



SP Telemedia Limited (the “Company”)

## Securities Trading Policy

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### 1. Introduction

The Board of the Company has adopted this Securities Trading Policy (“Policy”) to ensure that the Directors, *Senior Executives* and employees of the Company comply with and are recognised as complying with the laws as regards *insider trading*.

This Policy provides guidance for Directors, *Senior Executives* and employees in relation to their dealing in *securities* of the Company.

This Policy forms part of the Company’s Corporate Governance compliance and any breach is subject to disciplinary action, which may include termination of employment.

Penalties for breach of the *insider trading* provisions of the Corporations Act includes fines and in certain circumstances imprisonment.

### 2. Definitions

#### ***Securities***

*Securities* include shares of any class, options, bonds, derivatives, managed investments and superannuation products and any other financial products that are able to be traded on a financial market.

#### ***Inside Information***

*Inside information* is information that is not generally available and if that information were generally available a reasonable person would expect it to have a material effect on the price or value of the Company’s *securities*.

#### ***Senior Executive***

*Senior Executive* represents the Chief Financial Officer, Chief Operating Officer and the Company Secretary.

#### ***Insider Trading***

The Corporations Act prohibits a person who is in possession of *inside information* from

- dealing in the Company’s *securities*;
- procuring another person to deal in or

- directly or indirectly communicating that *inside information* to a third party who they know or ought to have known would be likely to deal in the Company's *securities*.

This prohibition extends to an entity or trust controlled by the person or in which the person has an interest.

### **3. Securities Trading Policy**

No Director, *Senior Executive* or employee may deal in the Company's *securities* at any time if that person is in possession of *inside information*.

Directors and *Senior Executives* are only permitted to deal in Company shares during a six week period following the release of the Company's annual, half-yearly or other financial performance results to the Australian Securities Exchange Limited (ASX), the Company's Annual General Meeting or any major announcement. Notwithstanding the foregoing, the Board may in certain circumstances permit dealings during other periods.

Where the dealing relates to the acquisition of shares or options pursuant to an employee share option plan, as a result of the exercise of any options, or through a dividend re-investment plan or conversion of convertible securities, these dealings are specifically excluded from this Policy. Subsequent dealing in the underlying security is restricted as outlined in this Policy.

Directors and *Senior Executives* will formally advise the Board by way of written notice to the Company Secretary of details of any transactions within 2 days of the transactions and the Company Secretary will notify the Australian Securities Exchange of details of any transaction on behalf of a Director and further notify the Board at their next meeting of any notifiable transactions.

All employees of the Company are required to comply with the *insider trading* prohibition of the Corporations Act and the general provisions of this Policy.