Identitii Limited
ACN 603 107 044
ASX:ID8

Trading Policy

Public

Version	2.1
Publication date	2025-05-22
Owner	Company Secretary
Approver	Board of Directors
Classification	Public

Introduction **4**
Context 4
Purpose 4
Scope 4
Trading 4
Applicable persons 4
Objectives 5
Policy implementation **5**
Responsible parties involved in implementation 5
Communication and distribution 7
Policy change requests 8
Policy exception process 9
Policy requirements **11**
Requirements applicable to all staff 11
Requirements applicable to line managers 11
Principles 11
Insider trading prohibition 11
Inside information 11
Generally available information 12
Prohibited conduct 12
Prohibited periods 12
Additional restrictions 13
Margin lending 13
Short-term trading, speculative trading, or short selling 13
Hedging 13
Clearance procedures 14
Prior notification 14
Notification Officers for Designated Persons and Employees 14
Confirmation 14
Notice of dealing 14
Exceptions 15
Permitted dealings 15
Exceptional circumstances 15
Confidential information 15
Notifying interests and updating registers 15
Policy compliance and enforcement **16**
Examples of non-compliance 16
Misconduct 16
Serious misconduct 16
Consequences for non-compliance 16
Policy monitoring and evaluation **17**
Monitoring and evaluation 17

Public

Review....18
Conclusion....19
Schedule 1 - Glossary....20
Schedule 2 - Permitted dealings....22
Schedule 3 - Exceptional circumstances....23
Appendix A - Prior notification form....24
Appendix B - Notice of dealing form....25
Appendix C - Request for exception form....26

Public

Introduction

Context

Identitii Limited ("Company" or "Identitii") is listed on the Australian Securities Exchange (ASX). This policy is driven by the provisions of the Corporations Act 2001 (Cth) (the Act), specifically Part 7.10, Division 3, which prohibits any person aware of 'inside information' from trading, disclosing or procuring in relation to relevant financial products, subject to various exceptions and defences. The policy ensures that all officers, employees, and contractors of Identitii and its wholly owned subsidiaries understand these laws and the rules for dealing in Company securities.

Purpose

The purpose of this policy is to ensure that all officers, employees, and contractors of Identitii and its wholly owned subsidiaries have a clear understanding of insider trading laws and the rules for dealing in Identitii securities. Insider trading involves trading securities or other financial products while in possession of information that is not generally available but would likely have a material effect on the security's price or value if it were. This policy also aims to prevent insider trading by imposing additional restrictions on designated personnel and outlines the severe penalties for violations.

Scope

Trading

The scope of this policy includes the buying and selling of securities of Identitii Limited and its wholly owned subsidiaries, the securities of other entities if you possess inside information about those entities, and other specified entities with which the Company has a relationship, as designated by the Company Secretary.

Applicable persons

Who	Relevant sections
Everyone including all employees, contractors, family members, and associates.	• Insider trading prohibition • Confidentiality
Designated Persons	• Entire policy
Associates of Designated Persons	• Clearance procedures, when relevant to their situation.

Public

Objectives

1. Ensure adherence to insider trading laws.
2. Establish guidelines for trading Identitii securities.
3. Define the policy's applicability to all personnel and associates.
4. Outline insider trading prohibitions under the Corporations Act.
5. Implement trading restrictions during specified periods.
6. Prohibit margin lending, short-term trading, and hedging for designated persons.
7. Set procedures for obtaining clearance to trade during restricted periods.
8. Provide exceptions for certain permissible trading activities.
9. Emphasise the confidentiality of non-public information.
10. Detail requirements for notification and updating of registers.

Policy implementation

Responsible parties involved in implementation

Roles and responsibilities incl. responsible authorities for monitoring and enforcement.

Role	Responsibilities
All Employees and Contractors	• Comply with the Trading Policy at all times. • Maintain confidentiality of non-public information.
Designated Persons (Directors, Officers, Key Management Personnel)	• Comply with all sections of the Trading Policy. • Inform their Associates about this policy where relevant. • Communicate on behalf of their Associates with the Notification Officer for the purposes of this policy. • Avoid trading during prohibited periods. • Obtain clearance for trading during restricted periods. • Refrain from margin lending, short-term trading, and hedging.
Associates of Designated Persons[1]	• Follow the Clearance Procedures, where relevant.

[1] If you are in doubt as to whether a person is an Associate and the application of this policy to them, you should contact the Company Secretary who will make a determination on the issue.

Public

Company Secretary	• Extend policy restrictions to securities of other specified entities if needed. • Provide determinations on policy application. • Receive and confirm notifications of trading intentions from Designated Persons. • Act as Notification Officer. • Ensure compliance with notification and register update requirements. • Instigate induction and ongoing training on the policy.
Board of Directors	• Designate Prohibited Periods. • Review and amend the policy as needed.
Notification Officer	• Receive and confirm notifications of trading intentions from Designated Persons. • Ensure compliance with clearance procedures. • Making a determination of exceptional circumstances.
Chairperson of the Board	• Act as Notification Officer • Make determinations on other exceptional circumstances for trading during prohibited periods, (or Chief Executive Officer where the Chairperson is involved).
Chairperson of the Audit and Risk Committee	• Act as Notification Officer.

Public

Communication and distribution

To ensure effective communication of the policy to relevant stakeholders, the following steps can be taken:

1. Distribution and accessibility:
    a. This policy is available on the Company's website. Key features are also published in:
        i. the annual report or a link given to the governance section of the Company's website; and
        ii. in the Appendix 4G form to be lodged with ASX at the same time as the annual report.
2. Training and awareness programs:
    a. The Company Secretary will instigate induction and on-going training, and set up appropriate processes, to promote compliance with this policy.
    b. These sessions can include presentations, interactive discussions, and practical examples to enhance understanding.
    c. Ensure that all employees, including executives, managers, and staff in different roles, attend the training sessions.
    d. It is also important to conduct periodic refresher training to reinforce key policy concepts.
3. Acknowledgement and acceptance:
    a. Require stakeholders to acknowledge their understanding and acceptance of the policy. This can be done through the implementation of an electronic or physical acknowledgement process where stakeholders sign or electronically acknowledge that they have read and understood the policy. This ensures that stakeholders are aware of their responsibilities and are accountable for complying with the policy.
4. Communication channels:
    a. Utilise various communication channels to reinforce the policy's message and updates.
    b. These channels can include internal newsletters, email communications, team meetings, and notice boards.
    c. Regularly communicate updates or changes to the policy, and emphasise the importance of adhering to the policy's guidelines.
5. Ongoing support and guidance:
    a. Establish a designated point of contact to address stakeholders' questions, provide guidance, and offer support related to the policy. This ensures that stakeholders have access to the necessary resources and assistance to comply with the policy.
6. Integration into onboarding process:
    a. Incorporate the policy into the onboarding process for new employees.
    b. During orientation, provide an overview of the policy, explain its relevance to their role, and highlight the expectations for compliance.
    c. Provide access to the policy document and ensure that new employees acknowledge their understanding and acceptance of the policy.

Public

7. Periodic policy review:
    a. Regularly review the policy to ensure its effectiveness and relevance in addressing evolving threats and technologies.
    b. Engage stakeholders in the review process by soliciting feedback and incorporating their insights and experiences into policy updates.
    c. Communicate any changes or revisions to the policy to all stakeholders in a timely manner.

Policy change requests

The process for requesting a change to the policy may typically involve the following steps:

1. Identify the need for change
    a. Any stakeholder who identifies the need for a change to the policy should carefully evaluate the rationale behind it. This may include new risks, regulatory changes, technological advancements, or feedback received from employees, auditors, or other relevant sources.
    b. It's important to clearly articulate the reasons for the proposed change.
2. Document the proposed change:
    a. The stakeholder requesting the change should document the proposed modifications to the policy. This includes detailing the specific sections or clauses that require revision, addition, or removal, along with a clear explanation of the desired changes and the expected outcomes.
3. Impact assessment:
    a. The proposed change should undergo an impact assessment to evaluate its potential consequences. This assessment may involve considering the impact on existing processes, procedures, technical controls, resources, and compliance requirements.
    b. It's crucial to assess both the positive and negative implications of the change.
4. Consultation and collaboration:
    a. The stakeholder should engage in consultation and collaboration with relevant parties to gather input and feedback. This may include discussions with members of the Company Secretary, legal counsel, HR, risk management personnel, and other subject matter experts. Their expertise and perspectives can help evaluate the viability and effectiveness of the proposed change.
5. Review and approval process:
    a. The proposed change should undergo a formal review process, which must be approved by resolution of the Board.
    b. The review process evaluates the proposed change in light of the organisation's goals, compliance requirements, and overall risk posture.
    c. The approval authority assesses the proposed change and decides whether to approve, reject, or request further modifications.
6. Communication and documentation:
    a. Once the change is approved, it should be communicated to all relevant stakeholders. This includes updating the policy document with the revised sections or incorporating an addendum to the existing policy.
    b. The updated policy should be made easily accessible to all stakeholders through the organisation's established communication channels.

7. Training and awareness:
    a. The Company Secretary will facilitate training or awareness sessions to educate employees about the revised policy. This ensures that all individuals affected by the change are aware of their new obligations and understand the reasons behind the modification.
    b. Training sessions may include explanations of the change, examples of its practical application, and clarification of any questions or concerns raised by employees.
8. Implementation and monitoring:
    a. The revised policy should be implemented and enforced across the organisation.
    b. Ongoing monitoring and compliance assessments should be conducted to ensure adherence to the updated policy
    c. Any deviations or non-compliance should be addressed through appropriate corrective actions.

Policy exception process

Implementing a policy exception requires a careful evaluation and approval process to ensure that exceptions are justified, properly managed, and do not compromise the organisation. The process for implementing a policy exception typically involves the following steps:

1. Identify the need for an exception:
    a. A stakeholder or individual within the organisation identifies a situation or circumstance that warrants an exception to a specific policy.
    b. The need for the exception must be clearly defined and supported by valid reasons, such as business requirements, technical limitations, or legal or regulatory obligations.
2. Documentation of the exception request:
    a. The stakeholder requesting the exception should document the details of the exception request. This includes specifying the policy or control from which the exception is sought, describing the reason for the exception, and providing any supporting evidence or documentation.
3. Evaluation and risk assessment:
    a. The exception request undergoes an evaluation and risk assessment process. This involves assessing the potential impact of granting the exception on the organisation's legal, compliance, and overall risk posture.
    b. The evaluation should consider the severity of the identified risk, available mitigating controls, and alternative solutions to address the situation.
4. Review and approval process:
    a. The exception request is reviewed by the appropriate authority or committee responsible for policy governance and compliance. This may involve the Company Secretary, HR, risk management personnel, legal counsel, or other relevant stakeholders.
    b. The review assesses the justification, feasibility, and acceptability of the requested exception.
    c. The approval authority makes a decision to approve, reject, or request further modifications to the exception request.

5. Documentation and tracking:
    a. Once the exception is approved, it should be properly documented, including the justification for the exception, the approval details, and any conditions or limitations associated with the exception. This documentation helps ensure transparency, accountability, and auditability.
    b. The exception request and its approval status should be tracked in a centralised repository or system for future reference and reporting.
6. Communication and awareness:
    a. The approved exception should be communicated to the relevant stakeholders who are affected by the exception. This includes notifying individuals responsible for implementing or enforcing the policy, as well as any other personnel who may be impacted by the exception.
    b. It's essential to ensure that all affected parties understand the scope, limitations, and duration of the exception.
    Monitoring and review:
    c. The exception should be periodically reviewed to assess its ongoing relevance and validity. This includes monitoring the associated risks, evaluating any changes in the organisation's environment, and reassessing the need for the exception.
    d. If circumstances change, the exception may be modified, extended, or revoked based on the reassessment results.
7. Reporting and accountability:
    a. The exception process should include reporting mechanisms to ensure proper oversight and accountability. This may involve regular reporting to senior management, the board of directors, or other governing bodies to provide visibility into the exceptions granted and their associated risks.

Public

Policy requirements

Requirements applicable to all staff

1. Adhere to the Trading Policy at all times.
2. Maintain the confidentiality of non-public information.
3. Participate in induction and ongoing training on the policy.
4. Report any suspected breaches of the policy.
5. Refrain from engaging in insider trading or sharing inside information.
6. Consult the Company Secretary if unsure about any aspect of the policy.
7. Consider obtaining your own legal or financial advice before dealing in Company securities.

Requirements applicable to line managers

1. Ensure that their team members are aware of and understand the Trading Policy.
2. Monitor compliance with the policy within their teams.
3. Provide support and guidance to team members regarding the policy.
4. Report any suspected breaches of the policy by team members to the appropriate authorities.
5. Facilitate and encourage team participation in training sessions.
6. Inform team members about the clearance procedures and prohibited periods.

Principles

Insider trading prohibition

Inside information

Inside Information can include matters of speculation or supposition and matters relating to intentions or likely intentions of a person. Information is regarded as being likely to have a material effect if it would, or would be likely to, influence persons who commonly invest in securities or other traded financial products in deciding whether or not to deal in Company securities. Examples of Inside Information could be:

1. the financial performance of the Company;
2. changes in the Company's actual or anticipated financial condition or business performance;
3. changes in the capital structure of the Company, including proposals to raise additional equity or increase debt;
4. proposed changes in the nature of the business of the Company;
5. drilling results, mining exploration results, production figures etc;
6. an event which could have a material impact (either positively or negatively)on profits (for example, a significant safety or environmental incident);
7. changes to the Board of Directors or significant changes in Key Management Personnel;
8. an undisclosed significant change in the Company's market share;
9. likely or actual entry into, or loss of, a material contract;
10. material acquisitions or sales of assets by the Company;
11. a proposed dividend or other distribution or a change in dividend policy; or
12. a material claim against the Company or other unexpected liability.

Public

Generally available information

Information is generally available if:

1. it consists of readily observable matter or deductions;
2. it has been brought to the attention of investors through an announcement to ASX or otherwise similarly brought to the attention of investors who commonly invest in securities, and a reasonable period has elapsed since it was announced or brought to investors' attention; or
3. it consists of deductions, conclusions or inferences made or drawn from information referred to in paragraphs (1) or (2) above.

Examples of possible readily observable matters include a change in legislation which will affect the Company's ability to make certain types of investments, or a severe downturn in global securities markets.

Prohibited conduct

Under the Corporations Act, if you have inside information relating to the Company, it is illegal for you to:

1. Deal in (apply for, acquire, or dispose of) Company securities or enter into an agreement to do so.
2. Procure another person to apply for, acquire, or dispose of Company securities or enter into an agreement to do so.
3. Directly or indirectly communicate, or cause to be communicated, that information to any other person if you know, or ought reasonably to know, that the person would, or would be likely to, use the information to engage in the activities specified in paragraphs (1) or (2).

Additionally, it is illegal to apply for, grant, exercise, or transfer an option over Company securities if you have inside information. This prohibition also extends to trading in the securities of other entities, such as suppliers, contractors, and customers, if you possess inside information about them. The source or capacity in which you become aware of the inside information is irrelevant. You cannot circumvent these restrictions by arranging for a family member or friend to trade on your behalf, nor may you give "tips" concerning Inside Information relating to the Company to others.

Prohibited periods

Subject to the Insider Trading Prohibition and the requirements of this policy, Designated Persons must not deal in Company securities during the following periods:

1. From 1 July until the day following the announcement of the full-year results to the ASX.
2. From 1 January until the day following the announcement of the half-year results to the ASX.
3. Any additional periods designated by the Board of Directors as Prohibited Periods.

Additional restrictions

Margin lending

Designated Persons are not permitted to enter into margin lending arrangements in relation to Company securities. The grounds for this include that the terms may require Company securities to be sold during a Prohibited Period or when the Designated Person possesses Inside Information.

This restriction does not extend to other funding arrangements where Company securities may be included as security. Designated Persons should consult the Company Secretary if they are uncertain as to whether an arrangement should be classified as a margin lending arrangement.

Short-term trading, speculative trading, or short selling

Designated Persons must not engage in short-term or speculative trading in Company securities or related financial products, nor participate in short selling of Company securities.

Hedging

Subject to the law, Designated Persons and their closely related parties (as defined in the Corporations Act) must not:

1. enter into transactions or arrangements with anyone which could have the effect of limiting the exposure of the member to risk relating to an element of the member's remuneration that:
    a. has not vested in the member; or
    b. has vested in the member but remains subject to a holding lock; or
2. deal at any time in financial products over or in respect of Company securities, except for the type of dealing permitted by law or under this policy.

Examples of prohibited arrangements include:

1. a put option on incentive remuneration;
2. a short position on shares that forms part of the incentive remuneration; and
3. an income protection insurance contract in which the insurable risk event affects the financial value of remuneration or equity or an equity-related instrument for the Key Management Personnel.

Examples of arrangements that are not prohibited:

1. an income protection insurance contract in which the insurable risk event is death, incapacity or illness of any of the Key Management Personnel; and
2. a foreign currency risk arrangement.

Public

Clearance procedures

Prior notification

If a Designated Person proposes to deal in Company securities (including entering into an agreement to deal) during a Prohibited Period, they must first provide, either using the form in Appendix A or in writing to the Company Secretary, both:

1. written notice of their intention to the Company Secretary and applicable Notification Officer listed below; and
2. confirmation that they are not in possession of Inside Information.

Notification Officers for Designated Persons and Employees

Who	Relevant sections
Chairperson of the Board	The Chairperson of the Audit and Risk Committee
Other Directors (including the CEO and alternate Directors)	The Chairperson of the Board
Key Management Personnel	The Chairperson or Company Secretary
Other company personnel	Company Secretary

The relevant Notification Officer may appoint a delegate to act on his or her behalf if temporarily unavailable.

Confirmation

Before dealing in Company securities, the Designated Person must receive a confirmation from the Notification Officer. A confirmation expires 5 days from its date, unless it specifies a different expiry date. A confirmation confirms that the proposed dealing by the Designed Person is within the terms of the Trading Policy but does not otherwise constitute approval or endorsement by the Company or the Notification Officer for the proposed dealing. Even if confirmation is granted, a Designated Person remains personally responsible for their own investment decisions and assessing whether the Insider Trading Prohibition applies to them.

Notice of dealing

In addition to providing advance notice as per the section regarding prior notification, Directors must confirm, in writing or using the form in Appendix B, to the relevant Notification Officer within 2 business days from when the dealing in Company securities has occurred, the number of Company securities affected and the relevant parties to the dealing.

Public

Exceptions

Permitted dealings

Certain types of dealing are excluded from the "Prohibited periods" section of this policy and may be undertaken at any time, subject to the Insider Trading Prohibition. These exclusions, listed in Schedule 2, are permitted primarily on the basis that the trading is passive, restrictive, beyond the individual's control, or does not result in a change of beneficial ownership.

Exceptional circumstances

In exceptional circumstances as outlined in Schedule 3, a Designated Person may request, and the Notification Officer may grant, prior confirmation for the Designated Person to:

1. deal in Company securities during a Prohibited Period; or
2. dispose of Company securities even if otherwise prohibited under the "Additional restrictions" section of this policy, except if this would breach the Insider Trading Prohibition.

Exception requests may be submitted to the Notification Officer and Company Secretary in writing or by using the form in Appendix C.

Confidential information

You must treat Confidential Information about the Company as confidential and belonging to the Company. Take whatever steps are reasonably necessary to keep Confidential Information from being disclosed (except as authorised or legally required). This means:

1. you must avoid inadvertent or indirect disclosure of Confidential Information;
2. you must be careful that your conversations are not overheard in elevators, aeroplanes or other public places;
3. even within the Company, Confidential Information should be distributed to or discussed with others only on a need-to-know basis, and those people must be told that the information is confidential;
4. you must not disclose Confidential Information to others (including family members, relatives, business or social acquaintances) except as authorised or legally required; and
5. you must not leave Confidential Information on conference tables, desks or otherwise unguarded.

Notifying interests and updating registers

The Company, its Directors and Company Secretary will comply with requirements regarding notifying Directors' interests and updating Company registers including:

1. disclosure obligations under the ASX Listing Rules (such as under ASX Listing Rules 3.1 and 3.19A);
2. notifying ASIC of a substantial shareholding or change to that holding (under section 671B the Corporations Act);
3. for notifications, requests and clearances under this policy; and
4. for Directors' material personal interests and standing notices (under Chapter 2D Div 2 of the Corporations Act).

Public

Policy compliance and enforcement

Examples of non-compliance

Misconduct

Misconduct refers to actions or behaviour by an employee that deviates from the expected standards of conduct outlined in corporate policies or codes of conduct. It typically involves violations of company policies, rules, or guidelines, which may result in minor breaches or disruptions in the workplace. Examples of misconduct include:

1. Failing to notify the Notification Officer before trading in Company securities.
2. Disclosing confidential information unintentionally.
3. Not informing Associates about the Trading Policy.
4. Neglecting to seek advice when uncertain about policy applications.

Serious misconduct

Serious misconduct refers to actions or behaviour that significantly and detrimentally impact the organisation, its employees, clients, or stakeholders. It involves more severe violations that breach ethical standards, cause harm, or disrupt the workplace environment. Serious misconduct may have legal implications and can result in immediate termination of employment. Examples of serious misconduct include:

1. Engaging in insider trading.
2. Trading during Prohibited Periods without clearance.
3. Involvement in margin lending, short-term trading, or hedging in violation of the policy.
4. Deliberately sharing inside information ("tipping") for personal gain or others' trading.
5. Ignoring notification and register update requirements.
6. Repeated failure to comply with the Trading Policy after warnings.

Consequences for non-compliance

While misconduct is considered a breach of company policies, it is typically addressed through disciplinary measures or corrective actions, such as verbal warnings, written warnings, counselling, or performance improvement plans. Due to the severe nature of serious misconduct, immediate and decisive action is often taken, including disciplinary proceedings, investigations, termination, and potential legal consequences.

As well as reputational damage for both you and the Company, if you break the insider trading laws, you may be subjected to serious legal consequences including:

- criminal penalties for a conviction include heavy fines and imprisonment;
- civil liability - you can be sued by another party or the Company for loss they suffer as a result of your illegal trading; and
- civil penalty provisions - the Australian Securities and Investments Commission (ASIC) may seek civil penalties against you and may even seek a court order that you be disqualified from managing a corporation.

Policy monitoring and evaluation

Monitoring and evaluation

Monitoring and evaluating the progress and effectiveness of the policy is crucial to ensure its continuous improvement and alignment with organisational goals. Monitoring and evaluation may be conducted through internal audit, external audit, and manual audits of controls:

1. Internal audit:
    a. Internal audit teams or personnel, independent from the areas being audited, can assess the implementation and compliance of the policy.
    b. Internal audits can include a review of controls, processes, and procedures to determine their effectiveness and identify any gaps or weaknesses.
    c. Internal auditors can conduct regular audits based on an audit plan, which outlines the areas to be audited and the frequency of audits.
    d. The internal audit function can evaluate the organisation's adherence to the policy's requirements, identify areas of non-compliance, and provide recommendations for improvement.
    e. The internal audit team may also assess the effectiveness of processes, risk management practices, and awareness and training programs.
2. External audit:
    a. External audit firms or independent assessors can be engaged to evaluate the organisation's compliance with relevant standards, regulations, or industry best practices.
    b. External audits provide an objective assessment of the organisation's controls and compliance with external requirements.
    c. External auditors may review the organisation's policies, procedures, and controls, and assess their effectiveness in achieving the desired objectives.
    d. External audits can also provide an independent assessment of the organisation's data privacy and protection practices, including compliance with applicable privacy laws and regulations.
3. Manual audits of controls:
    a. Manual audits of controls involve conducting specific assessments of individual controls and processes.
    b. These audits can be performed by designated individuals or teams responsible for managing specific controls, such as access control, financial audits, network security, or data privacy.
    c. Manual audits assess the adequacy and effectiveness of controls, identify any deviations or non-compliance, and recommend corrective actions.
    d. The audits can be conducted through interviews, documentation review, observations, and testing of control effectiveness.
    e. Manual audits help ensure that controls are properly implemented, monitored, and aligned with the policy's requirements.

Public

4. Key considerations:
    a. Monitoring and evaluation efforts should be based on a well-defined audit plan or schedule to ensure regular assessments of different aspects of the policy.
    b. The results of audits, both internal and external, should be documented and shared with relevant stakeholders, such as senior management.
    c. Identified gaps or non-compliance should be addressed through corrective actions and follow-up audits to verify the effectiveness of remedial measures.
    d. Monitoring and evaluation processes should be adaptable to changes in the organisation's environment, emerging threats, and evolving requirements.
    e. It is important to ensure that auditors and assessors possess the necessary expertise and knowledge to effectively evaluate the policy and associated controls.

Review

To ensure the policy remains up-to-date, effective, and aligned with organisational goals, feedback, review, and periodic revisions should be incorporated into the policy management process. Here are mechanisms that can be implemented for these purposes:

1. Feedback mechanisms:
    a. Establish a designated point of contact to receive feedback and suggestions regarding the policy.
    b. Encourage stakeholders to provide feedback through various channels, such as a designated email address, feedback forms, or an anonymous reporting system.
    c. Conduct surveys or focus group discussions to gather insights and perspectives from employees, management, and other stakeholders.
    d. Establish a culture of open communication and encourage stakeholders to proactively raise concerns or provide suggestions related to the policy.
2. Periodic review:
    a. The Board will review this policy from time to time so that it remains relevant to the needs of the Company.
    b. Form a review committee consisting of representatives from relevant departments, such as HR, technology, legal, compliance, and risk management, to conduct the policy review.
    c. During the review, assess the policy's alignment with emerging threats, changes in regulatory requirements, technological advancements, and lessons learned from incidents or audits.
    d. Solicit feedback from stakeholders during the review process to gather insights on the policy's strengths, weaknesses, and areas for improvement.
    e. Evaluate the policy against industry best practices, standards, and guidelines to ensure its relevance and effectiveness.

Public

3. Revisions and updates:
    a. Based on the feedback and findings from the review process, initiate the necessary revisions and updates to the policy.
    b. Clearly document all changes made to the policy, including the rationale and considerations behind each revision.
    c. Ensure that the revised policy reflects the latest best practices, addresses identified gaps or weaknesses, and incorporates new legal or regulatory requirements.
    d. Communicate the revisions to all stakeholders through appropriate channels, such as internal newsletters, email communications, or training sessions.
    e. Ensure that stakeholders have access to the updated policy document and are aware of the changes made.
4. Training and awareness:
    a. Conduct training sessions or awareness programs to educate employees and stakeholders about the revised policy and its implications.
    b. Highlight the changes made, the reasons behind the revisions, and any new responsibilities or requirements resulting from the updated policy.
    c. Reinforce the importance of adhering to the policy and provide guidance on how to comply with the revised guidelines.
    d. Offer refresher training periodically to reinforce key policy concepts and maintain awareness among stakeholders.

Conclusion

This Trading Policy serves as a comprehensive guide to ensure that all officers, employees, and contractors of Identitii Limited ("Company" or "Identitii") adhere to insider trading laws and understand the rules for dealing in Company securities. The policy outlines the scope of trading activities, identifies applicable persons, and sets clear objectives to enforce compliance. Key components of the policy include:

- Definitions and prohibitions of insider trading, as mandated by the Corporations Act 2001 (Cth).
- Detailed procedures for obtaining clearance to trade during restricted periods and dealing in exceptional circumstances.
- Emphasis on maintaining the confidentiality of non-public information.
- Clear roles and responsibilities for all stakeholders involved in policy implementation and enforcement.
- Mechanisms for communication, distribution, training, and awareness to ensure effective adherence to the policy.

Public

Schedule 1 - Glossary

Unless the contrary intention appears, these meanings apply in the Trading Policy:

1. **"ASIC"** means Australian Securities and Investments Commission.
2. **"Associate"** means Associates of a Designated Person include their closely connected persons and entities, i.e. their family members, trusts, companies, nominees and other persons over whom a Designated Person has, or may be expected to have, investment control or influence.
3. **"ASX"** means ASX Limited or Australian Securities Exchange, as the context requires.
4. **"Clearance Procedures"** means the steps that Designated Persons must follow to get approval before they trade in Company securities, especially during Prohibited Periods.
5. **"Confidential Information"** means sensitive, non-public information about the Company.
6. **"Deal"** means to take part in any transaction associated with buying, selling, acquiring, disposing of, converting or agreeing to do any of these things.
7. **"Designated Person"** means all directors, officers, and other key management personnel of the Company, and any other person designated by the Company Secretary.
8. **"Exceptional Circumstances"** means specific situations that may allow Designated Persons to trade during Prohibited Periods, subject to approval, such as severe financial hardship or legal obligations.
9. **"Hedging"** means entering into transactions or arrangements that limit the financial risk associated with holding Company securities.
10. **"Inside Information"** has the meaning given in Corporations Act 1042A, summarised as:
    a. Information relating to the Company which is not generally available but, if the information were generally available, would be likely to have a material effect on the price or value of Company securities.
11. **"Insider Trading"** means the illegal practice of trading in the securities of a publicly listed company based on material, non-public information (inside information) about the company.
12. **"Insider Trading Prohibition"** has the meaning given in Corporations Act 1043A, summarised as:
    a. Prohibition of the following conduct by a person who has inside information:
        i. Dealing in (applying for, acquiring, or disposing of) Company securities or entering into an agreement to do so.
        ii. Procuring another person to apply for, acquire, or dispose of Company securities or enter into an agreement to do so.
        iii. Directly or indirectly communicating inside information to any other person if you know, or ought reasonably to know, that the person would or would likely use the information to engage in the activities specified in (i) or (ii).
13. **"Key Management Personnel"** means persons having authority and responsibility for planning, directing and controlling the activities of an entity, directly or indirectly, including all executive and non-executive directors (see Accounting Standard AASB 124).

Public

14. **“Margin Lending”** means a financial arrangement where a Designated Person borrows funds to purchase Company securities, using those securities as collateral.
15. **“Prohibited Period”** means a specified timeframe during which Designated Persons are not allowed to trade in Company securities.
16. **“Securities”** means shares, options, derivatives, or any other financial instruments issued by a company.
17. **“Short position”** means a position in relation to shares in a listed company where the quantity of the shares that a person has is less than the quantity of the shares that the person has an obligation to deliver.
18. **“Short Selling”** means selling Company securities that the seller does not currently own, with the intention of repurchasing them at a lower price later.
19. **“Short Term Trading”** means buying and selling Company securities within a short period, aiming to profit from short-term price movements.
20. **“Speculative Trading”** means trading based on speculation or predictions about future price movements, rather than long-term investment.
21. **“Trade”** has the same meaning as “Deal”.

Public

Schedule 2 - Permitted dealings

In accordance with the "Exceptions" and "Permitted Dealings" sections, the following types of dealings are excluded from the "Prohibited Periods" section of this policy and may be undertaken at any time, provided they do not breach the Insider Trading Prohibition:

1. **Superannuation:** Transfers of securities which are already held in a superannuation fund or other saving scheme in which the Designated Person is a beneficiary;
2. **Third parties:** An investment in, or trading in units of, a fund or other scheme (other than a scheme only investing in Company securities) where the assets of the fund or other scheme are invested at the discretion of a third party;
3. **Other trustees:** Where a Designated Person is a trustee, trading in Company securities by the respective trust provided the Designated 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 Designated Person;
4. **Takeover:** Undertakings to accept, or the acceptance of, a takeover offer;
5. **Rights offers, Share Purchase Plans (SPPs), Dividend Reinvestment Plans (DRPs, and buy-backs:** Trading under an offer or invitation made to all or most of the 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 the structure of the offer has been approved by the Company's 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;
6. **Lender disposal:** A disposal of Company securities that is the result of a secured lender exercising their rights;
7. **Incentive scheme:** The exercise (but not the sale of securities following exercise) of an option or 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 and the Company has been in an exceptionally long Prohibited Period or the Company has had a number of consecutive Prohibited Periods and the Designated Person could not reasonably have been expected to exercise it at a time when free to do so; and
8. **Trading plan:** Trading under a non-discretionary trading plan for which prior written clearance has been provided in accordance with procedures set out in this policy and where:
    a. The Designated Person did not enter into or amend the plan during a Prohibited Period; and
    b. The trading plan does not allow the Designated Person to exercise any influence or discretion over how, when, or whether to trade.

    However, this policy does not permit the Designated Person to cancel or otherwise vary the terms of their participation in the trading plan during a Prohibited Period, except in exceptional circumstances.

Schedule 3 - Exceptional circumstances

In accordance with the “Exceptional circumstances” paragraph under the “Exceptions” section of this policy, a Designated Person may request prior confirmation from the Notification Officer, either by using the form in Appendix C or by providing notice in writing, to:

1. deal in Company securities during a Prohibited Period; or
2. dispose of Company securities even if otherwise prohibited under the “Additional restrictions” section of this policy,
3. if there are exceptional circumstances (except if this would breach the Insider Trading
4. Prohibition).

The “Clearance procedures” section of this policy must be complied with regarding prior notification, confirmation and notification of dealing.

Examples of exceptional circumstances are:

1. severe financial hardship, eg a pressing financial commitment that cannot be satisfied otherwise than by selling the relevant Company securities;
2. requirements under a court order or court enforceable undertakings or other legal or regulatory requirements (eg a family law settlement); or
3. other exceptional circumstances as determined by the Chairperson (or Chief Executive Officer where the Chairperson is involved).

For the avoidance of doubt, a liability to pay tax does not normally constitute severe financial difficulty. If the Notification Officer has any doubt in making a determination of exceptional circumstances, they should exercise discretion with caution.

Public

Appendix A - Prior notification form

Prior notification of intent to deal in company securities

Name of Designated Person:	
Position:	
Department:	
Date:	
Type of Transaction (e.g., purchase, sale, exercise of option):	
Number of Securities:	
Date of Proposed Transaction:	
Reason for Transaction:	

☐ I confirm that I am not in possession of any inside information relating to the Company that is not generally available.

Signature of Designated Person:

For office use only

Received by (Name of Notification Officer):	
Date Received:	
Approval Status:	☐ Approved ☐ Denied
Comments:	

Signature of Notification Officer:

Public

Appendix B - Notice of dealing form

Notice of dealing in company securities

Name of Director:	
Position:	
Department:	
Date of notification:	
Type of Transaction (e.g., purchase, sale, exercise of option):	
Number of Securities:	
Date of Transaction:	
Relevant Parties Involved:	

Signature of Director:

For office use only

Received by (Name of Notification Officer):	
Date Received:	
Comments:	

Signature of Notification Officer:

Public

Appendix C - Request for exception form

Request for exception to deal in company securities during prohibited period

Name of Designated Person:	
Position:	
Department:	
Date:	
Description of Exceptional Circumstances:	
Type of Transaction (e.g., purchase, sale, exercise of option):	
Number of Securities:	
Date of Proposed Transaction:	
Reason for Transaction:	

☐ I confirm that this request is based on exceptional circumstances as outlined in the Company's Trading Policy and that I am not in possession of any inside information relating to the Company that is not generally available.

Signature of Designated Person:

For office use only

Received by (Name of Notification Officer):	
Date Received:	
Approval Status:	☐ Approved ☐ Denied
Comments:	

Signature of Notification Officer:

Public