

BKI INVESTMENT COMPANY LIMITED

ABN: 23 106 719 868

ASX Announcement

ASX AND MEDIA RELEASE – SHARE TRADING POLICY



21 July 2021

The Manager
Company Announcements Office
Australian Stock Exchange Limited
Level 6, Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

BKI SHARE TRADING POLICY

Attached is a copy of the revised Share Trading Policy lodged with the ASX in accordance with ASX Listing Rule 12.10. A copy of the Share Trading Policy is available on the corporate governance section of the company's website at www.bkilimited.com.au.

A handwritten signature in black ink, appearing to read 'Jaime Pinto'. The signature is stylized and somewhat abstract, with several overlapping lines.

Jaime Pinto
Company Secretary

SHARE TRADING POLICY

Overview

The BKI Share Trading Policy (**Policy**) has been developed to:

- to ensure that BKI's Restricted Persons are aware of the restrictions on dealing in BKI securities; and
- minimise the potential for misunderstandings or suspicions that Restricted Persons are dealing in BKI securities while in possession of unpublished price-sensitive information.

Applicability

The BKI Share Trading Policy regulates dealings:

- by Directors, Officers and Employees of BKI Investment Company Limited (**BKI**) and its Investment Manager, Contact Asset Management Pty Limited and their associates (together, **Restricted Persons**);
- in shares, options and other securities issued by BKI (**BKI securities**).

Restrictions on Trading

- Restricted Persons are prohibited from dealing in BKI securities:
 - while in possession of unpublished BKI price-sensitive information; and/or
 - during **Prohibited Periods**.
- Restricted Persons are prohibited from engaging in short term dealing in BKI securities;

Price-sensitive information

BKI price-sensitive information is information that a reasonable person would expect to have a material effect on the price or value of BKI securities.

Dealing

For the purposes of the Policy, dealing is taking to encompass:

1. Directly buying, selling, or otherwise trading in BKI securities;
2. procuring another person to buy, sell, or otherwise trade in BKI securities ; and
3. communicating the price-sensitive information to any other person if the Restricted Person knows or ought to know that the other person will use the information, directly or indirectly, to buy, sell, or otherwise trade in BKI securities.

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Anyone who contravenes the prohibitions against insider trading is guilty of an offence under the Corporations Act and their employment or service agreement with BKI or Contact Asset Management Pty Limited (as applicable) will be immediately terminated. This is regardless of whether the other terms of the Policy have been complied with.

Prohibited Periods

Prohibited periods include Closed Periods and Blackout Periods.

Closed Periods

Restricted Persons are prohibited from dealing in Closed Periods due to the proximity of these periods to the release of the Company's half year and full year results and, typically, the announcement of any dividends declared. Closed periods are:

- from 12:01am 1 January to 12:01am on the day after the release of the Company's Appendix 4D and half year results to the Australian Securities Exchange (ASX); and
- from 12:01am 1 July to 12:01am on the day after the release of the Company's Appendix 4E and full year results to the Australian Securities Exchange (ASX).

It is noted that the Company currently releases to the ASX on a weekly basis an unaudited, pre-tax NTA per BKI share, which ensures the market remains regularly informed of this information. The Board has determined that there is no requirement for a formal Closed Period during the preparation of these weekly NTAs. Any price-sensitive information that arises during that process is covered by the broader ASX Continuous Disclosure provisions and the insider trading provisions of the Corporations Act.

Blackout Periods

The Board of BKI has the discretion to impose Blackout Periods at any point in time for any reason. Blackout Periods are to be established by a resolution of the Board.

Allowable Dealings

Restricted Persons are allowed to deal in BKI securities outside of Prohibited Periods within the following guidelines:

- never engage in short term dealing of the Company's securities;
- notify the Company Secretary or Chairman of any intended dealings prior to entering into the transaction;

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- notify the Company Secretary of completed dealings.
 - Where the dealing in securities would result in the Company needing to make a disclosure to the Australian Securities Exchange or Australian Securities and Investments Commission, such information must be provided within sufficient time for the Company to meet its reporting obligations.

Excluded Trading

The restrictions on trading in BKI securities by Restricted Persons do not apply in the following situations of passive dealing:

- a. the transfer of securities already held by the Restricted Person into a superannuation fund or similar scheme where the Restricted Person is a beneficiary;
- b. An investment in, or trading in units of, a fund or other scheme (other than a scheme only investing in BKI securities) where the assets of the fund or other scheme are invested at the discretion of a third party;
- c. Where a Restricted Person is a trustee, trading in BKI securities by that trust provided the Restricted Person is not a beneficiary of the trust and any decision to trade during a Prohibited Period is taken by the other trustees or by the investment managers independently of the Restricted Person
- d. the acceptance of a takeover offer;
- e. dealing under an offer or invitation made to all or most of the Company's security holders, such as a rights issue, a security purchase plan, a dividend or distribution reinvestment plan and an equal access buy-back, where the plan that determines the timing and structure of the offer has been approved by the Board. This includes decisions relating to whether or not to take up the entitlements and the sale of entitlements required to provide for the take up of the balance of entitlements under a renounceable pro rata issue;
- f. accepting an offer to participate in an employee securities plan; and
- g. any such similar transaction determined by the Directors to be a passive dealing.

Exceptional Circumstances

In Exceptional Circumstances, Restricted Persons are able to deal in BKI Securities only after complying with the following process:

- submission of a written request to the Chair of the BKI Board (**Chair**), including the nature of the intended form of dealing and sufficient detail of the circumstances

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- The submission also needs to state that the Restricted Person is not in possession of inside information.
- The Chair must approve the submission in writing (email being acceptable)
- In circumstances where the Chair is applying to deal in exceptional circumstances, approval must be sought from and provided by the Chair of the BKI Audit and Risk Committee.

Exceptional Circumstances include severe financial hardship where the Restricted Person has a compulsion to deal with securities by Court Order, or any other circumstances deemed exceptional by the BKI Chair or Chair of the BKI Audit & Risk Committee.