

# Securities Trading Policy

## 1. Purpose

To set out the circumstances and manner in which all directors, executives, employees, contractors, consultants and advisors of the Company may deal in the Company's securities.

## 2. Scope

This policy applies to all directors, executives, employees, contractors, consultants and advisors of the Company and its subsidiaries.

## 3. Guiding principle

Designated Persons may only deal in Company Securities if such dealing will not contravene the requirements of the Corporations Act 2001 (Cth) or relevant Companies Act in the jurisdictions in which the Company operates.

## 4. Definitions

Defined terms in this Securities Trading Policy appear in italics have the meanings set out in Attachment 1.

## 5. Dealings in Company Securities by Designated Persons

A *Designated Person* may only *Deal in Company Securities* if the proposed dealing is:

- a. *excluded trading* under this policy; or
- b. outside a *Closed Trading Period*; or
- c. within a *Closed Trading Period* and the *Designated Person* has obtained written clearance from the appropriate authority as set out below and an *Exceptional Circumstance* applies.

*Designated Persons* wishing to deal in the Company's securities when the proposed dealing is not within a) or b) above must request in writing in the form shown in Attachment 2 clearance for the proposed dealing in *Company Securities* as follows:

- a. a director (including the Managing Director/Chief Executive Officer (CEO)) must inform and receive approval from the Chairman prior to undertaking the proposed dealing.
- b. the Chairman must obtain approval from the Chairman of the Audit and Risk Committee prior to undertaking the proposed dealing.
- c. the Company Secretary must inform and receive approval from the Managing Director; and
- d. all other *Designated Persons* must inform and receive approval from the Managing Director prior to undertaking the proposed dealing.

No dealing can be undertaken by a *Designated Person* unless and until they receive in writing the *Company's* authorisation to do so.

## 6. Dealing in the securities of other companies

While performing their duties for the *Company*, *Designated Persons* may obtain *Inside Information* in relation to another company. For example, in the course of negotiating a transaction with the *Company*, another company might provide confidential information about itself. It is a breach of this policy for *Designated Persons* who are in possession of *Inside Information* in relation to another party as a consequence of performing their duties for the *Company* to deal in the *securities* of that other party.

## 7. Notification of dealings in securities by Key Management Personnel

*Key Management Personnel* are required to provide written notification to the *Company Secretary* within 2 business days of any dealings that they conduct in the *Company's* shares.

The *Company Secretary* will ensure that all necessary disclosures regarding dealings in the *Company's* shares are made to the ASX and other regulatory bodies based on the information provided by *Key Management Personnel*.

## 8. Short term trading

The *Company* encourages *Directors* and employees to adopt a long-term attitude to their investment in the *Company's* securities.

## 9. Exceptional circumstances

A *Designated Person*, who is not in possession of *Inside Information*, may be given prior written clearance to sell or dispose, but not acquire, *Company securities* during a *closed trading period* where the *Designated Person* is in severe financial hardship or there are other exceptional circumstances. Exceptional circumstances may include a court order or court enforceable undertakings in a bona fide proceeding or some other overriding legal or regulatory requirement to do dispose of the *Company's* securities. The determination of whether severe financial hardship or other exceptional circumstances exist can only be made by the *Managing Director/CEO*, or, if the *Designated Person* is a director, by the *Board*. All such determinations must be based on the circumstances of each case but as a general rule the proposed sale or disposal of *Company securities* must be assessed as the only reasonable course of action available.

## 10. Consequences of breach

Any person contravening this *Securities Trading Policy* will be regarded as having been engaged in serious misconduct and will be subject to disciplinary action, including possible termination of a person's employment or appointment. Non-compliance with this policy may also result in the *Designated Person* being liable to criminal and civil penalties under the *Corporations Act 2001* (Cth).

## 11. Policy review

This policy will be reviewed regularly and revised if circumstances warrant or more often as required by changes to ASX Listing Rules, the *Corporations Act* or other legally binding disclosure requirements.

## 12. Related policies

- Corporate Code of Conduct,
- Continuous Disclosure Policy

### COMMERCIAL-IN-CONFIDENCE

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