



# Securities Dealing Policy

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**Coronado Global Resources Inc.**

Adopted by the Board on 21 September 2018  
Amended by the Board on 22 February 2022

## 1 What is the purpose of this Policy?

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It is unlawful under provisions of the Securities Exchange Act of 1934 (the "Exchange Act") and rules adopted thereunder by the United States Securities and Exchange Commission as well as under rules adopted by the Australian Securities Exchange (the "ASX") for insiders to purchase or sell securities based upon material information which has not been publicly disclosed. The purpose of this Policy is to assure compliance with these laws and rules and to:

- ensure that public confidence is maintained in the reputation of Coronado Global Resources Inc. (the Company), the directors and employees of the Company and in the trading of the Company's securities;
- explain the Company's policy and procedures for the buying and selling of securities to assist the directors and employees; and
- recognize that some types of dealing in securities are prohibited by law.

There are strictly enforced criminal sanctions against anyone breaching these rules and engaging in what is commonly called "insider trading".

In this Policy, a reference to "securities" means securities in the Company and any other financial products of the Company quoted on the ASX or any other exchange or marketplace. For the avoidance of doubt, securities includes:

- CHESS Depository Interests (CDIs) (as defined in the Listing Rules);
- common stock; and
- preferred stock.

## 2 Scope of this Policy

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### 2.1 Who must comply with this Policy?

This Policy applies to all directors of the Company (Directors), executives, officers, employees, contractors and consultants of the Company (collectively, Employees).

### 2.2 Who are "Restricted Persons"?

Certain aspects of this Policy apply only to Restricted Persons who, for the purposes of this Policy, are:

- Directors;
- Direct reports to the CEO and key management personnel of the Company who have been advised by the Chief Legal Officer & Secretary that they are subject to special restrictions under this Policy (Senior Executives); and
- employees who regularly possess inside information and who have been advised by the Chief Legal Officer & Secretary that they are subject to special restrictions under this Policy (Nominated Employees).

Restricted Persons must also take steps in relation to dealings by their "Connected Persons". See section 4.7 for further information.

## 3 Restrictions applying to all Employees

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### 3.1 No dealing while in possession of Inside Information

Inside Information is information that:

- is not generally available to the market; and
- if it were generally available to the market, a reasonable person would expect it to have a material effect (upwards or downwards) on the price or value of a security or which an informed investor would consider relevant to making an investment decision.

Inside Information may include matters of supposition, matters that are not yet certain and matters relating to a person's intentions.

While in possession of Inside Information, Employees shall not:

- trade in the Company's securities (for example, by buying or selling the Company's securities);
- procure another person to acquire or sell the Company's securities (for example, by arranging for your spouse or a company you own to buy or sell Company securities on your behalf);
- communicate the Inside Information to another person, known as tipping (for example, by providing any other person a tip about the Company's securities if you know, or ought reasonably to know, that the person will act on that tip (i.e. they will buy or sell Company securities) or procure someone else to act on that tip).

Section 6 contains further details regarding the scope of the insider trading laws.

### 3.2 The Front Page Test

It is important that public confidence in the Company is maintained. It would be damaging to the Company's reputation if the market or the general public perceived that Employees might be taking advantage of their position in the Company to make financial gains (by dealing in securities on the basis of Inside Information).

As a guiding principle, Employees should ask themselves:

If the market was aware of all the current circumstances, could I be perceived to be taking advantage of my position in an inappropriate way? How would it look if the transaction were reported on the front page of the newspaper? (The Front Page Test)

If the Employee is unsure, he or she should consult the Chief Legal Officer & Secretary.

Where any approval is required for a dealing under this Policy, approval will not be granted where the dealing would not satisfy the Front Page Test.

### 3.3 No short-term or speculative dealing

Employees must not deal in the Company's securities on a speculative or short-term trading basis. Short-term trading includes buying and selling securities on market within a 6 month period and entering into other short-term dealings (for example, forward contracts). Specifically prohibited are purchases and sales of Company securities that are subject to Section 16(b) of the Exchange Act by the CEO and his/her direct reports, directors and any holder of 10% or more of the Company's issued and outstanding securities (collectively a

“Reporting Person”). Sale of shares that have been converted after exercising options or rights may not be regarded as short term trading. Reporting Persons should check with the Chief Legal Officer & Secretary before any transaction in Company securities, including option or rights exercises.

### **3.4 Hedging of Company securities**

Hedging includes entering into any arrangements that operate to limit the economic risk associated with holding the Company’s securities.

Company securities acquired under an employee, executive or director equity plan operated by the Company must never be hedged prior to vesting.

Company securities must never be hedged while they are subject to a holding lock or restriction on dealing under the terms of an employee, executive or director equity plan operated by the Company.

### **3.5 Dealing in other companies’ securities**

Employees may come into possession of Inside Information regarding another company where they are directly involved in client relationship management or negotiating contracts. For example, where a person is aware that the Company is about to sign a major agreement with another company.

Employees must not deal in the securities in another company if they are aware of Inside Information in relation to that company, no matter how they came into possession of the Inside Information.

If you are in any doubt, consult with the Chief Legal Officer & Secretary.

## **4 Additional restrictions applying to Restricted Persons**

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### **4.1 No dealing in blackout periods**

Directors and salaried employees of the Company and any of its subsidiaries must not deal in Company securities during any of the following blackout periods:

- the period starting on the 15th day of the third month of each calendar quarter until the completion of the two trading days (‘TD 1’ and ‘TD 2’) following the public release by the Company of quarterly or annual, as the case may be, earnings (for the avoidance of doubt, in these circumstances, as the public release is typically made prior to the start of TD 1, a dealing may then be made on the trading day following TD 2, that is ‘TD3’); and
- any other period that the Board or Chief Legal Officer & Secretary specifies from time to time.

### **4.2 Exceptional circumstances**

If a director or salaried employee needs to deal in securities during a blackout period due to exceptional circumstances and is not in possession of any Inside Information, then, they may apply for approval to deal in accordance with section 4.4. Exceptional circumstances are likely to include severe financial hardship or compulsion by court order.

Unless otherwise specified in the notice, any dealing permitted under this section 4.2 must comply with the other sections of this Policy (to the extent applicable).

### **4.3 Approval required for dealing outside blackout periods**

During any period that is not a trading blackout period under section 4.1, Restricted Persons must, prior to any proposed dealing, seek approval for the proposed dealing in the Company's securities. Trading at any time (even if approval has been obtained under this Policy) remains subject to the insider trading prohibition in the Exchange Act and the Australian Corporations Act.

### **4.4 Written request process**

- (a) Requests for approval under 4.2 or 4.3 should be submitted to the Chief Legal Officer & Secretary (or their delegate), who will forward it to one of the following approvers:
  - (1) the Chief Executive Officer (in the case of Nominated Employees or Senior Executives);
  - (2) the Chair of the Board (in the case of the CEO or other Directors);
  - (3) the Chair of the Audit, Governance and Risk Committee (in the case of the Chair of the Board).
- (b) A request for approval to deal will be answered within two business days. The approver, having consulted with members of management as appropriate, may:
  - (1) grant or refuse the request;
  - (2) impose conditions on the dealing in their discretion.
- (c) The approver is not obliged to provide reasons for any aspect of their decision and may revoke their approval at any time. If a request is not approved or an approval is revoked, that fact must be kept confidential.
- (d) Following receipt of approval to deal, the approved dealing must occur within 5 business days following approval (or such other time specified in the approval), otherwise the approval is no longer effective, and a new approval must be sought.
- (e) Approval under this Policy is not an endorsement of the dealing. Personnel are responsible for their own compliance with the law.

### **4.5 Margin lending arrangements**

- (a) Approval must be obtained by any Restricted Person in accordance with the procedure set out in section 4.4 for any:
  - (1) entering into a margin lending arrangement in respect of the Company's securities; and
  - (2) transferring securities in the Company into an existing margin loan account.

### **4.6 Confirmation of trade required**

Restricted Persons must promptly provide the Chief Legal Officer & Secretary with written confirmation when the dealing has taken place. In the case of Directors, written confirmation should ideally be provided by close of business on the day the trade is entered

into to assist the Company to comply with its disclosure obligations under the Exchange Act and ASX Listing Rules.

#### 4.7 Connected Persons

Employees and directors must take appropriate steps to ensure that their “Connected Persons” only deal in securities in circumstances where the Restricted Person to whom they are connected would be permitted to deal under this Policy. For example, by obtaining clearance in accordance with this Policy in respect of the Connected Persons’ dealings.

Connected Persons are:

- a family member who may be expected to influence, or be influenced by, the Restricted Person in his or her dealings with the Company or Company securities (this may include the Restricted Person’s spouse, partner and children, the children of the Restricted Person’s partner, or dependents of the Restricted Person or the Restricted Person’s partner); and
- a company or any other entity which the Restricted Person has an ability to control.

EMG and the Seller Group Entities (as defined in Attachment 1) are not Connected Persons for the purposes of this Policy.

## 5 Excluded Dealings

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Sections 3.3, 4.1 and 4.3 of this Policy do not apply to:

- (a) participation in an employee, executive or director equity plan operated by the Company. However, where securities in the Company granted under an employee, executive or director equity plan cease to be held under the terms of that plan, any dealings in those securities must only occur in accordance with this Policy;
- (b) dealings that result in no effective change to the beneficial interest in the securities (for example, transfers of Company securities already held into a superannuation fund or trust of which the Employee is a beneficiary); and
- (c) trading under a pre-approved non-discretionary trading plan, where the Employee did not enter into the plan or amend the plan during a blackout period, the plan does not permit the Employee to exercise any influence or discretion in relation to trading under the plan and the plan cannot be cancelled during a blackout period, other than in exceptional circumstances.

However, given such dealings remain subject to the insider trading rules in the Exchange Act and the Australian Corporations Act, Employees should still consider any legal or reputational issues (and discuss any concerns they have with the Chief Legal Officer & Secretary) before proceeding with the dealing.

## 6 What are the rules about insider trading?

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The Exchange Act and the Australian Corporations Act provide that a person who has Inside Information about a company must not:

- (a) buy or sell securities in a company, or enter in an agreement to buy or sell securities, or exercise options over securities, or otherwise apply for, acquire or dispose of securities (deal);
- (b) encourage someone else to deal in securities in that company; or
- (c) directly or indirectly provide that information to another person where they know, or ought to know, that that person is likely to deal in securities or encourage someone else to deal in securities of that company (tipping).

These restrictions apply to all securities, not just the Company's securities. Note that these prohibitions apply to conduct that occurs elsewhere in the world, not just conduct which occurs in Australia or the United States.

## 7 What happens if this Policy is breached?

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Breaches of this Policy will be regarded by the Company as serious and will be subject to appropriate sanctions including referral to enforcement agencies.

Any person who is suspected of breaching this Policy may be suspended from attending the workplace on full pay pending the outcome of investigations into the alleged breach.

Any person who breaches this Policy could face disciplinary action (including forfeiture of securities and/or suspension or termination of employment).

Breaches of the insider trading laws have serious consequences for both the personnel concerned and the Company. Penalties under the Corporations Act include financial penalties and imprisonment.

## 8 Who should I contact?

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Employees should contact the Chief Legal Officer & Secretary (who will refer the question to the Chair of the Board in the case of the CEO or Directors, and the Chair of the Audit, Governance and Risk Committee in the case of the Chair of the Board) if they are unsure about whether it is acceptable to deal or communicate with others in relation to the Company's securities or other securities or if they have any other queries about this Policy.

# Attachment 1

The following definitions apply when used in the Securities Dealing Policy.

**Affiliate** an affiliate of, or a person affiliated with, a specified person, is a person that directly, or indirectly through one or more intermediaries, controls, or is controlled by, or is under common control with, the person specified.

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**Company or Coronado** Coronado Global Resources Inc. (ARBN 628 199 468).

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**EMG** The Energy & Minerals Group and its Affiliates.

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**EMG Entities**

- 1 EMG CC HC, LLC;
- 2 EMG Coronado II HC, LLC;
- 3 EMG Coronado IV Holdings LLC; and
- 4 EMG Coronado Strategic LP.

References to the rights of the EMG Entities includes any Affiliate of the above entities, other than the Company and any entity it controls.

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**Seller** Coronado Group LLC.

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**Seller Group Entities** any or all of the Seller, the EMG Entities, or their respective successors or Affiliates (other than the Company and any entity that is controlled by the Company).

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