



## MARKET ANNOUNCEMENT

16 December 2010

### Trading Policy – Listing Rules 12.9 and 12.12

In accordance with Listing Rules 12.9 and 12.12 which come into effect on 1 January 2011, ASX Limited attaches a copy of its trading policy.

Amanda J. Harkness  
Group General Counsel and Company Secretary

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# Dealing Rules for Employees and Directors

16 December 2010

## 1 Purpose of the Rules

These Rules set out when dealings by ASX Group directors, Employees and certain others may occur in ASX Securities (which is defined in Section 15 of these Rules and importantly includes shares in ASX Limited and derivatives over ASX Limited shares) and other Securities (which is also defined in Section 15 and includes securities of other listed entities, derivatives, futures and other financial products) and the procedures that must be followed for such dealings.

The Rules are designed to ensure that ASX Group Directors, Employees and others to whom these Rules apply comply with the insider trading provisions of the Corporations Act and to minimise the potential for any perception that those persons are dealing while in the possession of inside information.

If you have any questions regarding these Rules you should contact your Notification Officer Company Secretary or General Manager Regulatory Assurance.

Certain defined terms, which are important to the operation of these Rules, are contained in Section 15 of these Rules.

## 2 Application of the Rules

These Rules apply to:

- a) directors of all ASX Group companies; and
- b) ASX Employees (which as specified in Section 15 means full time, part time or casual staff, executives, consultants, contractors and secondees of or to the ASX Group),

(collectively “you”).

In relation to dealing in ASX Securities, the Rules also apply to dealings by your Immediate Family Members and to companies, trusts and entities which are controlled by you or your Immediate Family Members (see Section 8).

These Rules continue to apply to Employees who are on short or long term paid or unpaid leave (including sick leave, parental leave, annual leave, long service leave, jury duty or any other leave of absence).

## 3 Insider Trading prohibited at all times

You may not deal at any time in:

- a) ASX Securities; or
- b) other Securities (e.g. shares in another listed entity, futures, options);

if you are in possession of non-public price sensitive information (“inside information”) regarding those ASX Securities or those other Securities.

Information is non-public if it is not generally available. Information is generally available if it consists of a readily observable matter or it has been brought to the attention of investors (eg through an announcement to the market) and a reasonable period has elapsed since doing so.

Information is price sensitive where, if it was made generally available, a reasonable person would expect it to have a material effect on the price or value of particular Securities. A reasonable person would be taken to expect information to have a material effect on the price or value of a particular Security if the information would, or would be likely to, influence investors in deciding whether or not to buy or sell the Security.

The prohibition on insider trading applies to prevent you, while you are in possession of inside information, from:

- dealing in ASX Securities or other Securities (e.g. shares of another listed entity);
- advising, procuring, inciting, inducing or encouraging another person to deal in ASX Securities or other Securities – for example family members, your friends or companies; and
- communicating (or “tipping”) the inside information to another person who is likely to deal in ASX Securities or the other Securities or advise, procure, incite, induce or encourage another person to do so.

Insider trading is a criminal offence punishable by substantial fines or imprisonment or both.

## 4 Dealing in ASX Securities

### 4.1 Dealing in ASX Securities only allowed during a Trading Window

Subject to clauses 4.2, 4.3, 4.4 and Section 5 you may deal in ASX Securities only during a Trading Window and only if:

- a) you are not prohibited from dealing as a result of Section 3 of these Rules (Insider Trading); and
- b) you have complied with Section 6 of these Rules.

The Trading Windows will be the periods determined by the Chairman or Managing Director and CEO from time to time and ordinarily are:

- a 5 week period beginning on the day after the release of ASX's half-year results or full-year results;
- a 5 week period beginning on the day after the Annual General Meeting of ASX; and
- a period commencing on the day after the issue of a prospectus offering ASX Securities (or a document containing equivalent information) and ending on the day the offer closes.

The Chairman or Managing Director and CEO may change the Trading Windows at any time by giving you written notice.

### 4.2 Dealings in ASX Securities by ASX Compliance Staff prohibited except in limited circumstances

ASX Compliance Staff are prohibited from dealing in ASX Securities at all times except in the following circumstances:

- a) If the Employee has received ASX Securities as a result of participating in an offer made under an ASX Share Plan (or as a result of holding such securities (e.g. shares acquired under a DRP)), then the Employee may, subject to complying with Sections 3 and 6 of these Rules deal in those ASX Securities during a Trading Window in order to dispose of them.
- b) If a person becomes a ASX Compliance Staff member after the commencement of these Rules then they may, subject to complying with Sections 3 and 6 of these Rules, deal during a Trading Window in order to dispose of any ASX Securities acquired by them prior to becoming a ASX Compliance Staff member (or as a result of holding such securities (e.g. shares acquired under a DRP)). This exception only permits the Employee to dispose of such ASX Securities.
- c) Additional ASX Securities may be acquired by ASX Compliance Staff under a DRP.

#### **4.4 Prohibition on hedging arrangements in relation to unvested ASX Securities or vested ASX Securities which are subject to holding locks**

You are not permitted to enter into at any time a transaction (e.g. a Derivative) that operates or is intended to operate to limit the economic risk of holdings of unvested ASX Securities or vested ASX Securities which are subject to holding locks.

#### **4.5 Disclosure of Derivative and Hedging Arrangements**

ASX will publicly disclose all Derivative and hedging positions over ASX Securities taken out by a Director. Disclosure will be made within any relevant prescribed period after the time of the Director entering into the transaction, and in ASX's Annual Financial Report following the transaction.

ASX will also publicly disclose all Derivative and hedging positions over ASX Securities taken out by Key Management Personnel of ASX Group.

These disclosures will be made irrespective of whether or not the particular form of Derivative technically falls within the disclosure requirements of the ASX Listing Rules or the Corporations Act.

These notifications must be made to the Company Secretary.

### **5 Dealings in ASX Securities not subject to these Rules**

#### **5.1 ASX Share Plans**

These Rules do not restrict eligible Employees from participating in ASX's Share Plans but any dealing of ASX Securities to which you become entitled under those plans is only permitted in accordance with these Rules.

#### **5.2 Other exclusions**

Notwithstanding any other provision of these Rules (other than Section 3), the following dealings in ASX Securities are not subject to these Rules:

- a) the acceptance of a takeover offer or scheme of arrangement;
- b) a dealing which does not result in a change in beneficial control eg you transferring a personal holding of ASX Securities to your or your Immediate Family Member's personal superannuation fund;
- c) a dealing pursuant to an ASX Corporate Action (e.g. DRP) (see definition of Corporate Actions in section 15 of these Rules). However, you are only permitted to join, withdraw from, or vary your participation in any ASX DRP during a Trading Window;
- d) a dealing by an ASX Group company acting as trustee for Employees under an ASX Share Plan; or
- e) a dealing in ASX Securities by reason of those shares being a component of a managed fund, index product or listed investment entity.

### **6 What you must do before you are allowed to deal in ASX Securities**

You must not deal in ASX Securities, even if a Trading Window is open and you are not in possession of any inside information, unless you have first received clearance in accordance with the following requirements:

## 6.1 If you are a Director:

Before the transaction occurs you must receive clearance from your Notification Officer (as set out in Attachment B to these Rules) for the proposed dealing by you or your Immediate Family Members and any companies, trusts or other entities over which you or your Immediate Family Members have power to exercise or control the exercise of investment decisions. This must be done by contacting your Notification Officer. The Notification Officer will send an email or facsimile to the Managing Director and CEO and Company Secretary advising whether clearance has been given for the request.

If you are a director of ASX, in accordance with the agreement between you and ASX, you are required to provide details of all changes to your interest in ASX Securities (direct or indirect holding) as set out in listing rule 3.19A. The details must be provided as soon as reasonably possible after the date of change and in any event no later than three business days after the change or another time frame agreed with the Company Secretary of ASX which allows for ASX to comply with its listing rule obligations.

## 6.2 If you are an Employee:

Before the transaction occurs you must receive clearance from your Notification Officer for the proposed dealing by you or your Immediate Family Members and any companies, trusts or other entities over which you or your Immediate Family Members have power to exercise or control the exercise of investment decisions. This must be done by you completing the Securities Dealing Clearance Request Form which is Attachment A to these Rules.

It is your responsibility to ensure that you comply with these Rules. Notification and clearance in no way implies that ASX approves of your dealing. Individuals are responsible for their own investment decisions and compliance with the law.

*Note – clearance to deal is valid for a period of up to five business days from and including the date of approval. Clearances approved within 5 business days of the close of a Trading Window expire at the close of the Trading Window.*

# 7 Dealing in Securities other than ASX Securities

## 7.1 Permitted dealings

### a) Employees other than ASX Compliance Staff

Subject to clauses 7.2, 7.3 and 7.4 Employees other than ASX Compliance Staff may deal in Securities other than ASX Securities at any time but only if you are not prohibited from dealing as a result of Section 3 of these Rules.

### b) ASX Compliance Staff

Subject to clauses 7.2, 7.3 and 7.4 ASX Compliance Staff may deal in Securities other than ASX Securities only if:

- i) you are not prohibited from dealing as a result of Section 3 of these Rules; and
- ii) you have received clearance from your Notification Officer (set out in Attachment B of these Rules) for the proposed dealing before the transaction occurs. This must be done by completing the Dealing Clearance Request Form which is Attachment C to these Rules. Clearance from your Notification Officer is not required in respect of dealings in Securities pursuant to the acceptance of a takeover offer or a scheme of arrangement or a Corporate Action (see definition of Corporate Actions in section 15 of these Rules).

It is your responsibility to ensure that you comply with these Rules. Notification and clearance in no way implies that ASX approves of your dealing. Individuals are responsible for their own investment decisions and compliance with the law.

*Note – clearance to deal is valid for a period of five business days from and including the date of approval.*

### c) Directors

Directors may deal in Securities other than ASX Securities at any time but only if you are not prohibited from dealing as a result of Section 3 of these Rules.

Directors may consult with the General Counsel and Company Secretary if they have concerns that any information provided to them as a Director may cause the Director any risk of trading in particular Securities (other than ASX Securities) with inside information. Such Directors remain responsible for their own compliance with the law.

## 7.2 Prohibited dealings

### a) Listings advisers

In this clause 7.2(a) the “Associates” of a person are the Immediate Family Members of the person and any companies, trusts or other entities over which the person or their Immediate Family Members either individually or together have power to exercise or control the exercise of investment decisions.

Listings advisers must not hold or have any interest in any Securities of any entity (including, without limitation, shares of a listed company and units of a listed trust) for which they act as the Listings adviser other than where that holding or interest has a market value of less than \$5,000 or where the interest arises by reason of those Securities being a component of an investment in a listed investment entity, managed fund or index product. For the purposes of this restriction, and without limiting any other clause of these Rules, a Listings adviser is considered to have an interest in any Securities or any interest in any Securities held by any of their Associates.

Listings advisers must not deal in any Securities or any interest in any Securities of any entity (including, without limitation, shares of a listed company and units of a listed trust) for which they act as the Listings adviser other than where the dealing is:

- i) the acceptance of a takeover offer or scheme of arrangement;
- ii) the transfer of a personal holding to a personal superannuation fund or other entity which does not involve a change in the beneficial ownership of the Securities;
- iii) the receipt of Securities under a DRP or a bonus issue;
- iv) the payment of a call or instalment of a partly paid Security;
- v) a capital reorganisation (including splits and consolidations);
- vi) the conversion of a convertible Security; or
- vii) an in specie distribution of Securities in another entity.

For the avoidance of doubt, this restriction applies equally to any dealing in Securities of any entity prior to or pursuant to an initial public offering of Securities in the entity where the Listings adviser is or has been involved in the listing application of the entity.

If a person (“Proposed Appointee”) has been advised that it is proposed that he or she become the Listings adviser of a particular entity and the Proposed Appointee or any of their Associates holds Securities of that entity or has an interest in Securities of that entity then the Proposed Appointee must immediately notify the Chief Compliance Officer in writing including providing details of the number of Securities or the interest held. Where the holding or interest in the relevant Securities has a market value of less than \$5,000 and the Chief Compliance Officer determines that the appointment should proceed, the Proposed Appointee must decide whether those Securities or that interest should be disposed of prior to the Proposed Appointee becoming the Listings adviser of the entity. Where the Listings adviser becomes the Listings adviser of a particular entity and they or their Associates continue to hold Securities of that entity or have an interest in those Securities,

the Listings adviser must not deal in those Securities or that interest whilst appointed to act as the Listings adviser of the entity, except in the permitted circumstances listed in this clause 7.2(a).

A Listings adviser prohibited under this clause 7.2(a) from dealing in Securities or an interest in Securities of a particular entity must also take reasonable steps to prohibit any dealing by their Associates in the Securities or any interest in the Securities of that entity provided that they need only do so to prohibit a proposed or potential dealing by an Associate of which they are, or ought reasonably to be, aware.

A Listings adviser of a particular entity and their Associates may continue to participate in a DRP operated by that entity where that participation in the DRP commenced prior to the appointment to act as Listings adviser of that entity, but whilst appointed as the Listings adviser of the entity, participation in the DRP may not be varied or withdrawn. A Listings adviser of an entity may not apply to participate in a DRP operated by that entity after the appointment to act as the Listings adviser of the entity. A Listings adviser is prohibited under this clause 7.2(a) from applying to participate in a DRP or from varying or withdrawing from participation in a DRP operated by a particular entity must also take reasonable steps to prohibit any such equivalent action by their Associates in respect of that entity provided that they need only do so to prohibit a proposed or potential action by an Associate of which they are, or ought reasonably to be, aware.

The Chief Compliance Officer has the discretion to waive the application of the restriction on holding Securities or having an interest in Securities under this clause 7.2(a). Examples of where this discretion might be exercised include, but are not limited to, where there is a temporary re-allocation of entities between Listings advisers to cover a sick leave, holiday leave or long service leave absence or where an Listings adviser is required to assist with a query in respect of an entity of another Listings adviser.

The provisions of this clause 7.2(a) apply equally to a Manager Listings of a State Branch where he or she acts as a Listings adviser of a particular entity or it is proposed that he or she become the Listings adviser of a particular entity.

**b) Certain dealings by General Manager Listings and Manager Listings State Branch prohibited**

The General Manager Listings and the Manager Listings of a State Branch who are or have been involved in the listing applications of the entity, must not deal in any Securities of that entity prior to or pursuant to an initial public offering of Securities in the entity.

**c) The Managing Director and CEO**

Except as otherwise permitted under these Dealing Rules or with the written consent of the Board, the Managing Director and CEO must not hold, deal in or have any interest in any Securities (including shares of a listed company and units of a listed trust) other than ASX Securities or an interest which may arise by reason of those Securities being a component of an investment in a listed investment entity, managed fund or index product unless it is in accordance with this clause.

If a person becomes the Managing Director and CEO after the commencement of these Rules then he or she may continue to hold any interest in the Securities acquired before he or she was appointed to the position of Managing Director and CEO but may not deal in those Securities while occupying the position of Managing Director and CEO unless the dealing arises as a result of:

- i) the acceptance of a takeover offer or scheme of arrangement;
- ii) the transfer of a personal holding to a personal superannuation fund or other entity which does not involve a change in the beneficial ownership of the Securities; or
- iii) the receipt of Securities under a DRP.

The Managing Director and CEO must inform the Chairman of ASX of any such dealings.

ASX may publicly disclose any dealing by the Managing Director and CEO.



#### d) The Chief Compliance Officer

The Chief Compliance Officer must not hold, deal in or have any interest in any Securities (including shares of a listed company and units of a listed trust) other than an interest which may arise by reason of those Securities being a component of an investment in a listed investment entity, managed fund or index product.

If a person becomes the Chief Compliance Officer then he or she may continue to hold any interest in the Securities of any listed entity (other than ASX Securities) acquired before he or she was appointed to the position of Chief Compliance Officer but may not deal in those Securities while occupying the position of Chief Compliance Officer unless the dealing arises as a result of:

- i) the acceptance of a takeover offer or scheme of arrangement;
- ii) the transfer of a personal holding to a personal superannuation fund or other entity which does not involve a change in the beneficial ownership of the Securities; or
- iii) the receipt of Securities under a DRP.

The Chief Compliance Officer must inform the Chair of ASX Compliance of any such dealings.

#### e) Other restrictions

You may from time to time be directed by ASX that you are not permitted to deal in certain nominated Securities. You must comply with any such direction.

### 7.3 Framework and Reporting obligations for Designated Employees

Section 15 refers to the definition of 'Designated Employees'.

ASX will advise Designated Employees of Securities that they are prohibited from dealing in, holding or having any interest in (including, without limitation, shares of a listed company and units of a listed trust) known as the Restricted List.

If a person has been advised that he or she has become a Designated Employee and the person holds Securities that they are prohibited from dealing in, holding or having any interest in then the person must immediately notify the Notification Officer in writing including providing details of the number of Securities. The Notification Officer has the discretion to waive the application of the restriction, including the ability to impose certain conditions, on holding or dealing in those Securities. The Notification Officer must immediately advise the Company Secretary of any such waivers.

Designated Employees may also be required to make a periodic declaration (as specified in the Restricted List) to their Notification Officer in the form contained in Attachment D confirming that they have complied with these Rules and have not engaged in any dealing in Securities whilst in possession of any inside information about those Securities or any entity that may have issued the Securities. The signed Attachment D must be provided to the Company Secretary and a copy retained by the Designated Employees for their own record keeping.

Completion of Part B of Attachment D by your Notification Officer is for ASX's monitoring purposes. It is not an endorsement by ASX of the transactions. Individuals remain responsible for their own investment decisions and their compliance with the law.

### 7.4 Short Term Dealing Prohibited in Securities

You must not engage in short term dealing in Securities, including ASX Securities. "Short term dealing" means to deal in Securities in a manner which involves frequent and regular trading activity.

## 8 Dealing by your Immediate Family Members in ASX Securities

Section 15 defines Immediate Family Members.

If you are prohibited from dealing in ASX Securities you must take reasonable steps to prohibit any dealing in ASX Securities by your Immediate Family Members and any companies, trusts or other entities over which you or your Immediate Family Members have power to exercise or control the exercise of investment decisions provided that you need only do so to prohibit a proposed or potential dealing of which you are, or ought reasonably to be, aware.

You must advise your Immediate Family Members:

- a) of the periods during which they can deal in ASX Securities;
- b) of the periods in which you are prohibited from dealing in ASX Securities;
- c) of the need to provide you with sufficient information so that you can obtain clearance prior to their dealing in ASX Securities; and
- d) to notify you immediately after they have dealt in ASX Securities.

If you become aware that any of your Immediate Family Members have dealt in ASX Securities at a time when you are prohibited from dealing, you must immediately inform the Company Secretary.

## 9 Exceptional circumstances

In exceptional circumstances and only if Section 3 of these Rules does not prohibit the dealing:

- a) the Managing Director and CEO (or delegate) may permit an Employee to deal in ASX Securities in a Non-Trading Window;
- b) the Chairman (or delegate) may permit a Director to deal in ASX Securities in a Non-Trading Window;
- c) the Chairman or the Chairman of the Audit and Risk Committee (or their delegates) may permit the Managing Director and CEO to deal in ASX Securities in a Non-Trading Window;
- d) the Managing Director and CEO or Chairman of the Audit and Risk Committee (or their delegates), may permit the Chairman to deal in ASX Securities in a Non-Trading Window; and
- e) the Chair of ASX Compliance may permit the Chief Compliance Officer to dispose of Securities other than ASX Securities where the Chief Compliance Officer would otherwise be precluded under clause 7.1(d) from dealing in such Securities.

However, any such approval must be obtained in writing before the dealing occurs. Approval cannot be given after the event. The approval can be given subject to conditions. You must comply with any such conditions. When submitting an application for exceptional circumstances approval you may be required to provide evidence of the exceptional circumstances including by way of a statutory declaration. Examples of exceptional circumstances that may be considered include instances of severe financial hardship, a transfer pursuant to the terms of a family law property settlement or a testamentary disposition. Each application will be considered on its particular circumstances and taking into account the spirit and intent of these Rules.

## 10 Compliance with these rules

From time to time you may be asked to confirm that you have complied with these Rules or, if you have not, to disclose where this is not the case. You must respond to such a request promptly.

You may be asked to provide confirmation of your dealing in ASX Securities or other Securities. You must provide the requested information within 5 business days of the request being made. Accordingly, you must maintain records of all trades conducted and produce these records on request.

## 11 Breach of these rules

You must strictly comply with these Rules both in spirit and intent.

A breach of these Rules will be regarded very seriously and will be addressed using the Procedures for Addressing Breaches in Internal Policy. It may lead to disciplinary action being taken against you. If you are an Employee this may include dismissal.

If you breach these Rules you must promptly inform the General Manager People and Development and the Company Secretary of the breach and, in any event, within 2 business days of the breach occurring. Self reporting of breaches of these Rules will be taken into consideration.

Adherence to the Rules is a term of employment with ASX. A breach of the Rules by any employee may be subject to disciplinary action including termination of employment.

## 12 Amendments to the Rules

Amendments to the Rules, other than updates for changes in ASX branding or position titles, must be approved by the Board.

## 13 Annual Review & Access to Information

Compliance with these Rules is subject to an annual internal audit review.

You should be aware that ASX monitors compliance with these Rules and may access Directors' and Employees' trading activities in ASX Securities and other Securities (including access through the CHESS sub-register) in order to confirm compliance with these Rules.

## 14 Other Related Policies

Other related policies on the ASX Intranet include but are not limited to:

- Code of Conduct
- Whistleblower Policy
- Listing Rule 3.1 Compliance Policy and Rules

## 15 Definitions

<b>ASX</b>	ASX Limited (ABN 98 008 624 691)
<b>ASX Group</b>	means ASX and its related bodies corporate as defined in s9 of the Corporations Act
<b>ASX Compliance</b>	means ASX Compliance Pty Limited (ABN 26 087 780 489)
<b>ASX Compliance Staff</b>	means any Employee working within ASX Compliance
<b>ASX Securities</b>	means shares in the capital of ASX, securities (as defined in s92 of the Corporations Act) issued by ASX and Derivatives issued or created over shares in the capital of ASX by ASX or any third parties
<b>ASX Share Plan</b>	means any ASX share plan or other type of incentive plan including the Share Acquisition Plan, the Share Purchase Plan, the Executive Share Plan and the Long Term Incentive Plan
<b>Board</b>	means the board of directors of ASX
<b>Chairman</b>	means the Chairman of ASX
<b>Chief Compliance Officer</b>	means the person holding the position of Group Executive and Chief Compliance Officer of ASX Compliance or such equivalent office
<b>Company Secretary</b>	means the Company Secretary of ASX
<b>Corporate Actions</b>	means corporate actions initiated by a listed entity in relation to the listed entity's securities which are generally applicable to or open to holders of securities of the listed entity and include: <ul style="list-style-type: none"> <li>a) a DRP;</li> <li>b) a bonus issue;</li> <li>c) a rights issue;</li> <li>d) an entitlement issue;</li> <li>e) the payment of a call or instalment on a partly paid security;</li> <li>f) a buy-back;</li> <li>g) capital reorganisations (including splits and consolidations);</li> <li>h) the conversion of a convertible security;</li> <li>i) an in specie distribution of securities in another entity; and</li> <li>j) a share purchase plan.</li> </ul>
<b>Corporations Act</b>	means the <i>Corporations Act 2001</i> (Cth)
<b>deal or dealing</b>	includes any transaction associated with buying, acquiring, selling, transferring, disposing or converting or agreeing to do, or procuring, inciting or inducing another person or entity to do any of the aforementioned
<b>Derivatives</b>	has the meaning given in s761D Corporations Act and includes futures, exchange-traded options, contracts for difference and warrants.
<b>Designated Employees</b>	means those Employees (determined by the Managing Director and CEO, General Counsel or their delegates) from time to time who receive written notification that they have been classified as designated employees for the purposes of these Rules.
<b>Director</b>	means a director of any company in the ASX Group who is not an Employee
<b>DRP</b>	means any plan which gives the holders of securities the opportunity to accept securities in place of dividend, distribution or interest payments (either partly or wholly)
<b>Employee</b>	full-time, part-time or casual staff, consultants, executives, contractors and secondees of or to the ASX Group
<b>Executive Share Plan</b>	means the plan of that name approved by ASX shareholders at the October 1999 annual general meeting
<b>Immediate Family</b>	means your spouse, de facto partner and any children under 18 years of age with whom you live

<b>Members</b>	
<b>Key Management Personnel</b>	has the meaning given in the applicable Australian Accounting Standard
<b>Long Term Incentive Plan</b>	means the plan of that name approved by ASX shareholders at the September 2005 annual general meeting
<b>Managing Director and CEO</b>	means the Managing Director and CEO of ASX
<b>Notification Officer</b>	means the persons set out in Attachment B.
<b>Restricted List</b>	means the list of entities approved by the each of the General Counsel and Managing Director and CEO and maintained by Regulatory Assurance and advised to relevant Employees from time to time.
<b>Securities</b>	includes shares, options, futures, rights, debentures, interests in a listed managed investment scheme, Derivatives and any Division 3 financial products within the meaning given to that expression in s1042A of the Corporations Act, but does not include interests in unlisted managed investment schemes
<b>Share Acquisition Plan</b>	means the plan of that name approved by ASX shareholders at the October 1998 annual general meeting
<b>Share Purchase Plan</b>	means the plan of that name approved by ASX shareholders at the October 1998 annual general meeting
<b>Trading Window</b>	means the periods specified in clause 4.1

## Attachment A – Clearance request for dealing in ASX Securities

<u>(Upon completion Employee to retain a Copy and forward original to Company Secretariat for record keeping)</u>			
<b>PART A – For completion by Employee</b>			
I request permission to deal in the following ASX Securities:			
<b>Full Name of Employee</b>			
<b>Name of Holder or proposed Holder</b> (eg. John Smith or Smith Nominees Pty Ltd)			
<b>Address</b>			
<b>Suburb</b>		<b>Postcode</b>	
<b>Number and description of ASX Securities</b> (e.g. 200 ordinary shares or 20 Call Options)			
<b>Sale / Purchase / Other</b> (please specify)			
<b>Proposed Date of Transaction</b> (note this date must be within an ASX trading window)			
<p>I understand that I will automatically be refused permission to deal in ASX Securities during a Non-Trading Window and that in other periods I may be refused permission to deal without explanation. I confirm that:</p> <ol style="list-style-type: none"> <li>I will not deal in the above ASX Securities until clearance is approved by my Notification Officer;</li> <li>I am not in possession of any unpublished information which, if generally available, might materially affect the price or value of ASX Securities;</li> <li>The proposed dealing does not contravene the Dealing Rules; and</li> <li>I am aware that if I breach the Dealing Rules, disciplinary action may be taken against me including dismissal.</li> </ol>			
<b>Signed</b>		<b>Dated</b>	
<b>PART B – For Completion by Notification Officer</b>			
<p>Clearance is valid within the ASX trading window only for a period of up to 5 business days from and including the date of approval unless otherwise specified. After this time, clearance will lapse and a further request will need to be completed. A copy of this form will be returned to you signed by your Notification Officer if approval has been granted.</p> <p>I confirm that I am not aware of any circumstances pursuant to which the employee named above is or is likely to be in possession of unpublished information which, if generally available, might materially affect the price or value of ASX Securities.</p>			
<b>Name:</b>			
<b>Signed</b>		<b>Dated</b>	

## Attachment B – Notification officers

DIVISION	NOTIFICATION OFFICER (in their absence, their authorised delegate)
Directors of ASX Group companies other than ASX who are not also ASX Directors or Employees	Managing Director and CEO. In the absence of the Managing Director and CEO, the Company Secretary.
ASX Directors	Chairman. In the absence of the Chairman, the General Counsel & Company Secretary or the Chairman of the Audit and Risk Committee each have delegated authority.
Managing Director and CEO	Chairman or Chairman of the Audit and Risk Committee. In the absence of both the Chairman and the Chairman of the Audit and Risk Committee, a director who is a member of the Audit and Risk Committee has delegated authority.
ASX Chairman	Managing Director and CEO or Chairman of the Audit and Risk Committee. In the absence of both the Managing Director and CEO and the Chairman of the Audit and Risk Committee, a director who is a member of the Audit and Risk Committee has delegated authority.
All Employees except Executive General Manager, General Managers and Group Executive	General Manager. In the absence of the General Manager, a General Manager within the Employee's division or the Employee's Group Executive each have delegated authority.
General Manager	Group Executive/Executive General Manager. In the absence of the relevant Group Executive another Group Executive has delegated authority.
Group Executive or Executive General Manager	Managing Director and CEO. In the absence of the Managing Director and CEO, the Company Secretary (except for self).

## Attachment C – Clearance request for dealing by ASX staff in Securities other than ASX Securities

PART A – For completion by Employee	
I request permission to deal in the following Securities:	
Name of Employee	
Name of Holder or Proposed Holder (eg. John Smith or Smith Nominees Pty Ltd)	
Entity	
Number and Description of Securities	
Sale / Purchase / Other (please specify)	
Proposed Date of Transaction	
I understand that I may be refused permission to deal in the above securities without explanation. I confirm that:	
<ol style="list-style-type: none"> <li>1. I will not deal in the above securities until clearance is approved by the Notification Officer;</li> <li>2. I am not in possession of any unpublished information which, if generally available, might materially affect the price or value of the securities;</li> <li>3. The proposed dealing does not contravene the Dealing Rules; and</li> <li>4. I am aware that if I breach the Dealing Rules, disciplinary action may be taken against me including dismissal.</li> </ol>	
Signed	Dated
PART B – For Completion by Notification Officer (Upon completion forward to Company Secretary)	
Clearance is valid for a period of <b>5 business</b> days from and including the date of approval unless otherwise specified. After this time, clearance will lapse and a further request will need to be completed. A copy of this form will be returned to you signed by your Notification Officer if approval has been granted.	
I confirm that I am not aware of any circumstances pursuant to which the employee named above is or is likely to be in possession of unpublished information which, if generally available, might materially affect the price or value of the above securities.	
Name:	
Signed	Dated
PART C – Completion by GE/EGM where applicable (Upon completion forward to Company Secretary)	
I confirm that I am not aware of any circumstances pursuant to which the employee named above is or is likely to be in possession of unpublished information which, if generally available, might materially affect the price or value of the above securities.	
Name:	
Signed	Dated

**PLEASE RETURN THIS FORM TO COMPANY SECRETARY  
FOR RECORD KEEPING.**



## Attachment D – Designated Employee Compliance Certificate

(Upon completion Employee to retain a Copy and forward original to Regulatory Assurance for record keeping)

PART A – For completion by Designated Employee			
Name of Designated Employee			
Traded under Name (eg. John Smith or Smith Nominees Pty Ltd)			
Position			
Department			
<p>I confirm that for the quarter/half year period ended [.....] [strike out which is not applicable]:</p> <ol style="list-style-type: none"> <li>I am a Designated Employee for the purposes of the ASX Dealing Rules.</li> <li>I have at all times during the period complied with the ASX Dealing Rules.</li> <li>I have engaged in dealing in Securities noted below.</li> </ol>			
Description of Securities and Issuer Entity (if applicable)	Number of Securities	Sale/Purchase/Other (Please Specify)	Date of Transaction
<ol style="list-style-type: none"> <li>I have not at any time during the period engaged in any dealings in Securities whilst in possession of any inside information (within the meaning of the ASX Dealing Rules) about those Securities or any entity that may have issued those Securities.</li> <li>I declare that this confirmation is true and complete and not misleading and I acknowledge that if I breach the ASX Dealing Rules or provide an incorrect Compliance Certificate that disciplinary action may be taken against me, including dismissal.</li> </ol>			
Signed		Dated	
PART B – For Completion by Notification Officer			
<p>I confirm that I have received the information contained in this Compliance Certificate and am not aware of any circumstances which should be brought to the attention of the General Counsel or Managing Director and CEO.</p>			
Name:			
Signed		Dated	

**PLEASE RETURN THIS FORM TO REGULATORY ASSURANCE FOR RECORD KEEPING.**