

## **POLICY ON DEALING IN ALTUS SECURITIES**

### **1. Purpose and Objectives**

This policy deals with the sale and purchase of securities in Altus Renewables Limited (“Altus”) by its directors and employees, and their family members and other associates/nominees such as family trusts and family companies (hereinafter singularly or jointly referred to as “Affected Parties”). The purpose is to assist Affected Parties to avoid conduct known as “insider trading”.

This document provides a basic explanation of what constitutes insider trading and Altus’ policy to prevent it, including:

- a description of what conduct may constitute insider trading;
- a description of the safest times for Affected Parties to buy or sell securities in Altus in order to minimise the risk of insider trading; and
- the steps for Affected Parties to take when buying or selling securities in Altus .

### **2. Insider Trading Provisions**

The Corporations Act 2001 contains the provisions relating to insider trading. Under these provisions, a person is prohibited from dealing in “Division 3 Financial Products” (which includes shares and options) where:

- the person possesses information that is not generally available which would, if it were generally available, have a “material effect” on the share price of the relevant entity (i.e. the information is “inside information”); and
- the person knows, or ought reasonably to have known, that the information is not generally available and that if it were it might have a material effect on the share price of the relevant entity.

The prohibition does not apply to the exercise of options to subscribe for shares in Altus made by a participant in Altus’ Employee Option Plan or other options on issue for time to time.

To illustrate the prohibition described above, the following are possible examples of price sensitive information which, if made available to the market, may be likely to affect materially the price of Altus’ securities (and therefore be “inside information” if it were not generally available):

- merger and takeover discussions;
- a change in Altus’ financial forecast or expectation;
- Altus considering the acquisition or disposal of an interest in a major project;
- the threat of major litigation against Altus ;
- possible departure of key members of staff; and

- a change in accounting policy.

Buying and selling securities of other companies with which Altus may be dealing is also prohibited where an individual possesses inside information which also relates to another company. For example, where an individual is aware that Altus is about to sign a major agreement with another company, they should not buy securities in either Altus or the other company.

### **3. Prohibited conduct by a person with “inside information”**

There are a number of insider trading offences that officers and employees may expose themselves and others to, including spouses and dependent relatives.

A person who possesses “inside information” about a particular security, which is not generally available, must not:

- apply for, purchase or sell (or agree to subscribe for, purchase or sell) those securities;
- procure another person to apply for, purchase or sell those securities; or
- directly or indirectly communicate the information to a third party if the person knows, or ought reasonably to know, that the third party would or would be likely to buy or sell the securities (or procure another person to do so).

A person does not need to be a director or employee of Altus to be guilty of insider trading in relation to Altus securities. The prohibition extends to dealings by directors and employees through nominees, agents or other associates, such as family members, family trusts and family companies.

## **4. Guidelines for Trading in Altus' Securities**

### **4.1 General Rule**

Affected Parties should not buy or sell securities in Altus when they are in possession of inside information.

### **4.2 Safest Times to Deal in Altus' Securities**

Strictly speaking, there is no particular time during which it is safe to deal in Altus' securities. The sole test is whether, at the particular time, an individual is in possession of price sensitive information which is not generally available in the market.

As a matter of practice, however, the following periods are the most appropriate times for Affected Parties to deal in securities in Altus:

- in the four weeks following the day after the release of the annual accounts;
- in the four weeks following the day after the release of the half-yearly results;
- in the four weeks following the day after the release of the quarterly results; and
- in the four weeks following the day after a general meeting.

Even within these periods, it is important to be aware that there may be occasions when it is improper or even illegal for Affected Parties to deal in Altus' securities because of their knowledge of impending or actual developments which are not known in the market place. There are, of course, times when a company is faced with an event which is potentially market sensitive (such of those referred to in paragraph 3(b) above) and will not advise the market of this until the occurrence of the event is more certain and the continuous disclosure requirements have been fulfilled.

## **5. Disclosure Policy**

Any Affected Party wishing to buy or sell Altus' securities MUST advise the Chairman (in the case of directors), or another non-executive director (in the case of the Chairman), or the Chief Executive Officer / Managing Director (or equivalent) ("CEO/MD") or Company Secretary (in the case of employees or family members and other nominees of employees) in writing of their intention to do so BEFORE buying or selling the securities.

This notification obligation operates at all times (even during the periods specified in paragraph 4.2 above).

Affected Parties must not buy or sell Altus' securities until approval in writing has been given by the Chairman, CEO/MD or Company Secretary.

In addition, the Affected Party must confirm to the Chairman, CEO/MD or Company Secretary when the Affected Party has bought or sold Altus securities the subject of the approval in the preceding paragraph.

## **6. ASX Notification of Directors' Interests**

Altus is required, under the Listing Rules of the Australian Securities Exchange ("ASX") to disclose to ASX details of directors' interests in securities of Altus and in contracts relevant to securities of Altus, and any changes in these interests. The Company has made arrangements with each director to ensure that the director promptly discloses to the Company Secretary all the information required by the ASX.

## **7. Effect of Compliance with this Policy**

Compliance with this policy for trading in Altus' securities does not absolve that individual from complying with the law, which must be the overriding consideration when trading in Altus' securities.

## **8. Additional Information**

If you have any questions arising from this policy, you should contact Altus Company Secretary or the CEO/MD.

## **9. Forward Review**

The Altus Board of Directors has approved this Policy. The Board may approve updates and amendments to this Policy from time to time as and when appropriate.

Approved by the Board

Date: 10 November 2009

All staff and employees are to date and sign a copy of this Policy and return it to the Company Secretary confirming their understanding and acceptance of the Altus Policy on Dealing in Altus Securities.