



Your Smile. Our Vision.

# SDI Limited

ABN: 27 008 075 581

## Share Trading Policy

**1 Introduction**1.1 Purpose

In order to preserve the integrity of SDI Limited ("The Company") it is essential that the Company's share trading by directors, employees, and associated personnel are fair and do not contravene any Laws.

1.2 Scope

This document sets out the Company's Policy regarding share trading by all directors, employees, and associated personnel of the Company. The Policy is effective from 1<sup>st</sup> January, 2011

1.3 Definitions

"Directors":	All Directors of the Company including Non Executive, Executive and Alternate Directors of SDI Limited and its Subsidiaries.
"Associated Personnel":	Any person who is under the control of the Company
"Employee":	Includes all staff and management of the Company
"Personnel":	All directors, Employees and Associated Personnel.
"Policy":	The Company's Policy relating to share trading in its securities.
"Company's Securities":	All shares and options of SDI Limited.
"Trading":	Buying or selling the Company's Securities.
"Price Sensitive Information / Announcement":	Any information relating to the Company which would not generally be available to the Market and if available, would likely to have a material effect on the price or value of the Company's securities, and would influence persons to deal in the Company's securities.

**2 The Company's Policy**2.1 Restriction Periods:

2.1.1 Financial Result announcements - directors, employees and associated personnel must not trade in the Company's shares between the following periods:

- Half Year results - Between December 1 and 24 hours after the results are announced to the Market.
- Full Year results - Between June 1 and 24 hours after the results are announced to the Market

2.1.2 Price Sensitive announcements - directors, employees and associated personnel should not trade in the Company shares prior to the knowledge of any price sensitive announcements and 24 hours after these announcements are released to the Market.

## 2.2 Communication:

- 2.2.1 All Personnel are to advise the Company Secretary, or in the absence of the Company Secretary, the Managing Director, at least one day prior to the trading of any securities in the Company whether the trade falls within the restriction period or not.
- 2.2.2 Directors, employees and associated personnel must gain approval in writing from the Chairman prior to any share trading within the restriction periods.
- 2.2.3 Personnel must gain approval in writing from the Company Secretary, or in the absence of the Company Secretary, the Managing Director, prior to dealing in Company securities outside of the restriction periods.

## 2.3 Extension of the Policy

The Board of Directors of the Company may also extend this Trading Policy to dealing in securities of other specific companies with which the Company may have a close business relationship.

## 2.4 Dealings not subject to this Policy

- 2.4.1 Transfer between entities of the same beneficial holder of the securities.
- 2.4.2 Grant of shares or options under an employee share or option scheme.
- 2.4.3 Cancellation or surrender of an option under an employee option scheme.
- 2.4.4 Take up of shares in lieu of cash under the Company's Dividend Reinvestment Scheme.
- 2.4.5 Exercise of an option or right under an employee option scheme where the final date for the exercise falls during any restriction period, where the employee could not have reasonably have expected to exercise the option at an earlier time outside the restriction period.

## **3 Insider Trading**

The Company's Policy is separate and additional to the legal requirements in the Corporations Act 2001 on insider trading.

Generally, insider trading is an illegal practice of trading in a company's securities on the basis of information that is not generally available, and if generally available, a reasonable person would expect it to have a material effect on the price or value of the securities of the Company. The insider trading provisions can apply to all persons, whether they are directors, employees, associated persons or not.

If a person possesses information and that person knows, or ought reasonably to have known, that the information is not generally available to the Market, and that it would likely to be material information, that person must not apply, purchase or dispose SDI securities. Also that person must not procure another person to act on this information, or communicate this information to another person.

Breach of the insider trading Law may subject an individual and their associated parties to criminal and civil liability.