

Shaver Shop Group Limited
ACN 150 747 649

Securities dealing policy

1 Avoiding insider trading

The purpose of this policy is to clearly outline when Shaver Shop Group Limited (**Shaver Shop**) shares can be bought and sold, thereby avoiding any actual insider trading and any perception of insider trading.

This policy also applies to derivatives and options issued by Shaver Shop.

Dealing in Shaver Shop securities is generally permitted with prior approval, provided:

- you are not in possession of material inside information; and
- the trade occurs outside the black-out periods.

2 Who does this policy apply to?

This policy applies to:

- all directors, senior executives, employees and individual consultants and contractors of Shaver Shop (**Personnel**); and
- Associates of Shaver Shop Personnel.

Associates includes your relatives, entities which you control and entities you are acting in concert with.

3 What is inside information / insider trading?

Inside information means information that:

- is not generally available; and
- if it were generally available, a reasonable person would expect it to have a material effect on the price or value of securities.

For example, inside information could include non-public information about Shaver Shop's financial performance, negotiations on the acquisition of a new business or the introduction of a major new product line which is likely to have a significant impact on company revenue.

Insider trading also includes sharing inside information with others to induce or encourage them to trade in shares on their own or your behalf.

If you are unsure about whether you are permitted to trade, you should first ask yourself, if the market was aware of all the current circumstances, could the proposed dealing be perceived by the market as a situation where you would be taking advantage of your

position in an inappropriate way? How would it look if the transaction were reported on the front page of the newspaper?

Insider trading is a criminal offence punishable by significant criminal and civil penalties. It is also serious misconduct which can lead to disciplinary action or dismissal.

4 What are the black-out periods?

Black-out periods

The black-out periods are:

- the period from the close of trading on the ASX on 30 June each year until the day following the announcement to the ASX of the full year results;
- the period from the close of trading on 31 December each year until the day following the announcement of the half-yearly results;
- the two week period prior to the date of Shaver Shop's annual general meeting; and
- any other period that the board of directors (**Board**) of Shaver Shop specifies from time to time.

Are there any exceptions?

Personnel who are not in possession of inside information may deal in Shaver Shop securities, during black-out periods if:

- there are exceptional circumstances; and
- they receive prior written clearance from their Designated Officer.

What are exceptional circumstances?

Exceptional circumstances are situations which involve:

- financial hardship which cannot be satisfied otherwise than by dealing in Shaver Shop securities; or
- a court order directing the dealing in Shaver Shop securities.

How do I apply for exceptional circumstances approval to deal in Shaver Shop securities during the black-out period?

The application must be made in writing (email is acceptable) to the Designated Officer for prior written clearance to deal in those securities.

The application must include the following information:

- details of the exceptional circumstances;
- the number of Shaver Shop securities that he or she wishes to deal in; and
- confirmation that he or she is not in possession of any inside information.

Any consent provided by the Designated Officer under this policy must be in writing (email is acceptable) and outline the duration of the clearance (which must be no more than 2 trading days from the date of the provision of any consent).

5 Can I deal in securities outside the black-out periods?

Directors, Key Management Personnel and support office personnel may deal in Shaver Shop securities outside the designated black-out periods, provided prior approval for the proposed dealing is obtained from the relevant Designated Officer.

A request for approval to trade will be answered as soon as practicable. In all cases, the approved dealing must occur within 2 business days following approval, otherwise the approval is no longer effective and fresh approval must be sought.

6 What do the terms mean?

- **Dealing in securities** includes:
 - applying for, acquiring or disposing of, securities;
 - entering into an agreement to apply for, acquire or dispose of, securities;
 - granting, accepting, exercising or discharging an option or other right or obligation to acquire or dispose of securities;
 - trading in financial products issued or created over Shaver Shop securities; and
 - entering into transactions in financial products which operate to limit the economic risk of security holdings;
- **Designated Officer** means:
 - in case of the directors, the Chair;
 - in the case of the Chair, the Chair of the Audit and Risk Committee; and
 - in the case of employees or contractors of the group other than the directors, Shaver Shop's company secretary (**Secretary**); and
- **Key Management Personnel** has the meaning given to it in the ASX Listing Rules and includes the Chief Executive Officer, Chief Financial Officer, the Secretary and all employees having significant knowledge of, or significant authority and responsibility for planning, directing and controlling all or major parts of the activities of the group.

7 Notification of dealings in Shaver Shop securities

Directors must notify the Secretary immediately after dealing in any Shaver Shop securities and provide the requisite details of the dealing for Shaver Shop to comply with the ASX Listing Rules.

Key Management Personnel (other than directors) must notify the Secretary immediately after acquiring or disposing of any Shaver Shop securities.

8 Hedging is prohibited

Directors and Key Management Personnel must not at any time:

- enter into transactions or arrangements in financial products which could have the effect of limiting the economic risk associated with holding Shaver Shop securities (whether received under an equity-based remuneration scheme or otherwise and whether vested or unvested); or
- deal in financial products over or in respect of Shaver Shop securities, except for the type of dealing permitted by law or under this policy.

9 No short-term dealing in securities

Directors and Key Management Personnel must not, without approval of the Chairman, engage in short-term dealing or short selling of Shaver Shop securities.

Short-term dealing means acquiring and disposing of securities within a 3 month period.

Short-selling involves borrowing Shaver Shop securities and selling them with the expectation that market price will fall and acquiring them at a lower price in the future.

10 Are margin lending arrangements permitted?

Personnel may take out margin loans over their holdings in Shaver Shop securities.

Personnel who enter into margin lending arrangements are required to provide details of such arrangements to their Designated Officer upon entering into, and on any change (other than a trivial or minor change) occurring to such arrangements.

11 Are there any general exclusions from this policy

The following types of dealing are excluded from the operation of this policy, but are still subject to insider trading laws:

- transfers of Shaver Shop securities already held in a superannuation fund or other saving scheme in which the person is a beneficiary and where the investments are made at the discretion of a third party;
- undertakings to accept, or the acceptance of, a takeover offer;
- dealing under an offer or invitation made to all or most of the security holders, such as a rights issue, a security purchase plan, a dividend or distribution reinvestment plan and an equal access buy-back, where the plan that determines the timing and structure of the offer has been approved by the Board. This includes decisions relating to whether or not to take up the entitlements and the sale of entitlements required to provide for the take up of the balance of the entitlements under a renounceable pro rata issue;
- a disposal of Shaver Shop securities that is the result of a secured lender exercising their rights, for example, under a margin lending arrangement; and
- the exercise (but not the sale of Shaver Shop securities following exercise) of an option or a right under an employee incentive scheme, or the conversion of a convertible security.

12 Reviewing our policy

The Board will review this policy at least annually to ensure that it remains relevant to Shaver Shop's needs and any regulatory requirements. This policy may be amended by resolution of the Board.

If the Board makes material changes to this policy, Shaver Shop is obliged to provide a copy of the amended policy to the ASX for release to the market.

13 Questions?

Should you have any questions about any of the issues raised in this policy, please contact the Company Secretary.

Adopted on 1 July 2020