



Our Ref: CO2 ASX Announce Share Trading Policy (391)

4 October 2013

ANNOUNCEMENT 391

Market Announcements Office
Australian Securities Exchange
Level 6
20 Bridge Street
SYDNEY NSW 2000

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Dear Sir,

Amendment to Share Trading Policy

The Board of CO2 Group Limited announces that it approved amendments to its Share Trading Policy on Friday, 4 October 2013.

A copy of the amended Share Trading Policy is attached to this announcement. The Share Trading Policy will also be published on the Company's website at <http://www.co2australia.com.au/>.

For further information on the amendments to the Share Trading Policy, shareholders can call CO2 Group Company Secretary, Harley Whitcombe, on (08) 9321 4111.

Yours faithfully,
CO2 Group Limited

A handwritten signature in black ink, appearing to read 'Harley Whitcombe'.

Harley Whitcombe
Company Secretary

CO2 Group Limited

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CO2 Group Limited is a corporate authorised representative ("CAR") (Number 420079) of CO2 Group Financial Services Pty Ltd (ABN 92 142 542 774 AFSL 388086). The Group's Authorised Representative numbers are: CO2 Group Limited (CAR # 420079); Carbon Banc Limited (CAR # 420080); CO2 Australia Limited (CAR # 420081).

CO2 GROUP LIMITED

Corporate Governance Policy

SHARE TRADING POLICY

Purpose

ASX Listing Rule 12.9 requires the Company to have a policy for the trading in its securities by key management personnel. This policy establishes guidelines for trading in the Company's securities.

This policy is not intended to be legal advice. The law dealing with insider trading is complex and officers and employees should obtain specialist advice if they are uncertain whether their actions may breach the law.

Responsibilities

This policy applies to all officers and employees of the Company and its subsidiaries. The law extends to their relatives and to entities in which they have a direct or indirect interest.

All officers and employees are responsible for complying with this policy.

Trading Restrictions

All officers and employees must not buy or sell the Company's shares while they are in possession of inside information. Inside information is that which is not generally available and if it was generally available, a reasonable person would expect it to have a material effect on the price or value of shares or other securities.

Further, all officers and employees must not disclose any inside information to any other persons unless those persons have a need to know and confirm that they will comply with this policy.

Prohibited Periods

All officers and employees must not buy or sell the Company's securities during the following periods:

- from 30 September until the day after the release of the results for the full year; and
- from 31 March until the day after the release of the results for the half year.

Exceptional Circumstances

An officer or employee, who is not in possession of inside information, may be given written approval to buy or sell the Company's securities during a prohibited period by the Chairman of the Board or, where the Chairman of the Board is involved, the Chairman of the Audit Committee, or where both the Chairman of the Board and the Chairman of the Audit Committee are involved by board resolution of the non-interested Directors (**Approving Party**).

Approval may only be given where the Approving Party has determined that one of the following exceptional circumstances exist:

- severe financial hardship;

- required by a court order, court enforceable undertaking or some other overriding legal or regulatory requirement; or
- any other circumstance determined exceptional by the Approving Party.

Where approval is given the officer or employee must trade within the period specified in the approval notice.

Reporting

Directors must notify the Company Secretary before making any purchase or sale of the Company's securities.

Employees not in possession of price sensitive or inside information and who have purchased or sold the Company's securities outside of the Prohibited Periods should notify the Company Secretary as soon as practicable after the transaction.