



# OAKAJEE CORPORATION

## SECURITIES TRADING POLICY

### **Introduction**

Oakajee Corporation Limited (**OKJ** or the **Company**) is committed to ensuring that public confidence is maintained in OKJ, its personnel and the trading of its securities.

The purpose of this policy is to assist the directors and employees of OKJ to comply with their legal obligations relating to dealings in securities while they are in possession of non-public, price sensitive information.

### **General Rule**

You should not buy or sell securities in OKJ when you are in possession of price sensitive information relating to OKJ that is not generally available to the market. The insider trading provisions of the Corporations Act prohibit you from:

- buying, selling or dealing in OKJ securities;
- advising, procuring or encouraging another person to buy, sell or deal in OKJ securities; and
- passing on information to another person, if you know or ought to reasonably know that the person may use this information to buy, sell or deal in OKJ securities.

It does not matter how or where you obtain the information; it does not have to be obtained from OKJ to constitute inside information.

### **What Constitutes Price Sensitive Information?**

The following are possible examples of price sensitive information which, if it has not already been disclosed to the market and if it were made available to the market, may be likely to affect materially the price of the Company's securities:

- the Company considering a major acquisition or disposal of assets;
- the threat of major litigation against the Company;
- the Company's financial results materially exceeding (or falling short of) the market's expectations;
- a significant new development proposal;
- a proposed dividend or change in dividend policy;
- a proposed new share issue; or
- a significant change in senior management.

### **No Short-Term Trading in OKJ Securities**

It is also contrary to OKJ policy for you to be engaged in short-term trading of OKJ securities.

## **Safest Times to Deal in OKJ Securities**

The only appropriate time for you to acquire or sell OKJ shares is when you are not in possession of price sensitive information that is not generally available to the market, and when OKJ is not trading during 'Closed periods' and 'Prohibited Periods'.

### **Directors and Employees - Closed Periods**

Directors and employees must also not deal in OKJ securities during the week immediately *before* or 24 hours *after*:

- the release of OKJ half-yearly or yearly results;
- the release of OKJ quarterly results; or
- the Annual General Meeting.

### **Directors and Senior Management- Closed Periods**

Directors and senior management must also not deal in OKJ securities during the week immediately *before* or 24 hours *after*

- the date of the Board meeting for the approval of the Company's interim or annual results; or
- the deadline for the Company to publish its annual results announcement.

### **Directors and Senior Management - Prohibition Periods**

These periods include the Closed Periods as well as, where there is price sensitive information that has not been released to the ASX as the result of Listing Rule 3.1A being in operation. Examples include, where disclosure of information is forbidden by law, or where negotiations are incomplete or involve trade secrets.

### **Exceptional Circumstances**

Requests to trade during the closed periods may be considered in Exceptional Circumstances. In the case of Directors and Senior Management approval will be required by the Managing Director or from the Chairman where the Managing Director makes such a request (Designated Officer) in a form of either letter, facsimile, electronic or other form of visible communication.

Examples of exceptional circumstances that will generally be considered appropriate include:

- severe financial hardship;
- court order; or
- regulatory requirement.

Any permission provided under this must be obtained by the Applicant not less than 2 business days before the proposed trade.

OKJ recognises that it is difficult to be overly prescriptive as to what constitutes an Exceptional Circumstance. The current procedure is that a written request is made to the Designated Officer that describes the circumstances of the claim. The Designated Officer will determine whether a concession is appropriate on a case by case basis.

### **Limitation of Policy**

This policy does not apply to the following trading examples:

- transfer of securities held in a superannuation fund or other savings scheme of which the restricted person is a beneficiary;
- investment in securities, where the assets of the fund or other scheme are invested at the discretion of a third party;
- undertakings to accept, or the acceptance of a takeover offer;
- trading under an offer or plan or invitation made to all security holders;

- a disposal of securities that is the result of the securities lender exercising their rights, for example under a margin lending agreement; and
- the exercise (but not sale following exercise) or an option or right under the Company's ESOP or incentive arrangements, unless the final date of the option falls within a prohibited or closed period.

### **Disclosure Policy**

All directors and senior management are required to advise the Designated Officer of any intention to buy or sell OKJ securities. The Secretary is required to advise the Chairman of his intention to buy or sell OKJ securities.

This procedure should prevent potential embarrassment and adverse publicity relating to trading in OKJ securities when, for example, there may be important corporate information (whether or not material in a legal context) not publicly released, or when projected financial results may deviate from market expectations.

### **ASX Notification by Directors**

Directors should note that the Corporations Act obliges a director to notify the ASX within 14 days after any dealing in OKJ securities (either personally or through a third party) which results in a change in the relevant interests of the director in OKJ securities. In addition, under the ASX Listing Rules OKJ is required to notify the ASX:

- of such dealings within 5 business days of such dealings taking place; and
- whether the dealing occurred during a 'closed period' and if so, whether written clearance was obtained.

Directors have agreed with OKJ to provide notice of such dealings to OKJ as soon as possible after such dealing to enable OKJ to comply with its obligations under the Listing Rules. A notice given by OKJ to the ASX under the ASX Listing Rules satisfies the director's obligation to notify the ASX under the Corporations Act. Any director requiring assistance in this regard should contact the Company Secretary.