

Over Fifty Group Limited Directors & Staff Share Trading Policy

Terms

the “Group”	means Over Fifty Group Limited and/or any of its subsidiaries
the “Company”	means Over Fifty Group Limited
“Director”	means a director of the Group.
“Employee”	an employee of the Group.
“Over Fifty Group Securities”	means any securities or any related derivatives issued by the Group.
“Over Fifty Group Employee Deferred Share Plan”	means any salary sacrifice plan for employees predetermined at the start of every financial year.

Background and Overriding Requirement

1. The Corporations Act prohibits any person from dealing in securities and other instruments such as options when in possession of inside information.
2. As regards Over Fifty Group Securities, inside information includes information which is not generally available and if the information were generally available, a reasonable person would expect it to have a material effect on the price or value of the securities.
3. Directors or Employees must not communicate inside information relating to the Group to any person if they know or ought to know that the other person would or would be likely to use the information, directly or indirectly, for dealings in Over Fifty Group’s securities.
4. No Director or Employee may deal in Over Fifty Group Securities when to do so would breach the Corporation Act.
5. Directors and Employees must not procure anyone else to deal in Over Fifty Group Securities where this policy prohibits the Director or Employee from dealing.

Detailed Requirements

6. Directors and Employees are not permitted to buy or sell or otherwise trade in Over Fifty Group securities during a “black-out period”.
7. A “black-out period” is:
 - + the period of six weeks ending on, and including, the day following the expected date of release to the Australian Stock Exchange of the Company’s Preliminary final report or, if shorter, the period from the relevant financial year-end up to and including the day following the expected release; and
 - + the period of six weeks ending on, and including, the day following the expected date of release to the Australian Stock Exchange of the Company’s Half-year report or, if shorter, the period from end of the relevant financial period up to and including the day following the expected release.

8. Where the actual date of release to the Australian Stock Exchange of the Company's Preliminary final report or Half-year report, as the case may be, occurs before or after the expected date of release referred to in Paragraph 4.5 above, the "black-out period" shall cease at the end of the day following that actual date of release.
9. Notification of a blackout period will be sent by email by the Company Secretary (or their delegate) to all Employees and Directors.

Employee Share Plan

10. The restrictions in this policy do not apply to the purchase of Over Fifty Group Securities as part of the Over Fifty Group Employee Deferred Share Plan.

Procedures for employees wishing to trade in Over Fifty Group Securities

11. Employees must seek the written consent of the General Counsel/Company Secretary or in his/her absence, that of the CEO before dealing in Over Fifty Group Securities.
12. Subsequent to any approved trading in Over Fifty Group Securities, employees may be required to provide copies of trading confirmations to the Company Secretary. These confirmations are to be placed with the corresponding written consent on the share trading register/file.

Procedures for directors trading in Over Fifty Group Securities

13. The Company will (as required) disclose to the Australian Stock Exchange details of director's interests in company securities.
14. Directors are required to provide to the Company Secretary the necessary information relating to their interests in the Company's securities.