

Purpose

Coventry Group Ltd (“CGL” or “the Company”) is committed to ensuring that the Company and its employees act lawfully and ethically at all times when dealing with the Company securities and inside information.

The purpose of this policy is to:

- (a) Create an awareness of conduct in relation to dealings in the Company securities that is prohibited by law and by the Company; and
- (b) Establish robust procedures for buying, selling and otherwise dealing in the Company securities which protects the persons to whom this policy applies and the Company.

Authority

This policy was prepared by the Chief Financial Officer and has been approved by the CGL Board of Directors.

Persons to whom this Policy applies

This Policy applies to all directors of the Company (Directors); all officers and other direct reports to the CEO & Managing Director (CLT); all employees of CGL; (collectively, Employees); and Connected Persons of all Employees. In this Policy, the persons listed above will be collectively referred to as Relevant Persons.

A Connected Person means, in relation to an Employee:

- (a) a family member who may be expected to influence, or be influenced by the Employee in his or her dealings with CGL or its securities.
- (b) a company, trust, partnership or any other entity which the Employee or Connected Person has an ability to control or significantly influence.

Employees must take appropriate steps to ensure that their Connected Persons do not breach this Policy.

Policy

General Prohibition (Insider Trading)

No Relevant Person is permitted to trade in CGL's securities if they are in possession of market sensitive information which, when disclosed publicly, would be likely to materially affect the market price of CGL's securities. This reinforces the prohibition on insider trading as contained in the Corporations Act.

A Relevant Person in possession of price sensitive information cannot procure any other person to deal in CGL securities or directly or indirectly communicate this information to another person who is likely to deal in CGL securities.

A breach of insider trading prohibitions or failure to comply with this policy will be regarded as serious misconduct and may result in termination of employment and exposure to criminal and civil liability.

Closed Periods and Permitted Trading Period

Subject to the general prohibition clause, Relevant Persons are not permitted to trade in CGL's securities during the following Closed Periods:

- the period from 1 January until 9am (AEST) on the first business day after the release of CGL's half year results;
- the period from 1 July until 9am (AEST) on the first business day after the release of CGL's full year results; and
- any other period the Board determines.

All other days throughout the year constitute the Permitted Trading Period but only if you do not have inside information.

Required Approvals

Prior to trading in CGL's securities within a Permitted Trading Period:

- The CLT must obtain approval from the CEO & Managing Director or Chief Financial Officer;
- Directors must obtain approval from the Chairman; and
- the Chairman must obtain approval from the Chairman of the Audit and Risk Committee.

Exceptional Circumstances

A Relevant Person who is not in possession of any inside information and who needs to deal in CGL securities during a Closed Period due to exceptional circumstances, may apply in writing to the CEO & Managing Director or Chairman for approval. In the case of the Chairman, approval is to be sought from the Chairman of the Audit and Risk Committee.

Hedging, Short Term Trading and Margin Loans

No Director or CLT member is permitted to:

- Enter into a transaction that is designed or intended to hedge that person's exposure to a CGL security that is subject to retention arrangements or an unvested option;
- Engage in short-term or speculative trading in CGL securities;
- Grant security interest over any CGL securities they own, including any margin loan without first receiving the written consent of the Chairman, and in the case of the Chairman, written consent from the Chairman of the Audit and Risk Committee.

Exclusions

Forms of trading in securities in CGL not subject to this policy are:

- Participating in a dividend reinvestment plan;
- Participation in a rights or similar issue as announced from time to time;
- Dealings which result in no change to the beneficial interest in the securities;
- The acceptance of a take-over offer; and

Share buy-backs by CGL during a share buy-back period – provided the securities are in a class to which the buy-back applies.

Policy History

<u>Description</u>	<u>Reference #</u>	<u>Date</u>	<u>Authority</u>
Original Policy	CORP 120 01	December 2010	Board
Revision #1	CORP 120 02	February 2016	Board
Revision #2	CORP 120 03	February 2018	Board
Revision #3	CORP 120 04	May 2019	Board
Minor Update	CORP 120 04	October 2020	Board
Revision #4	CORP 120 05	October 2022	Chairman
Values Logo Update	CORP 120 05	August 2023	
Revision #5	CORP 120 06	October 2023	Board
Next Review Due		October 2025	

