

Austindo Resources Corporation N.L.

Policy & Procedure on Dealings in ARX Securities

Background – Insider Trading:

The insider trading provisions of Australian Law work on the basis that a person must not (whether as principal or agent) subscribe for, purchase or sell, or “engage in dealings” of any shares in ARX if;

- a) The person possesses information that a reasonable person would expect to have a material effect on the price of the shares if the information were generally available; **and**
- b) The person knows, or ought reasonably to know, that:
 - i. The information is not generally available; and
 - ii. If it were generally available, it might have a material effect on the price of the shares.

Policy:

1. Directors, officers and employees of ARX and its subsidiary companies **shall not** engage in any dealings in the shares of ARX without the prior approval of the Chairman of ARX;
2. The Board should be advised of all dealings by directors, officers and employees at periodic Board meetings. Details to be advised shall include: Type of dealing, Date of dealing, Number of shares, Seller, Purchaser and Price;
3. Directors, officers and employees **shall not** engage in any dealings in ARX shares during the period:
 - a) two weeks prior to the date of the announcement to the ASX of the Company’s annual or half year results;
 - b) two weeks prior to the date of the announcement to the ASX of the Company’s quarterly activities reports;
 - c) notwithstanding a) or b), at any time while in possession of inside information.

Procedure:

Directors, officers and employees of ARX and its subsidiary companies shall notify the Company of any intention to engage in any dealings in shares of ARX by:

1. Written notification of such intention (including details of proposed Type of dealing, Date of dealing, Number of shares, Seller, Purchaser and Price) to:

Company Secretary
Austindo Resources Corporation NL
Tel: (61 2) 9252 0400 Fax: (61 2) 9241 6714

2. In all cases the Company Secretary shall submit details of the proposed dealings together with his recommendation regarding compliance with Insider Trading provisions (and any other relevant matter) to the Corporate Governance Committee;
3. If any Corporate Governance Committee member shall have a conflict of interest or be the party proposing to engage in dealings then such member shall be excluded from the Committee's deliberations on this matter;
4. In all cases the Corporate Governance Committee shall submit details of the proposed dealings together with its recommendation regarding compliance with Insider Trading provisions (and any other relevant matter) to the Chairman;
5. The Company Secretary shall advise the party intending to engage in such dealings in ARX shares of the Chairman's decision which shall be binding on that party.