
Purpose

The purpose of this policy is to:

- Ensure compliance with the insider trading laws under the Corporations Act; and
- Protect CleanCo's reputation in trading in Securities.

Values

Genuine:

- Modelling best practice compliance management systems in alignment with applicable standards.
- Integrating compliance across the organisation.

Collaborative:

- Sharing and displaying readily accessible information to our people and stakeholders.
- Providing a platform for compliance and accountability.
- Implementing a framework for change management where obligations change, or new obligations arise.

Curious:

- Understanding and complying with our legal, regulatory and other obligations.
- Focusing on recognising, communicating and managing uncertainty (opportunities and threats), including a critical review of this policy every two years.

Courageous:

- Encouraging responsibility and accountability for compliance.
- Reporting compliance related complaints, breaches, incidents and issues in accordance with the Whistleblower Policy.

Insider Trading

Insider trading is the buying and selling of Securities by a person while in possession of Inside Information and is illegal.

Inside Information

Inside Information is information that is not generally available and if it were generally available may have a material effect on the price or value of a company's Securities. Examples include, but are not limited to:

- likely or actual entry into, or loss of, a material contract;
- a possible acquisition or sale of any assets or business by CleanCo;
- an undisclosed significant change in a company's market share or financial performance;
- proposed changes in the nature of the business of a company; and
- senior management or board changes of the relevant entity.

Information is generally available if it:

- is readily observable;

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- has been made known in a way that is likely to bring it to the attention of persons who normally invest in the relevant type of Securities, and reasonable time for the information to be circulated has since passed; or
- consists of deductions, conclusions or inferences drawn from information that has been made known in that way or is readily observable.

Insider Trading

If you have Inside Information, you must not engage in insider trading namely:

- **Dealing:** trade in securities of that company;
- **Procuring:** encouraging or inducing anyone else to trade in Securities of that company; or
- **Tipping:** pass the information on to anyone you know (or should reasonably know) who will trade in those Securities or encourage someone else to do so.

If a company officer holds the Inside Information the entire entity is deemed to hold that information. It is irrelevant whether the insider trading produced a loss, or was made innocently or through a lack of expertise. In addition to your general obligation not to misuse Inside Information, you must at all times comply with the relevant legislation relating to insider trading. The maximum penalty for this offence is ten (10) years' imprisonment and/or substantial fines.

Entities doing business with CleanCo

If you are negotiating with a company about a potential contract and it wins the contract, its share price is likely to increase. You must therefore keep this Inside Information confidential. CleanCo's Restricted Share Trading Register will record where CleanCo directors, officers or employees may, in the course of their duties, have access to Inside Information about any Securities or where trading in Securities may create a conflict of interest.

Insider trading procedures

Procedures in place to guard against the risk of breaching insider trading laws include:

- identifying financial products likely to be affected by Inside Information and placing a documented ban on trading in them across the entire organisation for the period the information remains Inside Information; and
- subject to reasonable notice and obtaining relevant legal and commercial approvals, disclosing Inside Information so it becomes generally available to parties likely to trade in those financial products.

Roles and Responsibilities

- **Board:** is accountable for ensuring an appropriate framework exists governing the prevention and management of insider trading relating to CleanCo.
- **CEO:** is accountable for implementing and administering the prevention and management of insider trading relating to CleanCo and delegates this responsibility to the Company Secretary.
- **Company Secretary** is the person responsible for:
 - o implementing and reviewing this policy;
 - o employee training and awareness initiatives;
 - o implementing control systems to prevent, detect and effectively manage incidents;
 - o encouraging the reporting of suspected wrongdoing;
 - o ensuring appropriate action is taken for proven incidents of insider trading; and
 - o maintaining official files and records reporting suspected conduct to appropriate authorities.

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- all **CleanCo employees, independent contractors or representatives**, including senior managers, officers and directors have a responsibility to observe and comply with this policy and the Corporations Act. This policy may also extend to:
 - your spouse or de facto partner, dependent children or those of your partner or de-facto partner;
 - a company, partnership or trust which you or those listed in (a) above control or have significant influence over; and
 - any other person, including a nominee, with whom you act or propose to act in concert when Dealing in Securities.

Reporting

You must report suspected or actual instances of insider trading or other improper conduct. Reports If you are unsure whether a particular act constitutes insider trading you should ask your General Manager, Company Secretary or the CEO. Reports may be made to the Company Secretary via the following methods:

Phone: 0439 898 729

Email: companysecretary@cleancoqld.com.au

Mail: Protected Disclosures, C/- Company

Secretary 12 Creek Street

Brisbane QLD 4000

All reports will be handled in accordance with the Whistleblower Protection Policy and thoroughly investigated.

Compliance

Failure to report suspected or actual instances of insider trading or other improper conduct are treated as a breach of the Code of Conduct and will result in disciplinary action which may include termination of employment. Breaches of the insider trading laws could expose CleanCo to penalties and third-party claims. In certain circumstances, a breach of this policy could be referred to an appropriate authority for investigation. A number of consequences could flow from a breach, including termination of contract and prosecution. Individuals may also be subject to heavy fines and imprisonment. Reports for the Audit Committee will be produced annually.

References

This policy is to be read in conjunction with the:

- Code of Conduct
- Compliance Policy
- Conflict of Interest Control Policy
- Delegations Policy
- Energy Market Risk Management Policy
- Energy Markets Counterparty Credit Risk Policy
- Fraud and Corruption Control Policy
- Modern Slavery Policy
- Risk Management Policy
- Whistleblower Protection Policy

Securities Trading Policy

The following legislation applies to this policy:

- *Corporations Act 2001* (Cth)

Definitions

The following definitions apply to this policy:

CleanCo	CleanCo Queensland Limited
Dealing	This includes: <ul style="list-style-type: none">▪ buying or selling Securities;▪ creating a hedge, security interest, margin loan or other financial interest over or in relation to Securities;▪ transferring legal ownership of Securities, even where beneficial ownership does not change;▪ any other transfer or creation of an interest in Securities, whether directly or by arranging for someone else to undertake the dealing on your behalf; and▪ agreeing or applying to do any of the above.
Securities	This includes shares, options, notes, bonds and other debentures, interests in managed investment schemes, trusts and other financial products, and any derivatives of those Securities, including equity swaps, contracts for difference, futures, hedges and exchange-traded or over-the-counter options, whether settled by cash or otherwise.

Document governance

Title:	Securities Trading Policy
Approved by:	The CleanCo Board
Periodicity of review:	2 years unless otherwise required
Approved:	20 November 2020

Version control

Version	Date	Description	Approved By
1	June 2019	Initial document	Board
2	November 2020	Review and consolidation of CleanCo's Governance Document Hierarchy	Board