

Trading Policy

The Company has adopted a Trading Policy which is intended to ensure that people who discharge managerial responsibilities (including but not limited to directors), do not abuse, and do not place themselves under suspicion of abusing, inside information that they may be thought to hold, especially in periods leading up to an announcement of the Company on the ASX.

The Trading Policy sets out the procedure for trading in securities of the Company, and generally prohibits insider trading. The policy aims to provide directors and employees and any other persons who may be associated with the Company, with guidance on how and when trades in the Company's securities may take place and when trading is strictly prohibited.

Under the terms of the Trading Policy, a 'Restricted Person' (as identified in the Trading Policy) must not deal with securities of the Company unless a clearance to deal is obtained in accordance with the Trading Policy, or the dealing is an Excluded Dealing (also identified in the Trading Policy). Further, a Restricted Person must not deal with securities of the Company if such a dealing would involve:

- (a) use of inside information;
- (b) short-term selling;
- (c) short selling; or
- (d) hedging transactions.

The Trading Policy provides particular disclosure and approval requirements for the dealing in the Company's securities by the Company's directors, chairperson, CEO and company secretary, and also sets out the Company's policy on margin loan arrangements (which are permitted under the policy but must be disclosed to the Board through a Clearance Officer).

The Trading Policy is set out in full in the Company's Corporate Governance Charter which is available online at www.michaelhill.com.