Magellan Global Fund Trading Policy

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1. INTRODUCTION

1.1 Application

Magellan Asset Management Limited ('**MAM**' or the '**Responsible Entity**') is the responsible entity for the Magellan Global Fund (ASX: MGF) ('**MGF**' or the '**Fund**'). The Fund is a registered managed investment scheme and has two classes of units, being a Closed Class and an Open Class.

- The **Closed Class** is quoted on the Australian Securities Exchange ('**ASX**') and subject to the ASX Listing Rules.
- The **Open Class** is quoted on the ASX and subject to the AQUA Rules.

This Trading Policy ('**Policy**') is authorised by the Board of MAM, a wholly owned subsidiary of Magellan Financial Group Limited ('**Magellan**'), in its capacity as the responsible entity for the Fund and relates specifically to Trading in MGF Securities.

MAM has adopted a Personal Trading Policy which applies to Trades in MGF Securities together with other securities related to the activities of MAM and Magellan (collectively, the '**Group**'). The Personal Trading Policy together with this Policy apply to all Access Persons of the Group.

This Trading Policy does not apply to the Responsible Entity, including any Trades conducted in accordance with applicable laws by the Responsible Entity under an on-market buy-back of MGF Securities.

1.2 Purpose

The Purpose of this Policy is to:

- set out the circumstances in which Access Persons may Trade in MGF Securities;
- assist Access Persons avoid conduct known as Insider Trading or market misconduct; and
- prevent actual or perceived conflicts of interest and protect the reputation of the Group.

2. GENERAL RESTRICTION

If an Access Person possesses Inside Information in relation to MGF Securities, they must not:

- Trade in the MGF Securities in any way;
- arrange or encourage another person to Trade (including on their behalf) in MGF Securities; or
- directly or indirectly, give the Inside Information to another person if they know, or should know, that the other person would be likely to do any of the activities described above.

3. TRADING IN MGF SECURITIES

3.1 Blackout Periods

Blackout Periods operate during which time Access Persons must not Trade in MGF Securities. Blackout Periods operate during:

- the two week period prior to the MGF annual ex-dividend date; and
- any other period as decided by the MAM Directors.

Trades in MGF by MAM Directors and MGF Portfolio Managers require pre-clearance by the Chief Compliance Officer of MAM.

3.2 Short-Term Trading

Short-term trading in MGF Securities is discouraged. Buying and selling of MGF Securities within a thirty (30) calendar day period is considered short-term. The Chief Compliance Officer and the Chief Executive Officer of MAM monitor all transactions and may recommend that Access Persons reduce the frequency of their transactions or deny a pre-clearance request.

3.3 Other Trading Prohibitions

Access Persons are prohibited from entering into transactions:

- in derivative instruments or other products associated with MGF Securities which operate to limit the economic risk of their holding in MGF Securities;

- which amount to ‘short selling’ of MGF Securities;
- with the same individual employee at a broker/dealer firm that MAM conducts business with on behalf of MGF’s unitholders;
- which otherwise enable an Access Person to profit from a decrease in the market price of MGF Securities.

3.4 Trading in MGF Securities under Exceptional Circumstances

An Access Person wishing to:

- Trade in MGF Securities during a Blackout Period; or
- engage in the matters covered by clauses 3.2 and 3.3,

may apply in writing to the Chief Compliance Officer for consent to do so. The Chief Compliance Officer will generally withhold prior written consent unless special circumstances exist (such as financial hardship or a court order requiring the sale of securities) and the Board of MAM has agreed to the granting of consent. Any consent provided to an Access Person will be provided in writing. In any event, consent will not be granted where it is reasonably believed that the Access Person may be in possession of Inside Information relating to the proposed Trade.

4. EXEMPTIONS FROM THIS POLICY

This Policy does not apply to Access Persons in the following circumstances:

- Trading in MGF Securities under a distribution reinvestment plan, rights issue, security purchase plan or other securities offer that is broadly available to holders of securities of the same class;
- Trading in MGF Securities under a bonus issue made to all holders of securities of the same class;
- Transfers of MGF Securities already held by an Access Person into a superannuation fund in which the Access Person is a Beneficiary;
- Undertakings to accept, or the acceptance of, a takeover offer for MGF Securities;
- A disposal of MGF Securities that is the result of a secured lender exercising their rights, for example, under a margin lending arrangement; and
- Trading in MGF Securities under an employee unit purchase plan in accordance with the rules of a Magellan Board approved unit purchase plan.

Any Trading contemplated by this clause 4 is subject to the overriding prohibition on Insider Trading.

5. PROCESS FOR TRADING IN MGF SECURITIES

- Subject to clauses 3.1 to 3.4 (inclusive), and provided that an Access Person is not in possession of any Inside Information, an Access Person who wishes to Trade in MGF Securities must submit a pre-clearance request and receive approval prior to trading.
- The Chief Compliance Officer will withhold consent to the proposed Trade in circumstances where the Trade would be in breach of clauses 3.1, 3.2, or 3.3, or where it is reasonably believed the Access Person may be in possession of Inside Information relating to the proposed Trade.
- The Access Person will be notified by the Chief Compliance Officer if the consent to Trade is subsequently withdrawn.
- Upon the execution of a Trade, the Access Person’s broker is required to send a duplicate trade confirmation to Risk and Compliance.
- In the event the proposed Trade has not taken place within the consent window, the Access Person is required to submit a new pre-clearance request should the Access Person still wish to proceed with the proposed Trade.

6. CONSEQUENCES FOR BREACHES OF THIS POLICY

Any breaches of this Policy will be treated seriously and may give rise to disciplinary action. Any Access Person who becomes aware of a violation of this Policy should immediately report the violation to the Chief Compliance Officer.

Insider Trading is a crime and can result in imprisonment, fines, orders to pay compensation and other penalties against MAM and Access Persons.

7. EXPLANATION OF TERMS

For the purposes of this Policy:

'**Access Person**' is defined as

- Directors of Magellan and MAM;
- any employee of MAM;
- contractors, consultants, workers or interns of Magellan globally as determined by the Chief Compliance Officer.

'**Beneficiary**' means any person who has the opportunity, directly or indirectly, to profit or share in any gains derived from Trades in MGF Securities. As a guide, MGF Securities accounts in which an Access Person is likely to be deemed to have a beneficial ownership interest include accounts held by immediate family members with whom they share the same household (a family member is deemed to share the same household if they reside with an Access Person for 6 months out of any 12 month period).

Immediate family members include children, step-children, grandchildren, parents, step-parents, grandparents, spouses, domestic partners, siblings, parents-in-law, and children-in-law, as well as adoptive relationships.

'**Blackout Period**' has the meaning outlined in clause 3.1 of this Policy.

'Generally Available' means information is generally available where the information is readily observable, has been made known in a manner that would, or would be likely to, bring it to the attention of people who commonly invest in securities of a kind whose price may be affected by the information, and a reasonable period has elapsed to allow the information to be disseminated; or consists of deductions, conclusions or inferences made or drawn from those types of the information.

'**Inside Information**' is information that is not Generally Available and if the information was Generally Available, a reasonable person would expect it to have a Material Effect on the Price or Value of securities.

'**Insider Trading**' means in general terms, someone will commit Insider Trading if they deal in securities while they possess Inside Information or communicate Inside Information to another person knowing (or where they should have reasonably known) that the other person would use, or would be likely to use, that information to deal in, or procure a third person to deal in, securities.

'**Magellan**' means Magellan Financial Group Limited.

'**MAM**' means Magellan Asset Management Limited.

'**Material Effect on the Price or Value**' means a reasonable person would be taken to expect information to have a material effect on the price or value of securities if the information would, or would be likely to, influence persons who commonly invest in securities in deciding whether or not to Trade in the securities in any way.

'**MGF**' means Magellan Global Fund.

'MGF Securities' means any units, options and any other securities issued by MAM in relation to MGF, as well as any other financial products issued or created over MGF Securities by third parties.

'Trade' includes subscribing for, purchasing, acquiring, selling or disposing of MGF Securities or entering into an agreement to do any of those things, and 'Trading' has a corresponding meaning.