

ARC FUNDS LIMITED

ABN 52 001 746 710



SECURITIES TRADING POLICY

Revised and approved by Directors on 9 June 2022

1. Preamble

ARC Funds Limited (“**ARC**” or “**the Company**”) encourages Directors and employees to be meaningful security holders in ARC by means of making a personal financial commitment to acquiring shares in the Company.

As a consequence of this philosophy, Directors and employees of ARC are able to build such shareholdings by means of:

- a. the conversion of remuneration into shares of ARC, subject to shareholder approval where relevant; and/or
- b. acquisition of shares via participation in new issues of securities by ARC, subject to shareholder approval where relevant; and/or
- c. issuance of options (subject to shareholder approval and vesting provisions) convertible into shares of ARC; and/or
- d. acquisition of ARC securities in a secondary market such as that operated by ASX Limited

Since new issues of securities by the Company will require relevant notification that ARC is in compliance with continuous disclosure legislation embedded within the Corporations Act and ASX Listing Rules, this Securities Trading Policy seeks to ensure that Directors and employees of the Company are similarly compliant when acquiring ARC shares in a secondary market.

2. Secondary market trading – requirement to be in compliance with Corporations Act

The Corporations Act states that it is an offence for a person who possesses information that is not generally available and knows or ought reasonably to know that it is not generally available and that if it were it would have a material impact on the price or value of a security (including an option) issued by the Company, to:

- a. trade in (i.e. apply for, acquire or dispose of, or enter into an agreement to do any of these things) securities issued by the Company;
- b. procure another person (e.g. a family member, friend, or family Company, superannuation fund or trust) to trade in securities issued by the Company; or
- c. communicate the information to another person if you know or ought reasonably to know that the person may use the information to trade in or procure another person to trade in securities issued by the Company.

It is the responsibility of each Director, employee or contractors (hereafter “**Representatives**”) of the Company to ensure that they do not breach the insider trading prohibition. Breaches of the insider trading prohibition are considered serious and will result in disciplinary action being taken by the Company.

3. Precluded Periods

Representatives are permitted to trade in the Company's securities throughout the year except during the following periods:

- a. the period from 30 June each year and the announcement of the full year's results to ASX or until definitive guidance on such results is publicly released; and
- b. the period from 31 December each year and the announcement of the half yearly results to ASX or until definitive guidance on such results is publicly released; or
- c. they are aware of information at any time which would have a material impact on the price of ARC securities which is not generally known to the market; or
- d. the Chairman of the Company, at his or her sole discretion, precludes trading in the Company's securities.

4. Consent

ARC has an Chairman at the present time. Representatives must obtain written or email consent from the Chairman prior to trading in the Company's securities.

The Chairman must obtain written or email consent from the Company Secretary, who will obtain agreement from other Directors, prior to trading in the Company's securities.

5. Changes in Directors' Shareholdings

Directors must advise the Company Secretary of changes to their shareholdings in the Company and any of its related bodies corporate within two business days of the change.

6. Waivers

In exceptional circumstances, where the Chairman agrees, at their discretion, the Chairman may waive a part of this Securities Trading Policy to allow Representatives to trade in the securities of the Company where to do so would not be unlawful or illegal.