

30 December 2010

## SECURITIES TRADING POLICY

Pursuant to the new ASX Listing Rule 12.9 which will come into effect on 1 January 2011, the Board of Directors of Interra Resources Limited (the “**Company**” or “**Interra**”) wishes to announce that the Company has adopted a Securities Trading Policy as attached.

By Order of the Board of Directors of  
INTERRA RESOURCES LIMITED

Marcel Tjia  
Chief Executive Officer

### **About Interra**

Interra Resources Limited, listed on the SGX Catalist and the ASX, is a Singapore-incorporated company engaged in the business of upstream petroleum exploration and production (“E&P”). Our E&P activities include petroleum production, field development and exploration through strategic alliances and partnerships. We are positioning ourselves to becoming a leading regional independent producer of oil and gas.

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company’s sponsor (“Sponsor”), Collins Stewart Pte. Limited, for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (“SGX-ST”). Collins Stewart has not independently verified the contents of this announcement. This announcement has not been examined or reviewed by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement including the correctness of any of the statements or opinions made or reports contained in this announcement.*

*The contact person for the Sponsor is Mr Alex Tan, Managing Director, Corporate Finance, Collins Stewart Pte. Limited, at 77 Robinson Road #21-02 Singapore 068896, telephone (65) 6854 6160.*

## **SECURITIES TRADING POLICY**

### **1. The Company's Policy**

The Board of Interra Resources Limited (the "**Company**") is committed to ensuring that the Company, its subsidiaries, directors and key management personnel (the "**Restricted Persons**") comply with all legal obligations as well as conduct business in a transparent and ethical manner.

In order to preserve the reputation and integrity of the Company, it is vital that when the Restricted Persons trade in the Company's securities, those dealings are not only fair but seen to be fair.

In this regard, the Restricted Persons are to ensure that any trading by them in any securities issued by the Company or created over such securities is undertaken within the framework set out in this Policy.

For that purpose, this Policy seeks to impose periods during which Restricted Persons are not permitted to trade in the Company's securities ("**Closed Periods**"), subject to certain exceptions as detailed in this Policy.

This Policy has been given to the company announcements office for release to the market pursuant to ASX Listing Rule 12.9.

### **2. The Restricted Persons**

This Policy and the restrictions on trading in securities of the Company apply to the following representatives of the Company and its subsidiaries:-

- a. the members of the Board of the Company;
- b. the Chief Executive Officer ("**CEO**") of the Company;
- c. the Key Management Personnel of the Company (as defined pursuant to ASX Listing Rules); and
- d. the directors and Key Management Personnel of the Company's subsidiaries.

### **3. Related Parties**

Each of the Restricted Persons is obliged to ensure that a related party (including but not limited to spouse or dependant, family members, family company or trust) complies with the same restrictions as applied to the Restricted Persons.

#### **4. General Compliance and Insider Trading**

The Restricted Persons should ensure that all trading in the Company's securities comply with the Singapore Companies Act (Chapter 50), the Singapore Securities and Futures Act (Chapter 289), the Australian Corporations Act and the relevant regulations, particularly the insider trading provisions, the ASX Listing Rules (in particular Listing Rules 3.1 and 3.19A) and the SGX Catalyst Rules.

At all times, the Restricted Persons are prohibited from trading in securities while in possession of unpublished price sensitive information.

In addition to not being able to trade, the Restricted Person in possession of the price sensitive information is obliged to keep that information confidential and must not communicate it to another person unless it is information which is required to be brought to the attention of the Chairman or the CEO.

Where a Restricted Person is unsure whether he/she is in possession of inside information about the Company, it is strongly recommended that he/she should obtain his/her own independent legal advice.

#### **5. The Restrictions**

The Restricted Persons are:

- a. bound as a condition of their employment or service contracts to comply with and observe this Policy and the following restrictions that apply in addition to the general prohibitions detailed in this Policy;
- b. not permitted to trade in the securities of the Company unless they are not in possession of unpublished price sensitive information; and
- c. not permitted to deal in securities for short term gain. Speculation in short term fluctuations in securities does not promote investor and market confidence in the integrity of the Board and Key Management Personnel.

#### **6. Closed Periods – Additional Restrictions (Blackout Period)**

The Restricted Persons are under an additional obligation to not trade in the securities of the Company during the following periods:-

- a. two (2) weeks before and up to the release of the Company's financial statements for each of the first three quarters of its financial year;
- b. one (1) month before and up to the release of the Company's full year financial statements; and
- c. two (2) weeks before lodgement and during the period that a disclosure document is open for application.

## **7. Trading during Closed Periods under Exceptional Circumstances**

Restricted Persons who are not in possession of inside information may be given prior written clearance to sell or to otherwise dispose of the securities of the Company during Closed Periods due to the following listed exceptional circumstances:-

- a. the person is in severe financial hardship;
- b. the person is required by a court order; or
- c. the person receives written permission from the Company in accordance with this Policy.

There may be other circumstances that have not been specified in this Policy. The Chairman or the CEO may deem that a circumstance not listed above is exceptional based on evidence presented to him/her and on the merits of the evidence, may grant written approval.

Any approval should include details of the duration for which clearance to trade under the exceptional circumstances may be given and should not exceed three (3) business days.

At all times, consideration must be given to the ASX Listing Rules and the SGX Catalyst Rules, and any discretion must be exercised with caution.

## **8. Procedure for Obtaining Permission to Trade during Closed Periods**

- a. A Restricted Person (Applicant) who wishes to apply for permission to trade in exceptional circumstances during a Closed Period must obtain prior written permission from an approved person (Approver), being:
  - (i) the Chairman or the CEO; or
  - (ii) where the Chairman or the CEO is the Applicant, the Chairman of the Audit Committee.
- b. The Applicant must make a written request for permission to trade (via letter, facsimile, electronic or other form of visible communication) and the request must set out sufficient details to enable the Approver to make a determination that the circumstances are exceptional.
- c. Where the Approver decides to approve the request, the approval must be given to the Applicant in writing (including electronic format).
- d. The Applicant must not trade in the securities until the written approval is received by him/her.
- e. The written approval will be valid for a period of one (1) week. Trading after this period is prohibited.

## 9. Exempted Trading Activity

The following forms of trading activity are excluded from the operation of this Policy, but remain subject to the operation of the insider trading provisions of the Australian Corporations Act, the Singapore Companies Act (Chapter 50) and the Singapore Securities and Futures Act (Chapter 289):-

- a. transfer of the Company's securities where the transfer results in no change in the beneficial interest in the securities;
- b. transfer of the Company's securities already held in superannuation funds or other schemes in which the Restricted Person is a beneficiary;
- c. an investment in, or trading in units of, a fund or other scheme where the assets of the funds or other scheme are invested at the discretion of a third party;
- d. where a Restricted Person is a trustee, trading in the Company's securities by that trust, provided the Restricted Person is not a beneficiary of the trust and any decision to trade during a Closed Period is taken by other trustees independently of the Restricted Person; and
- e. an undertaking or agreement to accept, or the acceptance of, a takeover offer for some or all of the Restricted Person's securities in the Company.

## 10. Board's Discretion

The Board of the Company has an absolute discretion to place a freeze on the trading in the Company's securities by Restricted Persons and their respective related parties at any time.

## 11. Directors to Notify of Interests

The Directors of the Company are required to complete either Appendix 3X, 3Y or 3Z (in respect of the ASX Listing Rules) and Appendix 7B (in respect of SGX Catalist Rules) in respect of their interests in securities of the Company, and provide them to the Company to be filed with the ASX and the SGX-ST respectively for the purposes of Section 205G of the Australian Corporations Act and ASX Listing Rule 3.19A as well as Section 165 of the Singapore Companies Act (Chapter 50) and Rule 704 of the SGX Catalist Rules, as and when necessary.

## 12. Policy Responsibility

Each Restricted Person is responsible for adhering to this Policy.

The Chief Financial Officer ("CFO") has the responsibility for maintaining the Policy. Any queries with regard to the Policy or its application should be directed to the CFO.