

Insider Trading Policy

October 2024

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 financial products.

Scope

This Policy applies to all CleanCo Staff.

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 and Public Interest Disclosure and Protection Policy.

Insider Trading

The Corporations Act prohibits conduct known as insider trading.

What is the prohibited conduct?

A person with inside information must not:

- trade securities, derivatives or other financial products that are able to be traded on a financial market (**financial products**) or enter into agreements to trade;
- get another person to trade or enter into agreements to trade; or
- directly or indirectly communicate the information to someone they think might trade, enter into agreements to trade, or get another person to trade.

CleanCo and CleanCo Staff must not contravene these obligations. Contravention of the insider trading laws is an offence. The maximum penalty is 15 years' imprisonment and/or significant fines. Persons affected by insider trading may sue for compensation for damages suffered. ASIC may also institute an action on behalf of the issuer of the financial product. In certain circumstances, a breach of this policy could be referred to an appropriate authority for investigation.

What is 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 financial products.

Examples for CleanCo include:

- 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 CleanCo's market share or financial performance;
- proposed changes in the nature of CleanCo's business;
- senior management or board changes at CleanCo.

When is information generally available?

Information is generally available if it:

- is readily observable;
- 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 financial products, and reasonable time for the information to be circulated has since passed; or
- can be deduced, concluded or inferred from information that has been made known in that way or is readily observable.

What is a material effect?

Information would have a material effect if a reasonable person would expect it to influence a person who commonly invests to decide whether to buy or sell financial products.

Who is a person with inside information?

The person with inside information can be an individual. It can also be a company.

If a company officer holds inside information, the entire company is deemed to hold that information.

It does not matter if the insider trading produced a loss, or was made innocently or through a lack of expertise.

Reporting

You must report suspected or actual breaches of this Policy. If you are unsure whether a particular act constitutes insider trading you should ask your General Manager, Company Secretary or the CEO.

Breaches of this policy are reported in line with the Whistleblower and Public Interest Disclosure and Protection Policy. You may also report your concerns using the anonymous Whistleblower Hotline (see below) You will speak to a third party external to CleanCo, and this service provider will work with you and CleanCo without revealing your identity. Once reported, breaches will be thoroughly investigated by the appropriate officer(s). Matters may be reported to the Company Secretary via the methods listed below:

Company Secretary

Email: companysecretary@cleancoqld.com.au

Address: Protected Disclosures, c/- Company Secretary, CleanCo Queensland, GPO Box 952, Brisbane, Qld, 4000.

Whistleblower Hotline - Your Call Whistleblowing Solutions

Via Report Centre at www.yourcall.com.au/report

or

By phone: 1300 790 228, Monday to Friday 9am to 12am.

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:
 - implementing and reviewing this policy;
 - employee training and awareness initiatives;
 - implementing control systems to prevent, detect and effectively manage incidents;
 - encouraging the reporting of suspected wrongdoing;
 - ensuring appropriate action is taken for proven incidents of insider trading; and
 - maintaining official files and records reporting suspected conduct to appropriate authorities.
- all **CleanCo Staff** have a responsibility to observe and comply with this policy and the Corporations Act. This policy and/or the Corporations Act 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 financial products.

References

This policy is to be read in conjunction with:

- Code of Conduct
- Compliance Policy
- Conflict of Interest Policy
- Delegations Policy
- Energy Markets Risk Management Policy
- Energy Markets Counterparty Credit Risk Policy
- Fraud and Corruption Prevention Policy
- Modern Slavery Policy
- Enterprise Risk Management Policy
- Whistleblower and Public Interest Disclosure and Protection Policy

The following legislation applies to this policy:

- *Corporations Act 2001* (Cth).

Definitions

The following definitions apply to this Policy:

Board	The Board of Directors of CleanCo
CEO	The Chief Executive Officer
CleanCo	CleanCo Queensland Limited ACN 628 008 159
CleanCo Staff (you, your)	All CleanCo employees, contractors or representatives, including senior managers, officers and directors.
Corporations Act	<i>Corporations Act 2001</i> (Cth)
Dealing in financial products	This includes: <ul style="list-style-type: none">• buying or selling financial products;• creating a hedge, security interest, margin loan or other financial interest over or in relation to financial products;• transferring legal ownership of financial products, even where beneficial ownership does not change;• any other transfer or creation of an interest in financial products, 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.
Financial products	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.
Generally available	As defined in the body of this Policy.
Inside information	As defined in the body of this Policy.
Material effect	As defined in the body of this Policy.

Document governance

Title:	Insider Trading Policy
Approved by:	CleanCo Queensland Limited Board
Periodicity of review:	2 years
Approved:	October 2024

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
3	November 2022	Minor procedural amendments following biennial review	Board
4	October 2024	Renamed, updated and amended policy following biennial review	Board