



OFX Group Limited

Securities Trading Policy

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Reviewed by: OFX Group Limited Board

Any material changes must be released to ASX within 5 business days of the change taking effect.

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PART ONE - INTRODUCTION

1. Purpose of this Policy

1.1 This Securities Trading Policy (**Policy**) has the following purposes:

- (a) To set out the rules for OFX Group Limited and its subsidiaries (**OFX or the Company**) directors and key management personnel regarding their owning and dealing in OFX securities, to ensure that those persons respect the confidentiality of OFX information and do not take actions which may be seen as undermining OFX's reputation in the financial markets, and to keep the market informed of dealings;
- (b) To establish rules to minimise the risk that directors and key management personnel deal when in possession of unpublished price sensitive information and so to give confidence to the market and investors that OFX respects the integrity of the market; and
- (c) To ensure that OFX's other employees, consultants, contractors and all Connected Persons (see clause 3.3 below) are aware of the restrictions on dealing in shares, options or other securities (as defined in clause 4 of this Policy) which apply to them as a result of their involvement with OFX.

1.2 The rules in this Policy are not intended to be applied in a prescriptive manner, but rather seen as principles to support OFX's public reputation, and should be applied accordingly.

1.3 The requirements imposed by this Policy are separate from, and additional to, the legal prohibitions in the Corporations Act 2001 (Cth) on insider trading. This Policy takes into account ASX Guidance Note 27 (3 July 2017).

2. Consequences of breaching this Policy

2.1 It is illegal for a person to deal or procure another person to deal, in OFX's securities when he or she possesses unpublished price-sensitive information concerning OFX. It is also illegal to communicate that information to someone who might deal in OFX's securities. This is regardless of whether the terms of this Policy have been complied with.

2.2 Insider trading has serious legal consequences including criminal liability (penalties include heavy fines and imprisonment) and civil liability (being sued by another party or OFX for loss suffered as a result of insider trading).

2.3 In addition, even a suspicion that insider trading may have occurred may lead to serious reputational damage.

2.4 Accordingly, a breach of this Policy or the relevant laws will be regarded as serious misconduct which may lead to disciplinary action including dismissal.

3. Who this Policy applies to

3.1 Does this Policy apply to me?

This Policy regulates dealings by: OFX’s key management personnel including Directors; the Global Executive Team; the Senior Leadership Team; as well as consultants, contractors and other employees (together “you” or “your”).

Some restrictions in this Policy may not apply to your dealings in securities. Clause 3.2 below tells you which of the restrictions in this Policy apply to dealings by you or your Connected Persons (see clause 3.3 below) in securities.

3.2 Which clauses of this Policy restrict dealings by you or your Connected Persons?

What is your connection with OFX?	Which clauses of this Policy restrict dealings by you?
<p><u>Directors and the Chairman of the Board (Chairman)</u></p>	<ul style="list-style-type: none"> • Clauses 6, 7, 8, 13.2(c) and 13.2(e) set out the main restrictions on you and your Connected Persons (defined in clause 3.3 below). • You should also read clauses 1 to 5 of this Policy which contain background and definitions to help you understand those restrictions. • If this Policy restricts you from dealing, you can check clause 13 in case it has an exception which you can rely on to deal in OFX’s securities. • If there are exceptional circumstances where you need to deal in OFX’s securities outside a Permitted Trading Window, you may be able to apply for approval to trade under clause 14. • If you are the Chairman, note the differences specific to you in clauses 8 and 14.2.
<p><u>Global Executive Team, Senior Leadership Team, Finance Team, Specified Employees</u></p>	<ul style="list-style-type: none"> • Senior Leadership Team members are those persons that have a direct reporting line to a Global Executive Team member. • Finance Team members are those persons that have an ultimate reporting line into the Chief Financial Officer. • Clauses 6, 7 and 8 set out the main restrictions on you and your Connected Persons (defined in clause 3.3 below). • You should also read clauses 1 to 5 of this Policy which contain background and definitions to help you understand those restrictions. • If this Policy restricts you from dealing, you can check clause 13 in case it has an exception which you can rely on to trade. • If there are exceptional circumstances where you need to deal in OFX’s securities outside a Permitted Trading Window, you may be able to apply for approval to trade under clause 14.
<p><u>Other employees, consultants and contractors</u></p>	<ul style="list-style-type: none"> • Clauses 6 and 7 (except for 7.5 which does not apply to you) set out the restrictions on you and your Connected Persons (defined in clause 3.3 below). • You should also read clauses 1 to 5 of this Policy which contain background and definitions to help you understand those restrictions. • If this Policy restricts you from dealing, you can check clause 13 in case it has an exception which you can rely on to deal in OFX’s securities.

3.3 Connected Persons

This Policy also applies to your Connected Persons. This means: your spouse or partner; your dependent children or dependent children of your spouse; your other dependents or other dependents of your spouse; anyone else who is in your family and you may be expected to influence, or be influenced by, in dealings with securities; or a company, trust or entity that you or any of your Connected Persons controls.

4. What does 'securities' mean in this Policy?

In this Policy, "securities" means:

- (a) shares;
- (b) options;
- (c) other securities which OFX may issue, where OFX specifies at the time of issue that they are subject to this Policy; or financial products issued or created over OFX's securities by third parties. This does not include portfolio products that are not specific to OFX – such as index funds.

If, because of your position with OFX, you become aware of information relating to another company – e.g. the negotiation of a transaction by OFX with that company – which are relevant to the price of that company's securities, then "securities" in this Policy extends to the above categories with respect to that company as well.

5. Brief overview of the law on insider trading

5.1 "Inside information" (also referred to in this Policy as "unpublished price-sensitive information") is price-sensitive (market sensitive) information which is not generally available and which, if generally available, a reasonable person would expect to have a material effect on the price or value of the OFX's (or another company's) securities. Information is considered to be likely to have this material effect if the information would be likely to influence a decision to buy or sell these securities. More information on price-sensitive (market sensitive) information, and your obligations should you become privy to such information, can be found in the Company's Continuous Disclosure Policy.

5.2 The following items are examples of information which may be "inside information" in relation to OFX or any other listed company:

- (a) a change in financial forecasts or expectations;
- (b) a proposed dividend;
- (c) changes in the Board or senior executives;
- (d) pending ASX announcements;
- (e) proposed changes in capital structure, including issues of securities, rights issues, the redemption of securities and capital reconstructions;
- (f) giving or receiving a notice of intention to make a takeover offer;
- (g) debt facilities and borrowings;
- (h) mergers, demergers, acquisitions and divestments;
- (i) significant changes in operations, strategy or proposed changes in the general character or nature of the business of OFX or its subsidiaries;

- (j) liquidity and cash flow information;
- (k) sales figures;
- (l) major or material purchases or sales of assets;
- (m) significant new contracts or customers;
- (n) an entity proposing to buy, or a security holder proposing to sell, a substantial number of OFX securities;
- (o) industry issues that may have a material impact on OFX;
- (p) significant litigation involving OFX;
- (q) allegations of any breach of the law or other regulatory requirements by OFX; and
- (r) decisions on significant issues affecting OFX by regulatory bodies in Australia or other relevant jurisdictions (such as the Australian Securities and Investments Commission or the Australian Competition and Consumer Commission).

This is not an exhaustive list.

5.3 “Insider trading” means dealing in any securities, or procuring others to do so, while you hold inside information, or communicating that information to others who may use it to deal in securities. As explained in clause 2 above, insider trading is a criminal offense and if convicted may be punishable by imprisonment and/or heavy fines.

5.4 “Deal” means take part in any transaction associated with buying, acquiring, selling, disposing or, converting or agreeing to do any of these.

PART 2 – WHAT THIS POLICY RESTRICTS

6. You are prohibited at all times from insider trading

6.1 You must not insider trade in OFX’s securities

You and your Connected Persons are prohibited from dealing in OFX’s securities while in possession of unpublished price-sensitive information concerning OFX.

6.2 You must not procure another person to deal when you are precluded from dealing

You must also not procure another person, including Connected Persons, to deal in OFX’s securities when you are precluded from dealing in OFX’s securities under this Policy or by law.

6.3 You must not communicate price sensitive information

As noted under the OFX Code of Conduct, during the course of your employment you may have exposure to and obtain confidential information about operational or financial aspects of the business. This information is confidential and must be treated sensitively. You must not breach OFX’s confidentiality or make use of confidential information obtained from OFX for personal gain or in a manner which would be detrimental to OFX. You must only use confidential information in ways which are authorised by OFX. In no circumstances does OFX authorise you to communicate confidential information to another person if you know or should know that the other person would be likely to deal in OFX’s securities or to communicate that information to someone who will. In accordance with OFX’s Continuous Disclosure Policy, you must also ensure that you do not speak to any media or external parties in relation to any price-sensitive and confidential information.

6.4 Outside companies

You and your Connected Persons are prohibited at all times from dealing in the securities of outside companies about which you hold unpublished price-sensitive information by virtue of your position with OFX.

Consistent with the confidentiality obligations under the OFX Code of Conduct, you must treat the confidential information of third parties (such as suppliers) with the same level of respect and care as you treat information relating to OFX.

7. Other restrictions and obligations which apply to you at all times

The restrictions and obligations in this clause 7 apply at all times, irrespective of whether it is a Permitted Trading Window (refer Clause 11 of this Policy), even when you do not have any inside information and irrespective of any other provision of this Policy.

7.1 You must keep a register of dealings

You must keep a register of any dealings you or your Connected Persons conduct in OFX's securities. This should be in the form of a collection of a record of every dealing, together with supporting material such as contract notes or their equivalent.

OFX is entitled to conduct an audit to confirm your compliance with this Policy, and upon request by OFX you must provide a copy of the register of your dealing.

7.2 You must ensure Connected Persons are aware of this Policy

You must ensure that your Connected Persons are aware of the content of this Policy and that they abide by the rules set out in clause 7 and other clauses as appropriate.

7.3 No speculative dealings

You and your Connected Persons are prohibited at all times from speculative dealing in OFX's securities, such as dealing for a short-term gain. This includes buying and selling securities within a three-month period, and entering into other short-term dealings (e.g. forward contracts). However, a sale of shares received following vesting of employee incentives with a vesting period of over three months is not considered speculative for this purpose.

You must not engage in short selling or in dealing through contracts for difference or derivatives linked specifically to OFX's securities.

7.4 No transactions which operate to limit the economic risk of security holdings

You and your Connected Persons are prohibited at all times from entering into transactions in financial products which operate to limit the economic risk of security holdings in OFX over unvested entitlements or vested entitlements subject to a holding lock or restriction on dealing (restricted entitlements or restricted securities), including, without limitation, any hedging or similar arrangement in respect of unvested entitlements or restricted entitlements held or granted under any equity based remuneration scheme.

7.5 Margin loans

If you are a Director, a member of the Global Executive Team, a member of the Senior Leadership Team, member of the Finance Team or a Specified Employee, you and your Connected Persons are prohibited at all times from entering into any stock borrowing or margin loan arrangement in relation to security holdings in OFX, transferring securities in OFX into an existing margin loan account and selling securities in OFX to satisfy a call pursuant to a margin loan.

PART 3 – DEALING RULES WHICH APPLY TO YOU

You must comply with whichever category in clauses 8 to 10 below that applies to you.

8. Directors and the Chairman

It is assumed for the purpose of this Policy that OFX's Directors and the Chairman are likely to be in possession of price-sensitive information by virtue of their position and that Connected Persons of those persons are at risk of being in possession of price-sensitive information (even though in fact they may not be so).

Accordingly, unless a waiver has been granted under clause 14.1, in addition to the other restrictions contained in this Policy, dealing in OFX's securities by Directors and the Chairman and their Connected Persons, is prohibited at any time that is not a Permitted Trading Window as set out in clause 11.

You must apply for and receive written approval from the Chairman (via the Application Form) or if you are the Chairman from the Chair of the Audit, Risk and Compliance Committee, before you or your Connected Persons do any of the following during a Permitted Trading Window:

- (a) deal in OFX's securities; or
- (b) engage in any transaction or arrangement which may operate to limit the economic risk of your vested and unrestricted holdings in OFX.

You and your Connected Persons must also not deal in OFX's securities in contravention of this Policy even where there is no effective change in the beneficial owner (such as a transfer to a family trust or to a self-managed superannuation fund), notwithstanding the exemption to other persons at clause 13.2(c) below.

9. Global Executive Team, the Senior Leadership Team, Finance Team, Specified Employees

- (a) The same dealing provisions that apply to Directors and the Chairman (see clause 8 above) also apply to members of the Global Executive Team, an Executive Assistant to a Global Executive, members of the Senior Leadership Team and Finance Team, with the exception that **you must apply for and receive written approval from the Company Secretary (via the Application Form) before you or your Connected Persons deal in OFX's securities during a Permitted Trading Window.**
- (b) Members of the Global Executive Team and of the Senior Leadership Team can nominate other employees of OFX who they consider are likely to become aware of inside information in the course of their employment (**Specified Employees**) to also follow these procedures. If you are informed that you have been nominated as a Specified Employee or that you are the Executive Assistant to someone who is, you must also comply with the provisions in this clause 9.

10. Other employees, consultants and contractors

If you are an employee or a consultant and you do not fall into any of the categories in clauses 8 or 9, you are not required to seek prior approval or notify the Company Secretary of dealings in OFX's securities, but the Permitted Trading Windows are still relevant to you. You must comply with clauses 6 and 7 (except for 7.5 which does not apply to you) of this Policy at all times. Consultants and contractors to OFX are expected to comply with any securities trading policy of their respective employer and understand their obligations in accordance with this Policy.

11. Permitted Trading Windows

For the purposes of this Policy, a Permitted Trading Window is (unless the Board otherwise determines generally or in any particular case):

- (a) within three weeks after the date of release of OFX's half-year results announcement to ASX commencing at 10.00am on the next trading day after the half-year results announcement;
- (b) within three weeks after the date of release of OFX's full-year results announcement to ASX commencing at 10.00am on the next trading day after the full-year results announcement;
- (c) within three weeks after the date of OFX's Annual General Meeting (**AGM**), commencing at 10.00am on the next trading day after the AGM; or
- (d) any other Permitted Trading Window determined by the Board.

12. Applications for approval

12.1 Application form

- (a) Prior written approval is to be applied for by OFX's Directors and the Chairman, members of the Global Executive Team, an Executive Assistant to a Global Executive Team member, members of the Senior Leadership Team and Finance Team and Specified Employees in the Application Form (as approved by the Board) and attached as Annexure A to this Policy.
- (b) The Application Form will require details of the dealing, transaction or arrangement and the acknowledgements specified below in a form determined by the Board to be consistent with the purposes of this Policy.
- (c) The applicant must confirm on the Application Form that he or she does not hold any unpublished price-sensitive information, affirm that the applicant will not deal if he or she obtains unpublished price-sensitive information between applying and transacting the dealing, as well as acknowledgement that the approval may be given or withheld at the discretion of the Company Secretary (or Chairman, if applicable) without giving reasons.
- (d) **OFX Directors** must obtain the signature on the Application Form of the Chairman, or the Chair of the Audit, Risk and Compliance Committee (if the applicant is the Chairman), confirming that no material announcement to ASX is planned or otherwise reasonably anticipated to be made within the next 10 business days, that it is a Permitted Trading Window and that the Chairman, or the Chair of the Audit, Risk and Compliance Committee (as applicable) is not aware of any reason that approval should be refused.
- (e) **Global Executive Team, an Executive Assistant to a Global Executive Team member, members of the Senior Leadership Team and Finance Team and Specified Employees** must obtain the signature on the Application Form of the Company Secretary confirming that no material announcement to ASX is planned or otherwise reasonably anticipated to be made within the next 10 business days, that it is a Permitted Trading Window and that the Company Secretary is not aware of any reason that approval should be refused.

12.2 Decisions on applications for approval

- (a) Approval may be given or withheld at the discretion of the Chairman, the Chair of the Audit, Risk and Compliance Committee or Company Secretary (as appropriate) without giving reasons.
- (b) Approval can be withdrawn if new information comes to light or there is a change in circumstances.
- (c) A decision to withhold approval is final and binding on the person seeking approval.
- (d) If approval is withheld, the person seeking approval must keep that information confidential and not disclose it to anyone.
- (e) In giving or refusing approval, the Chairman, the Chair of the Audit, Risk and Compliance Committee or Company Secretary (as appropriate) will have regard to whether OFX is considering any market announcement as regards to trading results, corporate transactions or otherwise, with the intent that the applicant is not permitted to deal in circumstances where there is a risk that the market will suspect that they had unpublished price sensitive information.
- (f) If approval is granted, written notification (which includes notification by email) will be provided. Approval granted under this Policy is valid for two business days from the date the approval is provided.
- (g) Approval is not an endorsement of a proposed dealing. You are individually responsible for your investment decisions and your compliance with law and this Policy. A person who possesses inside information about OFX's securities is prohibited from trading in securities pursuant to insider trading laws and this continues to apply even where the trade occurs within a Permitted Trading Window
- (h) The prohibitions against insider trading under clause 6.1 apply even if approval is granted.

12.3 Records of dealings

- (a) You must notify the Company Secretary in writing within three business days after any dealings in OFX's securities by you or your Connected Persons made at any time including the entry into, renewal, alteration or closing out of any transaction or arrangement which operates to limit the economic risk of a security holding in OFX.
- (b) Without limiting clause 12.3(a) above, if you are a Director, you must inform the Company Secretary of any change in your interest in OFX securities within three business days of the change to enable OFX to comply with ASX listing rule 3.19A.2 with respect to the change.
- (c) You must comply with any other disclosure required by law in relation to your dealings including under the substantial holder notice provisions of the *Corporations Act 2001* (Cth) if you at any time hold an interest of 5% or more in OFX's securities, and if that interest moves by 1% or more.

12.4 Register and recording by OFX

- (a) OFX will keep a register of applications for approval and decisions made (including any approvals under clause 14 of this Policy), and details of the subsequent dealings.
- (b) Where a Director, member of the Global Executive Team, member of the Senior Leadership Team or a consultant or contractor enters into, renews, alters or closes out a transaction or arrangement which operates to limit the economic risk of their vested and unrestricted security holdings, OFX may disclose the transaction or arrangement (e.g. in the Annual Report).

13. Excluded dealings

13.1 Exclusions from general dealing restrictions

Subject to the overriding prohibition against insider trading under clause 6.1, the requirements of this Policy do not restrict participation in:

- (a) employee share and option plans;
- (b) the long-term incentive plan; or
- (c) the dividend reinvestment plan;

in accordance with the rules of the relevant plan and the terms of any offer (other than in respect of entry into transactions or arrangements which may operate to limit the economic risk of a security holding in OFX and the dealing of OFX's securities to which participants become entitled under those plans).

13.2 Other exclusions

Subject to the overriding prohibition against insider trading under clause 6.1, the requirements of this Policy do not apply to and do not restrict participation in:

- (a) the acquisition of OFX's securities through a pro-rata issue (i.e. rights issue);
- (b) the disposal of OFX's securities through the acceptance of a takeover offer, scheme of arrangement or equal access buy-back;
- (c) except where proposed to be undertaken by a Director or their Connected Person, dealings where there is no effective change in the beneficial owner (such as a transfer to a family trust or to a self-managed superannuation fund);
- (d) dealing in OFX's securities as a result of investment in, or dealing in units of, a fund or other scheme (other than a scheme only investing in OFX's securities) where the assets of the fund or other scheme are invested at the discretion of a third party;
- (e) except where proposed to be undertaken by a Director or their Connected Person, dealing by an Employee where the Employee is a trustee or a director of a corporate trustee, trading in OFX's securities by that trust provided the Employee is not a beneficiary of the trust and any decision to trade outside of a Permitted Trading Window is taken by the other trustees or directors or by the investment managers independently of the Employee;
- (f) the exercise (but not the sale of OFX's securities following exercise) of an option or a right under an employee incentive scheme; and
- (g) subject to compliance with clause 7.5 in relation to margin loans, a sale of OFX's securities that is the result of a secured lender exercising their rights under the margin lending arrangement.

14. Exceptional Circumstances where dealings outside a permitted window may be authorised

- 14.1 If you or your Connected Person needs to sell or dispose of OFX's securities due to exceptional circumstances but the sale or disposal would breach this Policy because it is outside a Permitted Trading Window, you may apply (on your own behalf or on behalf of your Connected Person) to the Chairman for a waiver from compliance with a requirement in this Policy to deal only in a Permitted Trading Window.

14.2 If the Chairman is the applicant, the Chairman may apply to the Chair of the Audit, Risk and Compliance Committee for a waiver.

14.3 What constitutes 'exceptional circumstances'?

Exceptional circumstances include: severe financial hardship; compulsion by court order; or any other circumstance that is deemed exceptional by the Chairman or the Chair of the Audit, Risk and Compliance Committee.

14.4 Written application required

A written application must be made setting out the circumstances of the proposed dealing and the reason the waiver is requested. A waiver will only be granted under clause 14.1 if the application is accompanied by sufficient evidence that the sale or disposal of OFX's securities is the most reasonable course of action in the circumstances.

14.5 Decision

- (a) The decision to grant a waiver is at the complete discretion of the Chairman or the Chair of the Audit, Risk and Compliance Committee, as applicable.
- (b) A waiver is valid for two business days from the date the notification.
- (c) For the avoidance of doubt, any waiver granted under this clause 14 is a waiver of breach of the Policy only, and the laws against insider trading will still apply.

Annexure A

Application Form

OFX Group Limited

Form for applications for approval under Securities Trading Policy

SECTION A – TO BE COMPLETED BY APPLICANT

Items marked* must be completed by all applicants.

Applicant Details

Name of Applicant:
Title of Applicant:

- Director
Chairman
Global Executive Team
Senior Leadership Team
Finance Team
Specified employee

If the application is being made on behalf of a Connected Person – name of that Connected Person:

Contact telephone number for Applicant:

Email address of Applicant:

You will be advised of the outcome of your application by email to this address.

Type of application*

- Approval for dealing during Permitted Trading Window
Approval for dealing outside Permitted Trading Window (granted in exceptional circumstances only)

Proposed dealing*

Describe proposed dealing, including number of shares, who will undertake the dealing (i.e. the applicant or their Connected Person) and when the dealing is proposed to take place.

Exceptional Circumstances

Describe financial hardship or other exceptional circumstances.

(Only complete this section if the application is for a waiver for dealing outside a Permitted Trading Window).

Please note that a waiver will only be granted if the only reasonable course of action available in the circumstances is the sale or disposal of the OFX shares.

List supporting evidence to be submitted with this application. For example:

- any relevant tax assessment;
- any relevant bank statements;
- any relevant court order, or court enforceable undertakings; and/or
- a statutory declaration setting out the details of their exceptional circumstances.

Please note that an exception will only be granted if sufficient supporting evidence of the exceptional circumstances is provided.

Unpublished price-sensitive information*	Are you aware of any unpublished information which, if generally available, might materially affect the price or value of OFX Group Limited securities?	Yes	<input type="checkbox"/>
		No	<input type="checkbox"/>

Acknowledgment by Applicant*

Please sign below to acknowledge your agreement with the following:

- I am not in possession of any unpublished information which, if generally available, might materially affect the price or value of OFX’s securities; and
- The transaction in the securities does not contravene the trading Policy of OFX and without limitation:
 - I am not involved in any speculative trading in OFX’s securities;
 - The transaction which is proposed is not in a financial product which operates to limit the economic risk I have in the value of any unvested entitlement or vested entitlement subject to holding lock or dealing restriction in OFX’s securities.
- I understand that dealing in OFX’s securities when I have unpublished price sensitive information is against the law despite any approval or waiver granted to me by OFX.
- I acknowledge that it is my responsibility to ensure that I and my Connected Persons are not in possession of unpublished price sensitive information at the time the dealing is transacted and I affirm that I will not transact if I or my Connected Person obtains unpublished price sensitive information between applying and the transaction.
- I acknowledge that approval may be given or refused in the discretion of the Company Secretary without giving reasons.
- I hereby declare that the information I have provided in this form is true and correct.

Applicant’s signature: _____

Date: / /

SECTION B – THIS SECTION TO BE COMPLETED BY THE CHAIRMAN, CHAIR OF THE AUDIT, RISK AND COMPLIANCE COMMITTEE OR COMPANY SECRETARY (AS APPROPRIATE)

Acknowledgment by Chairman, Chair of the Audit, Risk and Compliance Committee or Company Secretary (as appropriate)

Please sign below to acknowledge your agreement with the following:

- Having checked, it is a Permitted Trading Window and I am not aware that any announcement to ASX is planned or otherwise reasonably anticipated to be made within the next 10 business days;
- I am not aware of any reason approval should be refused.

Acknowledgment and confirmation

Application approved

Application rejected

Additional information required

If additional information is required, please specify:

Duration of approval/waiver granted

2 business days

Other conditions of approval/waiver granted

Signature of Chairman, Chair of the Audit, Risk and Compliance Committee or Company Secretary (as appropriate)*:

Date:

* All Directors must obtain approval from the Chairman. If you are the Chairman you must obtain approval from the Chair of the Audit, Risk and Compliance Committee. Members of the Global Executive Team, the Senior Leadership Team, Finance Team and Specified Employees must obtain approval from the Company Secretary.