



BMG Resources Limited

ACN 107 118 678

Share Trading Committee Charter

Function and Purpose

The Share Trading Committee provides assistance to the BMG Resources Limited (Company) Board with respect to the application and enforcement of the Share Trading Policy (Policy) and the ASX Listing Rules.

Membership and Composition

The minimum number of members required on the Committee is two directors or other key management personnel.

The secretary of the Committee shall be the Company Secretary or such other person as nominated by the Board.

Responsibilities

The Share Trading Committee will:

- Review and consider requests made by Restricted Persons (as defined in the Policy) to undertake any transaction in Company securities;
- If it considers that any Restricted Person possesses unpublished price sensitive information, the Share Trading Committee will be precluded from making a security transaction until 1 trading day after the time of public release of that information;
- The Share Trading Committee may grant clearance to a Restricted Person who is not in possession of inside information to sell or dispose of securities during a prohibited period only in the circumstances outlined in the Policy and the ASX Listing Rules and guidance notes pertinent to share trading;
- If the Share Trading Committee grants clearance to a Restricted Person during a prohibited period, such clearance will be given in writing prior to the Restricted Person trading shares; and
- The Share Trading Committee will provide a Clearance Record to the Company Secretary where applicable.

Processes

The Share Trading Committee shall meet as frequently as required to undertake its role effectively and properly. A quorum for the Committee meeting is when at least two members are present. Any relevant key management personnel or Restricted Persons may be invited to attend the Committee meetings.