including those owed to AIM, the ASX, or any other Exchange on which the Company’s shares are traded.
- 1.2 The Policy deals with the use of all forms of social media, including Facebook, LinkedIn, Twitter, Google+, Wikipedia, Whisper, Instagram, Vine, Tumblr, ADVFN, LSE, bulletin boards and other similar social networking sites, internet postings, bulletin boards and blogs.
- 1.3 The Policy covers all employees, officers, consultants, contractors, volunteers, interns, casual workers and agency workers.

## **2. PERSONNEL RESPONSIBLE FOR IMPLEMENTING THE POLICY**

- 2.1 Our board of directors (the “**Board**”) has overall responsibility for the effective operation of the Policy and will review the Policy periodically to ensure that it meets our legal requirements and reflects best practice.
- 2.2 Managers within the Company also have a responsibility for operating within the boundaries of this Policy, ensuring that all staff understand and comply with the Policy.
- 2.3 All staff should ensure that they take the time to read and understand the Policy. Any misuse of social media should be reported to the Board. Questions regarding the content or application of this policy should be directed to your Manager first and, if applicable, the Board.

## **3. COMPLIANCE WITH RELATED POLICIES AND AGREEMENTS**

- 3.1 You are prohibited from using social media in a way which breaches:
  - (a) Our corporate communications policy;
  - (b) Our obligations with respect to the rules of any relevant regulatory bodies (including AIM, the ASX or any other Exchange);
  - (c) Any confidentiality obligations; or
  - (d) Any other laws or regulatory requirements.

- 3.2 Staff who breach any of the above policies will be subject to disciplinary action.

## **4. PROHIBITED USE**

- 4.1 You must not make any social media communications that could damage our business interests or reputation, even indirectly.
- 4.2 You must not use social media to defame or disparage us, our staff or any third party to

make false or misleading statements; or to impersonate colleagues or third parties.

- 4.3 You must not express opinions on the Company's behalf via social media, unless expressly authorised to do so by your Manager and as further described in Section 5 below. You may be required to undergo training in order to obtain such authorisation.
- 4.4 You must not post any comments about Company-related topics, such as our performance, or do anything to jeopardise our trade secrets, confidential information or intellectual property. You must not include our logos or other trademarks in any social media posting or in your profile on any personal social media.
- 4.5 Any misuse of social media should be reported to the Board.

## 5. BUSINESS USE OF SOCIAL MEDIA

- 5.1 If your duties require you to speak on behalf of the Company in a social media environment, you must comply in all respects with our Corporate Communications Policy and seek approval for such communication from either the Chairman or the Board, who may require you to undergo training before you do so and impose certain requirements and restrictions with regard to your activities.
- 5.2 Likewise, if you are contacted for comments about the Company for publication anywhere, including in any social media outlet, you should direct the enquiry to your Manager or to the Board and must not respond without prior approval.
- 5.3 The use of social media for business purposes is subject to the remainder of this policy and to the terms of our Corporate Communications Policy

## 6. COMPANY OBLIGATIONS UNDER THE AIM RULES

- 6.1 We are obliged to consider with our nominated adviser how to manage social media to comply with our obligations under the AIM Rules for Companies.
- 6.2 The same standards of care and obligations under the Market Abuse Regulations ("MAR"), which is within the remit of the FCA, and the AIM Rules apply to any social media output.
- 6.3 All inside information **must be disclosed first** via a regulatory news service ("RNS") before it is disclosed elsewhere.
- 6.4 The Company's policy is that no Director, officer or person discharging managerial responsibility ("PDMR") will comment on the Company or its activities or potential activities via social media without:
  - (a) Having cleared the text of the social media comment with the Board prior to release; and
  - (b) Ensuring that no comment breaches the AIM Rules or other MAR driven disclosure requirements.

- 6.5 Through our nominated adviser we will, where relevant, make the London Stock Exchange aware of significant rumours relating to internet discussions which may impact on the orderly market in the securities of the Company. Any such discussions that you are aware of should be brought to the attention of your Manager and passed on to a member of the board.
- 6.6 Any third party engaged to disseminate regulatory information on the Company's behalf, including via social media, must comply with this Policy to ensure that they will not compromise our AIM Rule compliance.

## **7. BREACH OF THE POLICY**

- 7.1 Breach of the Policy may result in disciplinary action up to and including dismissal. Any member of staff suspected of committing a breach of the Policy will be required to cooperate with our investigation, which may involve handing over relevant passwords and login details.
- 7.2 You may be required to remove any social media content that we consider to constitute a breach of the Policy. Failure to comply with such a request may in itself result in disciplinary action.

ENDS