



Phoenix Copper Limited
ABN 67 127 446 271

Level 1, 135 Fullarton Road
Rose Park, SA 5067

Australia

Telephone +61 (0)8 8364 3188

Facsimile +61 (0)8 8364 4288

info@phoenixcopper.com.au

www.phoenixcopper.com.au

ASX ANNOUNCEMENT, 17 SEPTEMBER 2014

In accordance with Listing Rule 12.10 please find attached Phoenix Copper Limited's Securities Dealing Policy, to which some recent amendments were made. The amendments are to Section 4.3.

Tim Moran
Company Secretary

Phoenix Copper Limited

SECURITIES DEALING POLICY

4.1 The Insider Trading Prohibition

The Corporations Act states that it is an offence for a person who possesses information that is not generally available and knows or ought reasonably to know that it is not generally available and that if it were it would have a materially impact on the price or value of a security (including an option) issued by the Company, to:

- (a) trade in (ie apply for, acquire or dispose of, or enter into an agreement to do any of these things) securities issued by the Company;
- (b) procure another person (eg a family member, friend, or family company, superannuation fund or trust) to trade in securities issued by the Company; or
- (c) communicate the information to another person if you know or ought reasonably to know that the person may use the information to trade in or procure another person to trade in securities issued by the Company.

It is the responsibility of each Representative to ensure that they do not breach the insider trading prohibition. Breaches of the insider trading prohibition are considered serious and will result in disciplinary action being taken by the Company.

4.2 Precluded Periods

Subject to clauses 4.1 and 4.3, Representatives who are:

- (a) Directors;
- (b) Company Secretaries; or
- (c) employees of, or contractors to, the Company and have access to the Company's financial information or drilling results

are permitted to trade in the Company's securities throughout the year **except** during the following periods:

- (d) the period between the end of each quarter and the release of the Company's report for that quarter to the ASX for so long as the Company is required by the Listing Rules to lodge quarterly reports;
- (e) the period between the end of the Financial Year and the release of the Company's annual report to the ASX;
- (f) the period between the end of the Half Year and the release of the Company's half year report to the ASX.

4.3 Exception to Precluded Period

Regarding the precluded periods specified in clause 4.2, an exception may be made, with the following authorisation:

- 1) For Representatives excluding Directors, the Chief Executive Officer, and the Company Secretary – by written or email consent provided by the Chief Executive Officer and the Company Chairman;
- 2) For the Chief Executive Officer, Company Secretary, and any Director excluding the Company Chairman – by written or email consent provided by the Company Chairman and one other Director;
- 3) For the Company Chairman – by written or email consent from any two other Directors.

An exception as described above may only be made where the Representatives providing the authorisation are fully satisfied that the market is already fully informed of all matters that will be

contained in the Company's quarterly, half-yearly or annual report (as relevant), and that trading in the securities of the Company would not be unlawful or illegal.

4.4 Written Consent

Outside of precluded periods, Representatives other than the Chief Executive Officer must obtain written or email consent from the Chief Executive Officer prior to trading in the Company's securities. Outside of precluded periods, the Chief Executive Officer must obtain written or email consent from the Chairman prior to trading in the Company's securities.

4.5 Changes in Directors' Shareholdings

Directors must advise the Company Secretary of changes to their shareholdings in the Company and any of its related bodies corporate within two business days of the change.

4.6 Waivers

In exceptional circumstances, where the Chairman and Chief Executive Officer agree, they may, in their discretion, waive a part of this Securities Dealing Policy to allow Representatives to trade in the securities of the Company where to do so would not be unlawful or illegal.