

EBOS GROUP LIMITED (EBOS) CODE OF ETHICS

EBOS is committed to the highest standards of conduct and ethical behaviour in all of our business activities, and to promoting and supporting a culture of honest and ethical behaviour, corporate compliance and good corporate governance.

The EBOS Code of Ethics is the framework of standards by which the directors, employees and contractors of EBOS and its related companies (*EBOS people*) are expected to conduct their professional lives. This Code is not intended to prescribe an exhaustive list of acceptable and non-acceptable behaviour, rather it is intended to facilitate decisions that are consistent with EBOS' values, business goals and legal and policy obligations, thereby enhancing performance outcomes.

EBOS people must familiarise themselves with the EBOS values and this Code of Ethics.

The Board of Directors of EBOS Group Limited ("the Board") has approved this Code of Ethics.

If you have any questions or concerns about an ethical question, or become aware of a breach of a legal obligation or an EBOS policy, you should discuss this with your manager or a senior manager in your business unit/ division. If this is not appropriate, procedures for reporting concerns are set out in EBOS' Whistleblower Protection Policy which can be found at Appendix H of the EBOS Corporate Governance Code.

This policy does not form part of any employee's contract of employment. Nor does it form part of any other workplace participant's contract for services.

1 **Behaviours**

The actions and statements of EBOS people, whether to customers, suppliers, competitors, or employees, can impact on the way people see EBOS and whether they choose to do business with us.

EBOS people will:

- undertake their duties in accordance with EBOS values, being:
 - customer focus;
 - working together;
 - quality;
 - honesty and integrity; and
 - professionalism,
- act honestly and in the best interests of EBOS, its shareholders and stakeholders;
- conduct themselves with integrity and not behave in a manner that will, or has the potential to, bring EBOS or any of its businesses into disrepute;
- not enter into transactions or make promises on behalf of EBOS that EBOS cannot reasonably be expected to, or does not intend to, honour;
- undertake their duties with care and diligence;

- ensure that any personal opinions EBOS people express are clearly identified as their own and are not represented to be the views of EBOS;
- value individuals' differences and treat people in the workplace with respect in accordance with EBOS's values and policies related to the workplace – including in relation to diversity, equal employment opportunities and anti-harassment and discrimination;
- prioritise the health, safety and welfare of EBOS people and the community in accordance with acceptable standards of behaviour and legal obligations whilst performing their duties;
- to the best of their ability, use reasonable endeavours to ensure that EBOS records and documents, including financial reports, are true, correct and conform to EBOS reporting standards and internal controls.

Directors EBOS and its related companies

Directors of EBOS and its related companies must act in accordance with their statutory and common law duties as officers of the relevant companies and give proper attention to the matters before them.

2 Conflicts of Interest

EBOS requires EBOS people to act in EBOS's interests at all times and to avoid any personal, financial, or other interest which may be in conflict with their duties and responsibilities to EBOS.

EBOS people will not without the prior written consent of EBOS:

- engage directly or indirectly in any other business or commercial activities which would or could conflict with their ability to perform their duties to EBOS;
- be directly or indirectly interested or concerned in any capacity including as a material shareholder (i.e. a shareholder who holds more than 5% of the shares), or as a director, employee, or independent contractor with any other business in the business sectors in which EBOS operates; and
- engage in any other activity which could conflict with EBOS's interests.

Reporting conflicts

If you have an actual or potential conflict of interest you must report this to your direct manager promptly. Your manager must then report this to the executive (i.e. direct report of the CEO) of the relevant business or division. EBOS people are expected to proactively report potential conflicts.

Employees

Employees who wish to be involved in the management or board of another organisation, where that role may potentially conflict with EBOS' interests (either commercially and/ or due to the

time required to fulfil the role), must seek approval from the EBOS Group CEO before taking up a role with the other organisation.

Contractors

Contractors must disclose any role that they perform which create actual, potential or perceived conflict with services provided to EBOS before starting an engagement and during the course of providing services.

3 Anti-Bribery and Corruption/ Gifts

“Gifts” can include accommodation, goods, services, discounts, special terms on loans and so on.

EBOS has zero tolerance for bribery or corruption in connection with its operations and activities.

EBOS has adopted an Anti-Bribery and Corruption Policy which can be found on the Group’s intranet.

In addition, EBOS people must not offer or accept gifts, entertainment and hospitality unless the following conditions are all met:

- given for the purpose of general relationship building only;
- not intended, and cannot reasonably be construed, as an attempt to improperly influence the recipient’s performance of a role or function;
- complies with the local laws and regulations of the jurisdiction in which it is made;
- given in an open and transparent manner; and
- does not include cash, loans or cash equivalents (such as gift certificates or vouchers).

4 Corporate Opportunities

EBOS expects its people to advance its legitimate interests when the opportunity to do so arises.

EBOS people will not:

- take for themselves or a third party any opportunity discovered through the use of EBOS property, information or position;
- use EBOS property (including EBOS’s name), information or position for personal gain; and
- compete with EBOS.

5 Confidentiality and Privacy

EBOS stakeholders entrust us daily with their confidential communications and information. Confidential information includes all information not in the public domain that has come to an EBOS person’s knowledge by virtue of working for EBOS.

EBOS people must maintain and protect the confidentiality of information entrusted to EBOS about work colleagues, stakeholders, suppliers, customers and EBOS's business and financial affairs.

Your obligations in relation to confidentiality continue even after your relationship with EBOS has ended.

EBOS has adopted procedures in relation to information security, which should be observed. These procedures can be found on the Group's intranet.

'Inside information'

EBOS people may become aware of information in relation to EBOS or other public companies that is confidential and 'price sensitive' (inside information).

EBOS people who have inside information about EBOS must not disclose it unless compelled by law.

In relation to any activity regarding EBOS shares, EBOS people are expected to comply with the Group's Share Trading Policy. The Share Trading Policy can be found at Appendix D of the EBOS Corporate Governance Code.

Privacy

EBOS is entrusted with the personal information of its staff, customers and suppliers (and their employees) and other individuals.

EBOS is committed to compliance with privacy laws and EBOS people must comply with the Group's privacy policy, guides and procedures.

6 Proper use of EBOS Assets and Information

EBOS people have a duty to protect EBOS assets from loss, damage, misuse, waste and theft. EBOS people must not misuse EBOS assets. EBOS assets include systems, information, equipment, intellectual property and networks.

EBOS people will:

- only use EBOS assets for the lawful business purposes of EBOS;
- report suspected loss, damage, misuse, waste and theft to their manager;
- only create, and only retain, information and communications required for EBOS' business needs or to meet legal obligations.

7 Compliance with Laws and Policies

EBOS people will:

- familiarise themselves with and comply with all EBOS policies, procedures and processes and codes including, without limitation, the EBOS Anti-Bribery and Corruption Policy and the EBOS Whistleblower Protection Policy;
- adhere to all applicable laws, rules and regulations;

- undertake training on legal obligations and policies as required by management from time to time; and
- comply with all statutory and internal disclosure requirements on a timely basis.

8 **Delegated Authority**

The EBOS Board of Directors delegates certain responsibilities related to the management of the business and affairs of EBOS to the EBOS Group CEO. The CEO in turn delegates to other levels of management certain rights to make operational and financial decisions within defined limits.

EBOS people will:

- only act within the delegated authority framework and any authority that may be specifically given to them as a delegated authority holder;
- ask their manager if they are uncertain as to their level of delegated authority.

9 **How to report concerns**

If you become aware of a breach of the EBOS Code of Ethics, any breach of a legal obligation, any breach of an EBOS policy (including the delegated authority framework), you are responsible for reporting it to your manager, or alternatively, a senior manager in your business/ division. EBOS has a Whistleblower Protection Policy, which sets a process for reporting certain kinds of conduct (including a breach of this Code).

EBOS will stand behind any employee who, acting in good faith, reports a breach, serious problem or wrongdoing.

Any person who knowingly makes a false report of a legal or policy breach may be subject to disciplinary action.

10 **When a concern is reported to you**

EBOS requires all directors and management who receive a report of an actual or suspected violation of this Code of Ethics to take all reasonable steps within their control to ensure that:

- the behaviour alleged in the report is thoroughly investigated; and
- appropriate disciplinary action is taken if the allegation is substantiated.

11 **Code of Ethics breaches**

Appropriate disciplinary action, which may include dismissal, will be taken against persons who have breached this Code of Ethics.

The Audit & Risk Committee of EBOS Group Limited will be informed of material breaches of this Code.