

Insider Trading Policy

POT-0567
REVISION: 5

1. POLICY STATEMENT

As a Queensland Government Owned Corporation (GOC), Port of Townsville Limited (the Port) is committed to upholding the highest standards of integrity, transparency and accountability, including the prevention of Insider Trading under the relevant provisions of the *Corporations Act 2001* (Cth).

Workers are strictly prohibited from disclosing Inside Information or price-sensitive information about any company, such as a Port customer or other third party, through the course of conducting Port business. Trading in Financial Products of a company(s) while in possession of Inside Information, either directly or through Another Person, is strictly prohibited. The Port strictly prohibits the use and disclosure of information that is not Generally Available, acquired by workers through the normal course of their duties, and will enforce strict prevention and disciplinary measures to safeguard the integrity and reputation of the Port and interests of its customers.

2. PURPOSE

The purpose of this policy is to:

- set out the standards required by the Port of its workers in relation to trading in Financial Products and the use of Inside Information;
- ensure compliance with the Insider Trading prohibitions under the Corporations Act;
- safeguard the interests of Port customers or other third parties from Insider Trading during the course of conducting Port business; and
- ensure that public confidence is maintained in the reputation of the Port in relation to the trading of Financial Products by workers.

3. SCOPE

This policy applies to all workers of Port of Townsville Limited in relation to trading in Financial Products and the use of Inside Information. This policy does not apply to workers trading in Financial Products on the basis of information that is Generally Available.



4. INSIDER TRADING PROHIBITIONS

From time to time, workers may come into possession of price-sensitive information or Inside Information about a company's Securities, such as a Port customer or other third party, that is not Generally Available. Types of information that may constitute Inside Information includes, but is not limited to:

- financial performance results of a Port customer;
- company projections, profit forecasts and strategic plans;
- unpublished announcements of a Port customer;
- potential mergers, acquisitions, reconstructions, takeovers or the sale of Port customer's assets;
- share splits, public or private securities/debt offerings and other proposed changes in the capital structure or borrowings, or changes in company dividend policies or amounts;
- significant changes in senior management or on the board of a Port customer or other entity; and/or
- actual or threatened major litigation, or the resolution of such litigation, about a Port customer.

In accordance with the Insider Trading prohibitions outlined in the Corporations Act, workers with Inside Information, who know or ought to know that the information is Inside Information:

- must not subscribe for, buy or sell Financial Products on which a reasonable person would expect the information to have a Material Effect, either for themselves, or for Another Person, or agree to do so;
- must not engage, or attempt to engage, Another Person to subscribe for buy or sell the Financial Products to which the Inside Information relates, for the employee, for another person or for themselves;
- must not, if the relevant Financial Products are able to be traded on a financial market, either directly or indirectly, give the Inside Information, or allow it to be given to another person who they know, or should know, would likely to do any of the prohibited things described above;
- must not communicate Inside Information to anybody who works for the Port, except in accordance with management direction or business unit requirements; the rules and policies described in the Code of Conduct; and/or any other policies that relate to their role at the Port.

5. BREACHES AND REPORTING

Reports of actual or suspected Insider Trading should be reported immediately to the Company Secretary or the Chairperson of the Board, as appropriate.

Compliance with this policy is a condition of employment or engagement with the Port. Breaches of this policy (whether or not they involve actual Insider Trading) will be treated as a breach of the Code of Conduct and result in disciplinary action, including termination, and/or penalties and sanctions under the Corporations Act.



Reporting of the incident to relevant external authorities may also be required and include a referral to the Crime and Corruption Commission, Australian Securities and Investments Commission and/or referral to the Port's shareholding Ministers in accordance with the Government Owned Corporations Corporate Governance Policy.

6. COMPLIANCE AND RELATED LEGISLATION

Corporations Act 2001 (Cth) ('Corporations Act')

Queensland Treasury - Government Owned Corporations Corporate Governance Policy

7. DEFINITIONS AND ACRONYMS

Another Person	Includes an associate, family member, trust or company over which a director, officer or employee has influence and control.
Financial Products	means shares in a body, debentures of a body, interests in a managed investment scheme, legal or equitable rights or interests in, including options to acquire, shares, debentures or other interests, derivatives; debentures, stocks or bonds proposed to be issued by a government; superannuation products; or any other financial products able to be traded on a financial market.
Generally Available	means information that is: (a) readily observable; or (b) made known in a manner that would, or would be likely to, bring it to the attention of those who commonly deal with that sort of Financial Product AND there has been a reasonable period for the information to be disseminated; or (c) consists of deductions, conclusions or inferences made or drawn from information of the type described above.
Inside Information	means information that: (a) is not generally available; and (b) if it were, a reasonable person would expect it to have a material effect of the price or value of Financial Products.
Insider Trading	means an offence under the <i>Corporations Act 2001 (Cth)</i> to trade using Inside Information, or communicate Inside Information to Another Person who will, or are likely to, trade Inside Information.
Material effect	a reasonable person will be taken to expect information to have a material effect on the price or value of Financial Products if the information would, or would be likely to, influence people who commonly buy Financial Products in deciding whether or not to buy or sell those products.
Related party	a related party generally includes anyone who is part of a person's immediate family, such as parents, children, a spouse or de facto spouse. Related parties can also extend to companies and other organisations where a person has an interest in the organisation as a director or officer or has a controlling interest as a shareholder.
Worker/s	means all personnel employed by or engaged by Port of Townsville Limited to perform work or services. For the purposes of this policy, workers includes directors, officers, employees (including casual), labour-hire, contractors, subcontractors, consultants, volunteers, work experience and interns.



8. RELATED DOCUMENTS

Document Number	Document Title
POT-0219	Code of Conduct
POT-1099	Disclosure of Interests Policy
POT-1093	Fraud and Corruption Control Policy
POT-0685	Public Interest Disclosures (Whistleblowers) Policy

9. DOCUMENT INFORMATION

Document Owner	Company Secretary
Approval Authority	Board
Approval Date	13/05/2024
Approval Resolution Number	2017911 5.8
Review Schedule	36 months
Next Review Date	13/05/2027

