

THE POLICY OF COUNSEL'S CHAMBERS LIMITED
IN RESPECT OF SHARE TRANSFERS

1. The Constitution of Counsel's Chambers Limited provides that any transfer of shares is subject to the approval of the Company's Directors.
2. A transfer of shares in the Company will not be registered unless the transfer is stamped or marked by the Office of State Revenue and is accompanied by evidence in writing that the members of the Floor that the proposed transferee intends to join, approve of the transferee as a member of that Floor.
3. In the event that an existing shareholder of the Company acquires additional shares in the Company, but intends to remain on the same Floor, such shareholder shall be required to present evidence in writing that the members of the Floor approve the acquisition of additional shares by that member.
4. Share transfers will not be approved if there are outstanding arrears of maintenance contributions or other monies due to the Company or Counsel's Chambers Network Pty Ltd payable by the transferor or transferee of the shares or, where the transferee or the transferor is not a barrister, by any barrister associated with it.
5. Shareholders are reminded that the holding of shares in the Company does not entitle a shareholder to occupation or use of any part of the property of the Company by reason of such holding.
6. Share transfers to entities other than to a barrister will not be approved unless
 - a) a Deed in the form approved by the Company is signed by the Transferee and any barrister associated with the transferee and approved by the company, and
 - b) the entity is eligible to hold shares under the constitution.

[Amended 26 June 2008]