



**Dominion Mining Limited**  
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## **DOMINION MINING LIMITED SHARE TRADING POLICY**

This policy is intended to regulate the trading of shares in the company by directors, officers, senior management and other employees of the company (Personnel) including the trading of financial derivatives that have been issued or created in respect of the company's listed securities.

Nothing in this policy authorises any Personnel to act in contravention of the insider trading provisions of the Corporations Law.

Regardless of the trading window opportunity Personnel are prohibited from trading in the company's shares if they are in the possession of inside information.

Insider trading is the trading of securities by a person who is in possession of information that is not generally available to the market and if it were generally available it might have a material effect on the price or value of those securities. Insider trading can result in both civil and criminal penalties, including imprisonment, for the person or persons involved.

Generally, Personnel should not trade in shares in the company, and they should not buy or sell shares in the company except in accordance with this policy. In addition, directors must consult with the Chairman and other Personnel must consult with the Managing Director before trading in the company's shares.

If the Chairman wishes to buy or sell shares he should first consult with the Chairman of the Audit Committee.

Personnel should not buy or sell shares including conversion of options in the company except when buying or selling during the period commencing seven days after and ending forty days after the following events (trading window):

- (a) release of quarterly reports by the company;
- (b) release of half yearly results by the company;
- (c) release of yearly results by the company;
- (d) the annual general meeting or other meetings of shareholders called by the company and
- (e) release of any other price sensitive information such as drilling or exploration results

In certain circumstances including:

- a severe financial hardship such as a tax liability where there is no other means of satisfying that obligation, or
- a court order or court enforceable undertakings,

trading by Personnel may occur outside the trading window with the prior written approval of the Chairman in the case of directors and the Managing Director in the case of other Personnel.

The trading period under these circumstances is for a period of 5 business days from the date of the written approval. Such approval can be by e mail.

There are trading circumstances which are excluded from the trading policy and these include:

- where the trading results in no change in the beneficial interest in the securities,
- where the restricted person has no control or influence with respect to trading decisions, or
- where the trading occurs under an offer to all or most of the security holders of the company.

Examples of these include:

- transfer of securities of the entity already held into a superannuation fund or other saving scheme in which the restricted person is a beneficiary.
- an investment in, or trading in units of, a fund or other scheme (other than a scheme only investing in the securities of the company) where the assets of the fund or other scheme are invested at the discretion of a third party.
- where a Personnel is a trustee, trading in securities of the company by that trust provided the Personnel is not a beneficiary of the trust and any decision to trade during a prohibited period is taken by other trustees or by the investment managers independently of the Personnel.
- undertakings to accept, or the acceptance of, a takeover offer.
- an offer or invitation made to all or most of the security holders, such as, a rights issue, a security purchase plan or a dividend reinvestment plan.
- The exercise (but not the sale of securities following exercise) of an Option or a right under an employee incentive scheme or the conversion of a convertible security, where the final date for the exercise of the Option or Right or the conversion of the security, falls during a prohibited period.

Personnel are prohibited from entering into financial arrangements such as margin loans, stock lending or any other arrangements involving equity of the company where the lender or other third party is granted a right to sell or compel the sale of all or part of the Personnel's securities held in the company.

It is a listing rule requirement for the company to notify the ASX of any change in a director's interest. A director must therefore notify the Company Secretary within 3 days of any change to their shareholding .

In addition other Personnel must notify the Company Secretary in writing within 5 working days where there has been a change to their shareholding.

This Share Trading Policy will be regularly reviewed by the board.