

Code of Conduct

Aussie Broadband Limited

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1. Introduction

1.1 Purpose

This Code of Conduct (**Code**) helps you understand how to behave while you're at Aussie Broadband. It outlines:

- (a) the conduct we expect from staff,
- (b) the specific standards we set for things like compliance and legal issues, and
- (c) what will happen if you breach the Code.

You should also read this Code alongside our Statement of Values and the Aussie Way document (which gives deeper context in relation to Aussie Broadband's "why" (i.e. Aussie Broadband's mission and purpose) and values), our staff handbook, and all other policies available on the Aussie Broadband SharePoint site.

Aussie Broadband reviews all these documents regularly to make sure they are still relevant.

While the Code is designed to ensure that Aussie Broadband delivers on its commitment to corporate responsibility and sustainable business practice, it does not create any rights in any staff member, client, customer, supplier, competitor, shareholder or any other person or entity.

1.2 Application

This Code applies to all our people, including:

- (a) all officers, directors, associates, contractors, consultants and staff; and
- (b) contractors, consultants and relevant third parties.

The Code applies to all our business activities with suppliers, contractors, customers, shareholders and employees in Australia and overseas (where applicable).

Responsibilities under the Code include:

Position	Responsibility
All staff	It is your responsibility to: <ul style="list-style-type: none">• comply with the Code,• act in line with Aussie Broadband's Statement of Values and the Aussie Way document,• act in the best interests of Aussie Broadband, with integrity and according to legal and approved company business practices, and• raise any concerns or issues with your Manager.
Manager/Leader (all levels)	It is also your responsibility to:

	<ul style="list-style-type: none"> • promote the Code, Statement of Values and the Aussie Way document) to staff and contractors, and ensure they read and understand them, • lead by example, and • take immediate action when someone reports a potential breach of the Code, or where you observe a potential breach.
Chief People and Reputation Officer or their delegate	<p>It is also your responsibility to:</p> <ul style="list-style-type: none"> • conduct preliminary investigations into potential breaches of the Code, • review and recommend updates to the Code and related policies as required, and • conduct regular training on the Code.
Audit, Risk & Compliance Committee	<p>This Audit, Risk and Compliance Committee is responsible for:</p> <ul style="list-style-type: none"> • reviewing and discussing with management the overall adequacy and effectiveness of Aussie Broadband's legal, regulatory and ethical compliance programs, • review the procedures Aussie Broadband has in place to ensure compliance with laws and regulations (particularly those which have a major potential impact), and • review Aussie Broadband's policies and culture to ensure they promote appropriate ethical standards (including the Code).

1.3 How the Code interacts with other policies

If you find a policy that contradicts this Code, the policy will prevail to the extent of the inconsistency (and you should make your Manager aware of the inconsistency).

Aussie Broadband assess our policies on a regular basis and will let you know of any changes.

2. What you must do

2.1 Comply with laws and regulations

You should be aware of, and comply with, your duties and obligations under all laws and regulations relating to your work. This includes completing any compulsory training assigned to you.

We encourage you to:

- (a) actively understand the laws which affect or relate to Aussie Broadband's operations (for example, the Telecommunications Consumer Protections Code which can be accessed through this [link](#)),

- (b) where appropriate to your role, attend other internal or external training and events to improve your knowledge and understanding of laws and regulations, and
- (c) interpret the law in a way which reinforces Aussie Broadband's reputation for integrity.

2.2 Fair trading and dealing

Under our "no bullshit" value, Aussie Broadband aims to maintain a high standard of ethical behaviour when conducting business, and to behave with integrity in our dealings with customers, shareholders, government, staff, suppliers and the community.

When dealing with others, you must:

- (a) perform your duties in a professional manner,
- (b) act in line with our values, particularly our no bullshit value and be good to people,
- (c) treat people fairly and with the utmost integrity and objectivity, and
- (d) strive to enhance Aussie Broadband's reputation and performance.

2.3 Conflicts of interest

You are responsible for letting Aussie Broadband know of any conflict of interest (real or potential) and dealing with it appropriately. If you're not sure, you should have a chat with your Manager.

What is a conflict of interest?

A conflict of interest exists where loyalties are divided.

While at Aussie Broadband, you may have a conflict of interest if:

- (a) any of your decisions lead to an improper gain or benefit to you or an associate, or
- (b) your personal interests, the interests of an associate, or relative, or obligation to some other person or entity, conflict with your obligation to Aussie Broadband.

Below are some common examples of conflicts of interest to avoid where possible – please note these are a guide only, and there will be others:

(a) Gifts

Conflicts of interest can arise when you or a member of your family receives improper personal benefits as a result of your position. You and your relatives should not give unreasonable gifts to, or receive unreasonable gifts from, Aussie Broadband's customers, suppliers or others that Aussie Broadband interacts with.

We encourage you not to accept a gift (of any kind or value) in circumstances where:

- (i) your business judgement might appear to have been compromised, or
- (ii) you or Aussie Broadband would be embarrassed if the gift was made public.

Aussie Broadband may have dealings with companies based in countries where gift giving has important cultural significance and plays an important role in

business relationships. While you should be aware and respectful of such cultural practices, Aussie Broadband encourages you to remain mindful of our Code.

If you are in any doubt about whether a gift is appropriate, please check with your Manager.

(b) Financial interests in other businesses

You should avoid having a significant ownership or personal financial interest in any other enterprise if it compromises, or appears to compromise, your loyalty to Aussie Broadband.

You must disclose all personal financial interests that you or members of your family have in:

- (i) any organisation/company which does or is about to do business with Aussie Broadband, and
- (ii) any organisation/company that competes with Aussie Broadband.

Personal financial interests include, among other things:

- (i) being an officer, director, staff or independent contractor,
- (ii) ownership of shares or other equity interest,
- (iii) being a debtor or creditor (other than for personal financing arrangements with a recognised financial institution, such as mortgages), or
- (iv) being in a lessee or lessor relationship.

Ownership of less than 5% of the common or ordinary shares in an entity is not normally considered a conflict.

(c) Corporate opportunities

You must not take advantage of property, information or other opportunities that come from your position with Aussie Broadband for personal gain.

For example, if you learn of a business or investment opportunity through your position with Aussie Broadband, you should only participate with approval from the Managing Director.

As a general principle, you should only participate in a joint venture, partnership or other business arrangement with Aussie Broadband with the approval of the Managing Director.

(d) Conflict of interest arising from a personal relationship

If you are responsible for staff, or could influence their careers, you must avoid any conflict of interest arising from a personal relationship.

For example, you will have a conflict of interest if:

- (i) you have a relationship with another staff member (family, business or personal – including financial interest, shared living quarters or a romantic relationship), and

- (ii) the relationship means that either of you could be, or seen to be, not objective or impartial about the other person when performing your role at Aussie Broadband,

You must disclose any conflict of interest arising from a personal relationship to either your Manager or the Chief People and Reputation Officer. Aussie Broadband will treat this confidentially.

(e) Outside memberships, directorships, employment and public office

Aussie Broadband absolutely supports our staff being involved in community and professional organisations.

Outside employment or activity must not conflict with your ability to properly perform your work for us, nor create a conflict (or the appearance of a conflict) of interest.

Before accepting outside employment or a board position with another company or non-for-profit organisation, you must carefully evaluate whether the position could cause, or appear to cause, a conflict of interest. If there is any question, consult your Manager or the Managing Director.

You must obtain written consent from the Managing Director where your proposal is for an outside organisation that:

- (i) has, or wants to have, a business relationship with us, or
- (ii) competes with services provided by us.

You can accept public office or serve on a public body in your individual private capacity, but not as a representative of Aussie Broadband unless authorised by the Board.

If it requires time away from work, you must comply with our policies about leave of absence and absenteeism.

(f) Use of Aussie Broadband's name

If we receive discounts from suppliers or other businesses that can be passed onto our staff, we do so.

However, you may not use Aussie Broadband's name or purchasing power to obtain personal discounts or rebates, unless the discount or rebates are made available to all staff.

2.4 Improper use or theft of company property, assets and email

You are responsible for protecting any Aussie Broadband property and assets that are under your control, and you should safeguard them from loss, theft and unauthorised use.

Company property and assets includes cash, securities, business plans, third party information, intellectual property (including computer programs, software, models and other items), confidential information, office equipment and supplies.

You must not:

- (a) use our assets for anything illegal or for personal benefit that hasn't been authorised,

- (b) remove company property and documents from our offices/warehouse without a good and proper reason. If you must remove them with appropriate consent from your Manager, they should be stored securely and covered by appropriate insurances, or
- (c) reveal (even carelessly or inadvertently) any business information that is of competitive value to Aussie Broadband. If you are unsure, seek advice from your Manager or the Chief People and Reputation Officer, and refer to our Continuous Disclosure Policy.

You should ensure you use common sense when creating documents for Aussie Broadband. Our electronic communication systems should not be used to access or post material that violates our policies or any laws or regulations. This also applies to personal, non-business use of our electronic communication systems.

This Policy applies equally to you even as a former employee following any separation of employment with Aussie Broadband. If you are uncertain about whether information concerning Aussie Broadband is confidential, you must immediately speak to your Manager. If in doubt, treat it as confidential.

2.5 Privacy

Aussie Broadband respects your privacy and the privacy of others.

You should familiarise yourself with, and comply with:

- (a) the privacy laws of Australia and in your relevant State,
- (b) our Privacy Policy and procedures.

If you have any questions in relation to privacy, please contact either your Manager or the Chief People and Reputation Officer.

2.6 Public communications and disclosure

You are responsible for the integrity of the information, reports and records under your control, and we expect you to take the highest possible care in preparing materials for public communications.

Those documents and materials should:

- (a) comply with legal requirements,
- (b) be fair and accurate,
- (c) be truthful (no bullshit) – i.e., they should not contain any false or misleading information, nor misclassify information, and
- (d) be in reasonable detail and accounted for accurately (e.g., recorded in the appropriate account and accounting period).

Media statements and official announcements may only be made by persons authorised under our Continuous Disclosure Policy. If you receive a request for information and you are not authorised to respond, please refer the request to the appropriate person.

Unless the Managing Director or Chief Financial Officer has given consent, you and your associated parties must not participate in public forum discussions (including internet-based forums) about Aussie Broadband, our competitors or the telecommunication industry, except in offering technical support.

Aussie Broadband's Continuous Disclosure Policy helps us comply with our obligations under the *Corporations Act 2001* (Cth) and the ASX Listing Rules. The aim of the

Continuous Disclosure Policy is to keep the market fully informed about anything that may have a material effect on the value of our securities, and to correct any material mistake or misinformation in the market.

Please ensure that you are aware of the requirements of the Continuous Disclosure Policy and, if it applies to you, you must act in accordance with its terms.

2.7 Employment practices

(a) Equal opportunity and discrimination

Aussie Broadband is committed to:

- (i) equal employment opportunity,
- (ii) fair employment, and
- (iii) a workplace free from any kind of discrimination, harassment or intimidation of our staff.

Aussie Broadband will promptly investigate all allegations of harassment, bullying, victimisation or discrimination and will take appropriate corrective action. Aussie Broadband will not tolerate retaliation against individuals for raising claims of harassment, bullying, victimisation or discrimination. This policy extends to your conduct at any work-related events, and at all times (including outside of work hours) which arise in connection with your employment.

(b) Workplace health and safety

We are committed to maintaining a healthy and safe working environment for our staff. All appropriate laws and internal regulations (including occupational health and safety laws) should be fully complied with. We also have a positive duty under the Respect@Work legislation to ensure action is taken to prevent harassment and victimization in the workplace. All people have an obligation to assist with this and comply with the relevant laws.

We do not tolerate the misuse of controlled substances or alcohol or the selling, manufacturing, distributing, possessing, using or being under the influence of illegal drugs on the job.

You should:

- (i) familiarise yourself with our procedures to ensure our workplace is safe and without risk to the health of others and yourself,
- (ii) immediately report to your Manager any accidents, injuries or unsafe practices or conditions, and
- (iii) follow any lawful and reasonable instructions you are given that are consistent with those procedures.

(c) Company reputation

You must not act in any way that could harm Aussie Broadband's reputation or market position, during or after your employment.

(d) Securities trading

Aussie Broadband is committed to upholding fair and ethical share trading practices, including complying with all laws and avoiding conflicts of interest.

You must not:

- (i) use any price sensitive information (which is not generally available to others) in deciding whether or not to buy or sell Aussie Broadband's securities,
- (ii) deal with Aussie Broadband's securities (including shares) when in possession of price sensitive information about Aussie Broadband which has not been publicly disclosed, or
- (iii) act contrary to our Securities Trading Policy (which provides guidance on when staff are likely to possess price sensitive information).

You should familiarise yourself with our Securities Trading Policy and ensure you act in accordance with it when dealing in Aussie Broadband's securities (including shares).

(e) **Bribes, inducements and commissions**

You must not pay or receive any bribes, facilitation payments, inducements or commissions (this includes any item to get improper favourable treatment or avoid getting into trouble).

You must not give or receive any unreasonable gifts (refer to section 2.3) or otherwise act in an unethical way. Remember that agreeing not to act may have the same results as acting in an unethical way.

2.8 Community

(a) **Contribution to the community**

Under our “be good to people” value, Aussie Broadband actively supports the communities in which we live and work. We expect you to uphold our commitment to positive community impact during your work.

You must abide by all local laws and regulations, and you are also expected to respect and care for the environments in which Aussie Broadband operates.

(b) **Charitable donations**

Whilst your own personal donations are at your own discretion, any donations to any cause or charity on behalf of Aussie Broadband must be approved by the Managing Director or their delegate.

Charitable donations on behalf of Aussie Broadband must be for approved causes, to registered bodies and must not give rise to adverse reputational risks.

(c) **Environment**

Aussie Broadband is committed to doing business in an environmentally responsible manner and identifying environmental risks that may arise out of its operations.

If you are aware of, or suspect, any action that is not environmentally responsible or in breach of the applicable laws or regulations, please report the matter in line with the procedure in section 3.

(d) **Politics**

You may voluntarily participate in the political process as an individual. We ask that you do not engage in actions that could cause someone to believe that those actions reflect the views or position of Aussie Broadband.

You may not use corporate funds for political purposes.

This does not stop:

- (i) communications by Aussie Broadband to our shareholders on any lawful subject,
- (ii) payments of salaries and expenses of staff whose duties may include communication with government officials, and
- (iii) political activity by any staff member in their individual, private capacity. However, to remove any appearance of coercion, no Manager may solicit funds from one of their staff for political purposes.

3. What to do if you suspect the Code has been breached

(a) Ways to report

If you see any genuine behaviour or situation that you believe breaches or potentially breaches the Code, a policy or the law, you can report to:

- (i) your manager,
- (ii) the Chief People and Reputation Officer, or
- (iii) a Director of Aussie Broadband.

Managers should then discuss the issue with the Chief People and Reputation Officer (or their delegate) who will assess what action to take.

If you wish to report a breach or potential breach anonymously, you may provide a detailed report to the Chief People and Reputation Officer.

(b) Whistleblower protection

Aussie Broadband is committed to ensuring that you are not disadvantaged or discriminated against for reporting unacceptable behaviour in good faith.

Wherever possible, your calls, notes, emails and other communications will be dealt with confidentially. You have our commitment that, wherever possible, your privacy will be protected when you make a report under this Code.

It is a breach of the Code for any staff member to cause disadvantage or to discriminate against any staff member who makes a report under the Code.

Examples of disadvantage and discrimination include:

- (i) reprisals, harassment or victimisation,
- (ii) demotion, dismissal or loss of opportunity for promotion, and
- (iii) current or future bias.

The protection that Aussie Broadband will provide to protect whistleblowers will vary depending on the circumstances, but may include:

- (i) ensuring confidentiality in the investigation and protecting the whistleblower's identity,
- (ii) monitoring and managing the behaviour of other staff,
- (iii) offering a leave of absence while the matter is investigated,

- (iv) relocating staff (which may, but will not necessarily, include the whistleblower) to a different working group or department, and
- (v) putting right any harm the whistleblower has suffered.

Please refer to Aussie Broadband's Whistleblower Policy for further details in relation to how Aussie Broadband provides protection to whistleblowers.

(c) Investigations

A relevant supervisor or manager will perform a preliminary investigation of a reported breach.

If they find that the Code has been breached, the Chief People and Reputation Officer or their delegate will conduct a formal investigation with the supervisor or manager of the offending person and report any material breach to the Board.

During the investigation process, all staff will be expected to cooperate with the directions of the Chief People and Reputation Officer or their delegate.

3.2 Consequences of breaching the Code

We recognise that breaches of the Code may occur from time to time. We expect that any breach will be inadvertent and without intent, but staff should clearly understand that any breach may result in disciplinary action.

Depending on the nature of the breach, Aussie Broadband may impose penalties ranging from counselling to dismissal or termination (in extreme circumstances). We will act objectively and in line with any applicable provisions or requirements in an employment contract.

We reserve the right to inform the appropriate authorities if we consider that there has been criminal activity or an apparent breach of the law.

4. Who to speak to if you have questions

The Code does not include:

- (a) every ethical issue that you might face, nor
- (b) every law and policy that applies to Aussie Broadband.

If you have any questions about the Code or any of our policies at any time, you should contact your Manager or the Chief People and Reputation Officer.

5. Review of this Code

The Audit, Risk and Compliance Committee is responsible for drafting, reviewing and making recommendations to the Board on this Code.

The Code will be reviewed at least once every 2 years, or as often as necessary, to ensure it remains effective and relevant. Aussie Broadband may vary or replace this Policy at its sole discretion.

The Board is responsible for approving the Code and may make changes from time to time by resolution.