

## **BUSINESS RULES OF CONDUCT & PERSONAL INVESTING RULES**

*(Amended for public disclosure)*

**Version 12.1**

**2 July 2018**

### **CONTENTS**

|    |                                   |    |
|----|-----------------------------------|----|
| A. | INTRODUCTION .....                | 2  |
| B. | HONESTY AND INTEGRITY .....       | 3  |
| C. | LEGAL COMPLIANCE .....            | 5  |
| D. | CONFIDENTIALITY AND PRIVACY ..... | 6  |
| E. | CONFLICTS OF INTEREST .....       | 7  |
| F. | INSIDER TRADING .....             | 9  |
| G. | MARKET MISCONDUCT .....           | 12 |
| H. | PERSONAL INVESTING .....          | 13 |
| I. | KEY OPERATIONAL POLICIES .....    | 23 |

## A. INTRODUCTION

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### 1. Purpose and aims

The Board of Directors of Platinum Investment Management Limited (the “**Board**”) has established this Policy to:

- communicate the standards of behaviour that the Board expects from employees of Platinum;
- provide a framework for how employees should act in the workplace; and
- inform employees of their responsibilities to Platinum, our investors and others who work at or for Platinum.

### 2. This Policy applies to:

- all Platinum staff (including executive directors);
- permanent contractors employed by Platinum; and
- any person working on a regular basis at Platinum’s premises.

(Together referred to as “**staff**” under this Policy)

### 3. Accessing Platinum’s Policies

This Policy and all of Platinum’s policies are kept in the staff directory and sub-directories under *(not disclosed)*.

Your attention is particularly drawn to the technology policies in *(not disclosed)*.

### 4. Understanding your obligations

If you do not understand anything in this document, in another Platinum policy or procedure, or your responsibilities under the law, you **must** consult with the Chief Compliance Officer (“CCO”, *(not disclosed)*).

Failure to comply with the letter and intent of this Policy is a breach of your conditions of employment and could result in disciplinary action up to and including dismissal, and/or legal action being taken against you.

### 5. Queries

General questions and comments about this Policy may be raised to any member of the Platinum Compliance Department (“CRD”):

|                        |                        |                        |
|------------------------|------------------------|------------------------|
| <i>(not disclosed)</i> | <i>(not disclosed)</i> | <i>(not disclosed)</i> |
| <i>(not disclosed)</i> | <i>(not disclosed)</i> | <i>(not disclosed)</i> |
| <i>(not disclosed)</i> | <i>(not disclosed)</i> | <i>(not disclosed)</i> |
| <i>(not disclosed)</i> | <i>(not disclosed)</i> | <i>(not disclosed)</i> |

## **B. HONESTY AND INTEGRITY**

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### **1. In principle**

Platinum aims to conduct its business in a professional and honest manner in compliance with applicable laws, regulations and licence requirements of the jurisdictions in which Platinum's activities are carried-out.

Platinum expects its staff to:

- act honestly and in a professional manner;
- carry out delegated responsibilities with due care and diligence;
- treat Platinum's clients/investors reasonably and fairly;
- place the interests of clients/investors first;
- keep Platinum's and its investors' information including the identity of security holdings confidential;
- behave in a manner that is not fraudulent, corrupt or unlawful;
- not take inappropriate advantage of their position;
- maintain accurate, complete and proper records of transactions that you undertake, or are involved with, on behalf of Platinum and its investors; and
- refuse all payments and incentives from third parties that may compromise decisions or judgements.

These general principles govern all conduct, whether or not the conduct is also covered by more specific standards and procedures set forth below.

### **2. Fiduciary Obligations**

Platinum, as an SEC registered investment adviser in the US, is a fiduciary to its advisory clients and has the following specific obligations:

- to act in the best interests of clients and to provide investment advice in clients' best interests;
- a duty of undivided loyalty and utmost good faith;
- not to engage in any activity in conflict with the interest of any client;
- to take steps reasonably necessary to fulfil its obligations;
- to employ reasonable care to avoid misleading clients;
- to provide full and fair disclosure of all material facts to clients and prospective clients (generally, facts are "material" if a reasonable investor would consider them to be important);
- to eliminate (or at least disclose) all conflicts of interest that might incline Platinum to (consciously or unconsciously) render advice that is not disinterested; and
- not to use clients' assets for its own benefit or the benefit of other clients (without client consent).

### **3. Staff duties**

Please note your conflict of interest duties in Section E below.

You should be aware that it is an offence under the law to use your position, and/or information gained through being a Platinum employee, to gain an improper advantage or cause detriment to investors in a Fund where Platinum acts as Responsible Entity or any other investor.<sup>1</sup>

You may not provide financial product advice unless authorised to do so by Platinum. In any event, Platinum is only licensed to provide general product and securities advice.

You must maintain your knowledge and continued training at the level required and expected for your position/role.

### **4. Delegations of Authority**

The Board has delegated certain powers to staff for the proper management and administration of Platinum's business functions. Refer to the *Delegations of Authority* at (*not disclosed*).

You may only carry out duties and capacities as delegated and as contemplated by your contract of employment.

Dealing, trading and settlement execution on behalf of Platinum and its investors may only be undertaken by authorised staff and in accordance with the limits established by Platinum.

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<sup>1</sup> Section 601FE of the Corporations Act 2001 (Cth).

## **C. LEGAL COMPLIANCE**

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### **1. Compliance with laws, regulations, policies and procedures**

Legal compliance is imperative to Platinum's business. Accordingly, every staff member of Platinum must be committed to, and take responsibility for, ensuring Platinum conducts its business legally and ethically.

You must comply with all laws (and regulations), contractual obligations and internal policies (and procedures) in the conduct of Platinum's business.

Refer further to Platinum's *Compliance Policy* in *(not disclosed)*.

### **2. Reporting of suspected or actual non-compliance or illegal activities**

You must promptly inform the Chief Compliance Officer ("CCO", *(not disclosed)*) if you become aware of a suspected breach of a law (or regulation), contractual obligation (e.g. investment mandate), an internal policy (including this document) and/or the Compliance Plans of any Platinum funds, so that the issue can be quickly assessed and contained.

Refer to Platinum's *Whistleblowing Policy* in *(not disclosed)*.

Reports are considered in accordance with Platinum's *Breach Notification and Reporting Policy*, which may require notification to the Board.

### **3. Non-compliance and breaches**

If you breach the letter or intent of this Policy, you may face disciplinary action, which may include dismissal, monetary fines (for personal trading violations) and/or referral to the appropriate authorities.

### **4. Annual Certification**

Staff are required to provide an annual certification of compliance with this policy together with an acknowledgement that they have received, read and understood BROC amendments during the last 12 months. This process is coordinated by CRD.

## **D. CONFIDENTIALITY AND PRIVACY**

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### **1. Keep information confidential**

During the course of your work you may learn or create Confidential Information including information about Platinum, its investors, its suppliers and your fellow employees. Without limitation, “Confidential Information” includes:

- technical information relating to Platinum’s business and the business of any other company associated with Platinum;
- all information concerning Platinum, its methods of operation and other activities; and
- competitive and financial information concerning Platinum which is not in the public domain.

You must not disclose or discuss any such information while you are employed by (or after you leave) Platinum, unless you have permission to do so. In addition, you must not use such information for your own purpose. Without limiting the above, this means that you may not do the following other than for the purpose of carrying out the duties of your employment in good faith:

- use any Confidential Information created by you or disclosed to you by Platinum employees or other representatives, or acquired in the course of your or their employment or association with Platinum, for any other purpose;
- disclose Confidential Information of Platinum to any third party; or
- gather proprietary information, such as product information, analysts reports or business plans, for any other purpose.

You also have a duty to disclose to your manager any information you obtain or create in the course of your employment that might be of benefit to Platinum, such as information disclosed to you by investors.

Once your employment with Platinum ceases you may not use or disclose, for any purpose, the Confidential Information of Platinum.

### **2. Privacy Plan**

You must follow Platinum’s *Privacy Plan*.

Please be aware of our:

- Privacy Policy at <https://www.platinum.com.au/Special-Pages/Privacy-Policy>
- Privacy Guidelines at *(not disclosed)*.
- rules for maintaining CVs at *(not disclosed)*; and
- requirements for the destruction of confidential information at *(not disclosed)*.

### **3. Intellectual property**

All work (including intellectual property rights arising in or from the work) performed during your employment is Platinum’s proprietary information.

## E. CONFLICTS OF INTEREST

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### 1. Conflicts of interest

Conflicts of interest can arise if you have a personal interest in business dealings involving Platinum. Personal interest can be direct or indirect and refers not only to your own interests but to those of your family members,<sup>2</sup> friends and business associates.

You must avoid situations or transactions in which your personal interests could conflict or might be seen to conflict with those of Platinum. If there is a potential for conflict, the interests of Platinum and its investors must take priority.

Please note that you may **not** accept any personal benefit (such as preferential treatment or fee reductions) from organisations that Platinum deals with (e.g. brokers, counterparties).

You must disclose any conflict of interest or perceived conflict to the CCO.

**Note** - You may enter into personal transactions with a company, person or entity that Platinum deals or transacts with, provided that such dealings and transactions are at arm's length and on terms and conditions that are generally available to the public.

**Conflicts Among Client Interests.** Conflicts of Interest may arise where Platinum or staff have reason to favour the interests of one client over another client (e.g., larger accounts over smaller accounts, accounts in which employees have made material personal investments). This policy prohibits inappropriate favouritism of one client over another client that would constitute a breach of fiduciary duty.

**Competing with Client Trades.** This policy prohibits staff from using knowledge about pending or currently considered securities transactions for clients/investors to profit personally, directly or indirectly, as a result of such transactions, including by purchasing or selling such securities.

#### **Other Potential Conflicts of Interest**

- (a) **Referrals/Brokerage.** Staff are to act in the best interests of Platinum's clients/investors regarding execution and other costs paid by clients/investors for brokerage services. Staff are to strictly adhere to Platinum's policies and procedures regarding brokerage (including allocation, best execution and brokerage practices).
- (b) **No Transactions with Clients.** Staff are not permitted to knowingly sell or purchase from a client any security or other property, except securities issued by the client provided that such securities are purchased in compliance with the personal investing rules in this policy.

### 2. Private business interests / Outside Activities / Service on Board of Directors

You may not participate in any Platinum business decision that would affect a private business interest.

You may not serve as a director of a public company. This prohibition does not extend to executorship, trusteeship, or power of attorney with respects to a family member so long as the company/trust/entity is not a public company.

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<sup>2</sup> Family includes spouse, de facto partner, ex-spouse, children, relative (including by marriage), dependant, and any trust, company, partnership or superannuation fund that you or your family is involved with or conducts business through.

Prior to accepting any directorship of a private company/entity/trust (other than a family company or a private not for profit organisation), you must obtain pre-approval from the CCO.

You must disclose any private business interests including directorships of private companies and not for profit directorships (other than for family companies) to the CCO.

**3. Gifts and Entertainment**

You should not accept gifts or entertainment if they could create or appear to create an obligation, a conflict of interest, an inducement to favour the giver in any way, affect your impartiality, or influence a business decision.

Subject to the de minimis limits set out below, you are required to obtain pre approval prior to providing or accepting gifts or entertainment,

| Lower Limit | Upper Limit | Approver                 |
|-------------|-------------|--------------------------|
| 0           | 50          | No pre approval required |
| 50          | 150         | Line Manager             |
| 150         | 300         | Platinum Director        |
| 300+        |             | CCO                      |

Staff can request pre approval through Platinum’s Risk and Compliance system – (*not disclosed*).

**4. Business expenditure**

You may not benefit from Platinum’s business expenditure or as a result of a reimbursement of Platinum’s business expenditure.

Please utilise a Platinum corporate credit card for all business expenditure (rather than a personal credit card).

## F. INSIDER TRADING

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### 1. Prohibition on Insider Trading

It is a criminal offence under the *Corporations Act 2001* (Cth) (the **Corporations Act**) to engage in insider trading. Many overseas jurisdictions also carry similar offences

Your work at Platinum may result in you obtaining “material” non-public information about a Platinum entity, or a company which we analyse and/or in which we invest and its securities or other investment instruments.

Platinum employees are prohibited from engaging in insider trading. Any non-compliance with this policy will be regarded as serious misconduct which may entitle Platinum to take disciplinary action.

You are responsible for determining whether information you possess is “inside information” prior to placing a trade.

These prohibitions extend to all types of securities including shares in Platinum entities and units in schemes where Platinum acts as Responsible Entity.

### 2. What is Insider Trading?

Insider trading occurs when a person who possesses “inside information”;

- deals or procures a dealing in securities (whether listed or not); or
- communicates such information to a third party where the third party will, or would be likely to, deal or procure a dealing in securities that are able to be traded on a financial market.

#### **Financial products to which these provisions apply**

The prohibition against “insider trading” applies to all “Division 3 financial products”<sup>3</sup>, that is all securities, derivatives, interests in managed investment schemes, government debentures, stocks and bonds, superannuation products and any other financial product that is able to be traded on a financial market (each of which is referred to as a *security* in this policy).

#### **Meaning of “inside information”**

“Inside information” is information that:

- is not “generally available”<sup>4</sup>; and
- if it were generally available, a reasonable person would expect it to have a “material effect” on the price or value of the financial product or disclosure of the information would be likely to influence investors' decisions regarding trading in the particular financial product<sup>5</sup>.

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<sup>3</sup> s1042A of the Corporations Act.

<sup>4</sup> See s1042C of the Corporations Act. Information will be generally available if it is readily observable or if it has been made known in a manner that would, or would be likely to, bring it to the attention of persons who commonly invest in the financial product and a reasonable period of time has elapsed for the information to be disseminated.

<sup>5</sup> Information will have a “material effect” on price or value if it would be likely to influence persons who commonly acquire Division 3 financial products in deciding whether or not to acquire or dispose of the product. See ss1042A and 1042D of the Corporations Act.

### **Prohibited conduct**

Where a person possesses "inside information" and that person knows, or ought reasonably to know, that the information constitutes inside information, the person must not:

- apply for, buy or sell that security (or enter into an agreement to buy or sell that security) whether on or off market (**Dealing**);
- procure another person to apply for, buy or sell that security (or enter into an agreement to buy or sell that security) whether on or off market (**Procuring**); or
- pass that 'inside information' on to any third party where the person knows, or ought reasonably to know, that the third party would be likely to apply for, buy or sell the securities (**Tipping**).

### **Presumed knowledge of a company**

Platinum is taken to possess any information which one of its officers possesses and which came into his/her possession in the course of the performance of his/her duties. If an officer of Platinum knows, or ought reasonably to know, something because he/she is an officer, it will be presumed that Platinum knows it.<sup>6</sup>

This means that you need to be mindful of the risk that your knowledge could cause Platinum to engage in insider trading.

## **3. Procedures Upon Receipt of Inside Information**

### **Trading**

Before trading for yourself or others (including for Fund/Client accounts) in the securities of a company about which you have information, ask yourself the following questions:

- Is the information generally available? Consider the source of the information, to whom has the information been provided, has the information been effectively communicated to the marketplace (for example, published in the news media (including electronic media) or on the ASX); and
- Is the information price sensitive? Is this information that would materially affect the price or value of the securities if generally disclosed? Is this information that would influence an investor in making his/her investment decision?

If after consideration of these questions, you believe that the information in your possession may be "inside information" (that is, material non-public information), or if you have questions as to whether the information is inside information:

- You must immediately report the matter to the CCO and in his absence the Internal Auditor;
- You must not trade the security on behalf of yourself or others, including Fund/Client accounts;
- You must not communicate the information inside or outside Platinum, other than to the CCO or in his absence the Internal Auditor.

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<sup>6</sup> s1042G of the Corporations Act.

The CCO in consultation with the Finance Director and senior management will review the facts and circumstances of the situation. In the event the information in your possession is determined to be inside information, the information may not be communicated to anyone, including persons within Platinum, except to the extent permitted by the CCO. A determination may be made to limit or contain the flow of inside information to those with a “need to know” and Platinum may institute a “Chinese Wall” (i.e. physical and organisational barriers to keep information segregated). All employees must observe any restrictions or obligations required by a Chinese Wall at all times.

CRD will maintain a “restricted list” and/or a “watch list” of securities for which Platinum has obtained inside information and may be restricted from trading. The restricted list will be screened prior to the placement or execution of a securities trade both in Fund/Client accounts and in the personal account of the employee.

### **Trading on behalf of Platinum**

As discussed above, if you are an officer<sup>7</sup> of Platinum, your knowledge of the inside information may be attributable to Platinum and Platinum may be found to have engaged in insider trading if it deals in the security (even if the transaction is executed by another officer of Platinum who is not aware of the inside information).

Similarly, if you deal in securities in circumstances where another officer of Platinum is in possession of inside information, Platinum may be found to have engaged in insider trading (even if you were not aware of the inside information).

If you believe you are in possession of inside information, before trading on behalf of Platinum, you must follow the same procedures as outlined above.

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<sup>7</sup> As defined in the Corporations Act

## **G. MARKET MISCONDUCT**

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Market manipulation, false trading, market rigging, dissemination of information about illegal transactions, false and misleading statements, inducing persons to deal, and dishonest conduct in relation to market activities is unlawful.<sup>8</sup> Staff carrying out such conduct may be dismissed and/or referred to the appropriate authorities.

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<sup>8</sup> Refer to sections 1041A-1041G of the Corporations Act 2001 (Cth).

## H. PERSONAL INVESTING

### The Rules at a Glance

These Rules apply to all Staff deemed an “Access Person”.

**Definition:** An “Access Person” is a director, officer or employee of Platinum who:

- has access to non-public information regarding any purchase or sale of securities or non-public information regarding portfolio holdings; or
- is involved in making securities recommendations to clients or has access to such information.

Platinum has determined that all people listed in A.2 are Access Persons.

#### What is Required?

- Acknowledging that you understand the BROC
- Complying with securities laws
- Reporting violations to the CCO
- Obtaining approval of your broker accounts prior to trading
- Disclosing accounts and holdings in “covered securities”
- Disclosing transactions in “covered securities”
- Holding PTM, PMC and PAIL shares for a minimum period of 6 months.
- Following the PTM, PMC and PAIL Trading Policies
- Obtaining pre-clearance (in PAMpa) before engaging in personal trading transactions
- Monitoring PAMpa for when pre-clearance has been granted for your trade and for how long (if an extension was requested for securities not held by Platinum)
- Once pre-approval is granted, your trade must be placed by the end of the trading day in which the security is primarily traded
- For margin loans and similar arrangements, ensuring you have sufficient cash/collateral to meet margin calls

#### What is Prohibited?

- *(not disclosed)*
- *(not disclosed)*
- Participating in an IPO
- Short term trading
- Front running Platinum or its clients (in substance or in appearance)
- Placing a trade on the market for a security you are researching ahead of recommending the security to Platinum
- Participating in trades (including derivatives) where there is a stop-loss facility
- Attempting to defraud a client or fund
- Using a derivative to get around a rule
- Investing if it interferes with your job responsibilities
- Engaging in any manipulative practice with respect to securities, including price manipulation

### Who do the Rules apply to?

These rules apply to **all Covered Securities** bought, sold, or transferred on behalf of:

- you (and any trust, company, partnership or superannuation fund that you or your immediate family is involved with or conducts business through);
- accounts in which you have a **beneficial interest**. You have a beneficial interest in any accounts of any other **immediate family member living in your home** (*regardless of whether you exercise investment discretion over the account*);

An **immediate family member** is defined as a parent; sibling; child by blood, adoption or marriage; spouse; de facto spouse, grandparent or grandchild. An immediate family member will be considered to be living in your home if they have done so for six or more months out of a recent 12 month period.

- A superannuation account where you have direct or indirect influence or control. This includes SMSF's and accounts with regulated superannuation funds where you can direct the fund to make an investment. Accounts held with a regulated superannuation fund where you are unable to influence investment decisions (e.g. the default option) are not captured by this policy.
- any account over which you have **direct** (investment discretion) or **indirect influence** or **control**. This includes non-family members not living in your home; and
- any account over which you have an **economic interest**.

### TO DO

#### **NEW EMPLOYEES**

When you begin working with Platinum you are required to:

- Acknowledge that you understand the BROC and the Personal Investing Rules.
- Obtain approval of your broker / counterparty accounts from CRD.
- Have your brokers send duplicate copies of transaction confirmations directly to (*not disclosed*).
- Provide initial securities holding information to CRD within 10 days of starting employment at Platinum. These holdings must be no more than 45 days old.

#### **ALL EMPLOYEES**

On an annual basis, acknowledge that you understand the BROC and the Personal Investing Rules.

### Following the Rules – in letter and in spirit

It is your responsibility to conduct personal trading activity appropriately, having regard to applicable legal and regulatory requirements and to the existence of actual or perceived conflicts of interest.

The Board has established the following personal investing rules to which you must adhere. These rules apply in addition to your obligations under the Corporations Act.

Because no set of rules can anticipate every possible situation, it is essential that you follow these rules not just in letter, but in spirit as well.

#### ***What is a Covered Security?***

These rules apply to **all Covered Securities**

#### **Covered Securities**

- shares (in listed and unlisted corporations)
- all Platinum's Products
- private placements
- limited partnerships
- derivatives (e.g. options, security futures including over commodities)
- foreign exchange contracts
- exchange traded funds
- margin lending facilities
- interest rate securities
- bonds or fixed income securities (excluding bank bills and like securities)

#### **Excluded Securities (not subject to the Rules)**

- spot foreign exchange transactions
- Direct commodities
- managed funds or "open ended mutual funds" (excluding the Platinum Trust Funds & PGF)
- direct obligations of the U.S. and Australian Governments (treasury securities)
- bank certificates of deposit, bankers' acceptances, commercial paper and high quality short-term debt instruments including repurchase agreements
- shares issued by money market funds
- shares issued by unit investment trusts that are invested exclusively in one or more open-ended funds (excluding Platinum's Products)

## Personal Investing Rules - Details

### (a) Establishment of Broker/Counterparty Accounts

Before you make any personal investment decision, you must establish a broker/counterparty account that can directly email a copy of your contract notes (or equivalent) to *(not disclosed)*

#### TO DO

##### ALL EMPLOYEES

- Complete the “Request for Personal Trading Broker” Form at *(not disclosed)* and have it signed by the Chief Compliance Officer; OR
- Email a request for approval of a broker account to the Chief Compliance Officer.

### (b) Securities under “active consideration”

You are **not** permitted to trade in a security (including derivatives, ADRs and other share classes over the securities) that is under “**active consideration**” by Platinum.

**Definition:** *(not disclosed)*

#### TO DO

##### PORTFOLIO MANAGERS & ANALYSTS

- *(not disclosed)*

### (c) Platinum’s current buy/sell programme

*(not disclosed)*

**EXEMPTIONS to the RULE:** *(not disclosed)*

**Definition:** *(not disclosed)*

#### (d) Short-term trading

You are **not** permitted to engage in short-term trading of any security (regardless of whether the Security is held within Platinum's Portfolios) unless one of the exceptions apply:

- trade is a commodity future, or
- The trade is a transfer of a security between two accounts subject to this policy (regardless of whether there is a change of underlying beneficial ownership).

**Definition:** Short-Term Trading is defined as buying and selling (or selling and buying) the same security within a 30 day period.

#### TO DO

##### **ALL EMPLOYEES**

*(not disclosed)*

#### (e) Front Running

You may **not** "front run" Platinum or its clients (either in substance or appearance).

**Definition:** "Front running" is a form of insider trading and is defined as buying or selling securities ahead of a Platinum Fund/Client on the basis of information regarding a contemplated securities transaction by Platinum.

#### (f) Initial Public Offering

You may **not** participate in any Initial Public Offering (IPO). The Board has implemented this rule to remove the risk of potential unethical behaviour arising between brokers and staff.

### (g) Holding PTM, PMC and PAIL Shares

PTM, PMC and PAIL shares are subject to a minimum holding period of **six months**.

#### **TO DO**

##### **ALL EMPLOYEES**

- Adhere to the buy/sell restrictions set out in the *PMC Trading Policy* and *PTM Trading Policy* and *PAIL Trading Policy* located on each Company's website.

### (h) Requesting a Waiver of Compliance

A waiver of compliance by any employee with any provision of the personal investing rules may be granted by the Board if it is determined that such a waiver:

- is necessary to alleviate hardship or in view of unforeseen circumstances or is otherwise appropriate under all the relevant facts and circumstances;
- will not be inconsistent with the purposes and objectives of the personal investing rules;
- will not adversely affect the interests of Platinum Funds/Clients;
- does not contravene applicable law nor is likely to permit a securities transaction or conduct that would violate provisions of applicable laws and regulations.

#### **TO DO**

##### **ALL EMPLOYEES**

- Request a waiver in writing detailing the reasons for the request.
- Submit the waiver to the CCO.

### **The Rules of Pre-clearance**

You and your covered persons must obtain **pre-clearance approval** before placing any orders to buy or sell a covered security. It is important to understand the following rules before placing a trade:

- All** personal trades require pre-clearance (with some limited exceptions – see '**Summary of Securities requiring Pre-Clearance and/or Reporting**' on page 20 below).
- All pre-clearance requests are submitted through PAMpa, Platinum's personal account trading system.
- When a request to trade is submitted, PAMpa performs an automated check to ensure that:
  - (not disclosed);
  - (not disclosed);

- (not disclosed).

If any of these conditions are not met, your request is automatically **rejected**. However, if all of these conditions are satisfied, a pre-clearance request will be submitted for approval.

- (d)** (not disclosed).
- (e)** (not disclosed).
- (f)** A separate request is to be completed within PAMpa for each security.
- (g)** If pre-clearance is granted, the order must typically be placed by (not disclosed)
- (h)** Place day orders only (orders that automatically expire at the end of the trading session). Good-til-cancelled orders (orders that stay open indefinitely until a security reaches a specified market price) are not permitted.
- (i)** For securities **not** held by Platinum, an extension to the pre-clearance period can be requested in PAMpa. The Pre-Clearance Authoriser may provide a longer pre-clearance period where the conflict of interest is deemed low or non-existent. It is your responsibility to check that the pre-clearance period requested has actually been granted.

**Summary of Securities requiring Pre-Clearance and/or Reporting**

| Security Type   | Pre-Clearable | Reportable |
|---|---------------|------------|
| Automatic investment plan   | No            | Yes        |
| Bank certificates of deposit, bankers' acceptances, commercial paper and high quality short-term debt instruments including repurchase agreements             | No            | No         |
| Bonds ( <i>excluding U.S. and Australian Government Bonds</i> ), <b>including</b> floating rate notes & other fixed income products                           | Yes           | Yes        |
| Commodity futures   | No            | Yes        |
| Contracts for difference  | Yes           | Yes        |
| Corporate actions (non-volitional) e.g. splits, tender offers, mergers  | No            | Yes        |
| Debentures  | Yes           | Yes        |
| Derivatives   | Yes           | Yes        |
| Direct obligations of the U.S. and Australian Governments   | No            | No         |
| Dividend reinvestment plan  | No            | Yes        |
| Exchange traded or quoted products e.g Exchange traded funds, exchange traded managed funds and exchange traded structured products (including PIXX and PAXX) | Yes           | Yes        |
| Forward FX  | Yes           | Yes        |
| Futures (excluding commodity futures –see above)  | Yes           | Yes        |
| Gifted securities (securities received as a gift)   | No            | Yes        |
| Money market funds  | No            | No         |
| Non-Platinum managed funds  | No            | No         |
| Options   | Yes           | Yes        |
| Payroll programs (securities transactions in connection with an employer sponsored tax qualified plan)  | No            | Yes        |
| Platinum Trust Funds & Platinum Global Fund   | No            | Yes        |
| Private placements or investments in unlisted securities  | Yes           | Yes        |
| Pro-rata distributions  | No            | Yes        |
| Rights issues (pro rata)  | No            | Yes        |
| Shares (listed and unlisted corporations) <u>including</u> shares in PTM, PMC and PAIL  | Yes           | Yes        |
| Spot FX   | No            | No         |

| Security Type   | Pre-Clearable | Reportable |
|---|---------------|------------|
| Transfers, executed off -market (no beneficial ownership change) and  | No            | Yes        |
| Units issued by open-ended funds (excluding the Platinum Trust Funds)   | No            | No         |
| Units issued by unit investment trusts that are invested exclusively in one or more open-ended funds (excluding the Platinum Trust Funds) | No            | No         |

**Other Reporting Requirements**

**(a) Quarterly Certifications**

PAMpa maintains a register of all trades of reportable securities that have been notified to CRD through a transaction confirmation (or equivalent).

**TO DO**

**ALL EMPLOYEES**

- Within **30 days of each calendar quarter end**, certify within PAMpa that your reportable accounts, holdings and transaction information for the quarter are accurate and complete.
- Provide holdings statements for any trades for which CRD did not receive a transaction confirmation. The date of this holdings report must **not be greater than 45 days old**.
- If you do not have any transactions, holdings or brokerage accounts for the quarter, you are required to certify that fact.

**NEW EMPLOYEES**

- Provide initial securities holding information to CRD within 10 days of your start date. The date of this holdings report must **not be greater than 45 days old**.

**(b) Annual Holdings Reports**

You are required to submit to the Chief Compliance Officer (or his designee) a report of all holdings/reportable securities on an annual basis. Annual holdings information must be current as of a date **no more than 45 days** prior to the date the report is submitted.

## Enforcing the Personal Trading Rules

### (a) Monitoring by CRD

CRD will monitor compliance with the personal investing rules including the review of post trade exception reports e.g. compliance with the 30 day minimum holding period, appropriate pre-clearance received etc.

In the event of a violation of the personal trading rules, CRD may consider:

- whether you are trading for your own account in the same securities as you are trading for clients, and if so, whether the clients are receiving terms as favourable as yourself;
- analysis of your trading for patterns that may indicate abuse, including market timing;
- investigation of substantial disparities between the quality of performance achieved for your own account and that achieved for clients; and
- investigation of substantial disparities between the percentage of trades that are profitable when trading for your own account and the percentage that are profitable when trading for clients.

### (b) Sanctions

In the event of a violation of the personal investing rules:

- a discussion may be held between you, the CCO and a PIML Director to discuss the violation;
- you may receive a censure memo (to be retained in your personnel file) detailing the facts of the violation and reminding you of your obligations under this policy; and
- in the event that you execute a personal trade in a security that is under active consideration you may be required to immediately unwind or close out the position and disgorge profits (or absorb any losses) to a charity of Platinum's choice.

In the case of a pattern of offences or actions that individually do not violate the law or this policy but taken together demonstrate a lack of respect for the law or this policy, sanctions may be imposed including, but not limited to, monetary fines at the discretion of the Board, personal trading bans or termination of employment.

### (c) Refresher Training

A refresher training session on Platinum's personal investing rules will be held for all employees at least every 2 years or following significant changes to the rules.

## I. KEY OPERATIONAL POLICIES

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### 1. Auditors and Compliance Committee Members

You must assist with any reasonable request for information by the internal auditor, an external auditor (appointed by Platinum), or a member of the compliance committee.

Any concerns should be referred to CRD.

### 2. Client / Investor Complaints

Complaints from investors and clients are to be handled in accordance with Platinum's *Complaints Handling and Disputes Resolution Policy* at (*not disclosed*). Staff authority to deal with complaints is as per the *Delegations of Authority* (refer B.4 above).

Formal (written) complaints must be promptly notified to the Complaints Officer (*not disclosed*).

### 3. Contact with Regulators

Platinum operates in a heavily regulated environment. It is necessary that contact with regulators be conducted in a controlled manner to ensure that Platinum's interests are protected.

Contact with regulators will normally consist of routine enquiries concerning operational matters, compliance matters, statutory reporting, informal and formal compliance investigations, and strategic issues.

Only the manager responsible, or officers specifically authorised by them, are to contact regulators (e.g. ASIC, ATO, AUSTRAC).

If you are contacted by a Regulator regarding an informal or formal investigation or related enquiry:

- ask for details of the inquiry and state that the appropriate person will contact them with a response; and
- promptly notify the CCO of the contact so that an appropriate response can be organised.

No information is to be given to a Regulator unless authorised by the appropriate manager.

### 4. Media dealings

Platinum's business and investment activities are highly confidential and release of such information (typically shareholdings and performance results) may be market sensitive and/or legally restricted. Media reports may also affect Platinum's reputation.

Only the Directors and staff authorised under Platinum's *Delegations of Authority* at (*not disclosed*) may speak to the media in relation to their area of expertise or to communicate Platinum's views.

Staff must refer any external requests for comments, interviews, speeches or articles to the Director of Investor Services and Communications (*not disclosed*).

Staff may not make any public comment about Platinum Asset Management Limited, Platinum Capital Limited or Platinum Asia Investments Limited, unless authorised to do so by the Chairman, Managing Director or Company Secretary. Refer to the company's *Continuous Disclosure Policy* at (*not disclosed*).

## **5. Records**

You are required to maintain accurate, complete and proper records of transactions that you undertake (or are involved with) on behalf of Platinum and its clients.

Staff should follow Platinum's *Retention of Records Policy and Procedures* at *(not disclosed)*.

## **6. Technology and security**

You must comply with Platinum's *Technology Policy* at *(not disclosed)* and be aware of the *Technology Monitoring Policy* at *(not disclosed)*.

Any queries should be referred to the Head of Technology *(not disclosed)*.

## **7. General office policies**

You are required to comply with Platinum's policies in relation to health, safety and employment practices. Refer to the *Workplace Health and Safety Policy* and the *Workplace Discrimination and Harassment Policy*, both at *(not disclosed)*

You should also be aware of *Platinum's Dress Policy* and *General Office (Premises) Policy*, both at *(not disclosed)*.

## Revision History

| Version | Owner                  | Revision Notes                           | Revision Date | Approval Date |
|---------|------------------------|--|---------------|---------------|
| V12.1   | <i>(not disclosed)</i> | Update to Section E for new G&E rules    | 29 June 2018  | 2 July 2018   |
| V12.0   | <i>(not disclosed)</i> | Update of Section H – Personal Investing | 15 May 2017   | 15 May 2017   |