Code of Conduct

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atturra

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1. Introduction

The Group is committed to making positive economic, social and environmental contributions to each of the communities in which it operates, while complying with all applicable laws and regulations and acting in a manner that is consistent with its foundational principles of camaraderie, innovation, dedication, excellence and respect.

The Code of Conduct sets out the Group's values and provides a framework for decisions and actions in relation to conduct in respect of employment. It underpins the Group's commitment to provide professional services and its duty of care to all employees, stakeholders and clients.

The Code applies whenever we are in our workplaces (physical or virtual, including anywhere work is performed) and whenever we are representing or associated with the Group (or are perceived to be). This includes functions or events, conferences, out-of-work activities and any social media activity.

There is an expectation to act consistently with this Code at all times. This includes permanent and temporary employees, consultants, contractors, Senior Executives.

2. Definitions and interpretation clauses

General terms and abbreviations used in this Code have the meanings set out below:

ASX	means ASX Limited ACN 008 624 691 or the securities market operated by ASX Limited, as the case may be.
ASX Listing Rules	means the listing rules of the ASX, as amended from time to time.
Board	means the board of Directors of the Group.
Chair	means the chair of the Board.
Code	means this code of conduct.
Corporations Act	means the *Corporations Act 2001* (Cth).
Director	means a director of the Group.
Directors' Report	means the Directors' report which forms part of the Group's annual financial statements.
Group	means Atturra Limited ACN 654 662 638 and each of its related bodies corporate.
Managing Director	means the managing director, or chief executive officer, of the Group.
Notes to the Financial Statements	means the notes to the financial statements which form part of the Group's annual report.

Officer	means a senior executive of the Group.
Related Bodies Corporate	has the meaning given to it in section 9 of the Corporations Act.
Relevant Approver	means, in respect of: (a) any Director (other than the Chair) and the Secretary, the Chair; (b) the Chair, the chair of the Audit Committee established by the Board; (c) any member of the senior management team, the Managing Director; and (d) any other Restricted Person or any other Staff member, the Managing Director.
Restricted Persons	has the meaning given to that term in section 12.2(b).
Secretary	means the Group secretary of the Group.
Senior Executive	Means the Managing Director, any Executive General Manager, the Secretary or any direct report of the Managing Director
Staff member	reference to a staff member means a staff member permanent or temporary employee, consultant, contractor, Senior Executive, including any like person engaged on any basis including in any companies or trusts substantially owned or controlled by the Group.

3. Statement of Values

The Group's core values are:

(a) **Camaraderie**

Expected behaviours:

(i) I work collaboratively with everyone
(ii) I pick people up when they are down
(iii) I am inclusive and respect our differences.
(iv) I don't gossip or act in ways that undermine others.
(v) I choose not to prioritise my own agenda at the expense of the team.
(vi) I don't exclude others or create divisions that impact collaboration.

(b) **Innovation**

Expected behaviours:

(i) I look for new and better ways to deliver solutions for our clients and their customers.
(ii) I am curious about innovation in my area and am thinking one step ahead.
(iii) I carefully consider new ideas wherever they come from.
(iv) I don't dismiss new ideas simply because they challenge the familiar.
(v) I choose not to overlook feedback or insights that could spark improvement.
(vi) I don't discourage experimentation by creating barriers to creativity or learning.

(c) **Dedication**

Expected behaviours:

(i) I do what I say so you can consider it done.
(ii) I take ownership of the expected outcomes.
(iii) I am fully committed to what I do and take responsibility for my growth.
(iv) I choose not to step back from challenges when persistence is needed.
(v) I choose not to take on commitments I cannot deliver well.
(vi) I don't push myself in ways that compromise my wellbeing or long-term performance.

(d) **Excellence**

Expected behaviours:

(i) I make sure everything my team and I do is of the highest quality.

(ii) I want to be better than the competition
(iii) I bring the best of my capabilities to every task.
(iv) I choose not to settle for “good enough” when higher quality is achievable.
(v) I don’t avoid feedback or review processes that will strengthen our work.
(vi) I don’t assume I have all the answers or stop seeking opportunities to learn.

(e) **Respect**

Expected/encouraged behaviours:

(i) I am open and honest when communicating.
(ii) I do the right thing even when it is the hard thing.
(iii) I encourage inclusion and cultural diversity with unique perspectives and differences.
(iv) I choose not to behave in ways that reflect bias, prejudice, or unfair judgement.
(v) I don’t let distractions - including technology - reduce the quality of interactions.
(vi) I choose not to dismiss others’ perspectives, ideas, or lived experiences.

Staff members undertake to act in accordance with the Group's core values and in the best interests of the Group.

4. Legal Compliance

4.1. Responsibilities of Directors

Directors will acquaint themselves with obligations imposed on them and the Group by the Corporations Act. They will also familiarise themselves with other documents prepared by the Group to meet corporate governance requirements.

4.2. Responsibilities of Staff members

(a) Staff members undertake to observe and comply with all applicable laws and regulations at all times. Staff members should also encourage other employees to do the same.

(b) Staff members are not excused from their obligation to comply with applicable laws and regulations on the basis of ignorance. Breach or non-compliance carries potentially serious consequences for both Staff members and the Group.

(c) Staff members should not take any action which they know or should reasonably know violates any applicable law or regulation. If Staff members are unclear about any law or regulation relating to their work, they should raise the matter with their manager or supervisor who may seek legal advice if necessary.

5. Honesty and integrity

Staff members are expected to:

(a) act honestly, in the best interests of the Group and with high standards of integrity and fairness;

(b) engage in ethical, responsible and law-abiding behaviour when performing their duties and engaging with any other member of the Group and its Related Bodies Corporate;

(c) treat fellow Staff members with respect and not engage in bullying, harassment or discrimination as per the Group's Sexual Harassment, Discrimination and Bullying Policy; and

(d) deal with clients and suppliers fairly.

6. Conflicts of interest

6.1. Engage in activities or hold or trade assets

Staff members should not engage in activities or hold or trade assets that involve, or could appear to involve, a conflict between their personal interests and the interests of the Group (i.e. conflicts of interest). If a Staff member is uncertain as to whether a conflict of interest exists, he or she should discuss this matter with his or her manager or supervisor as soon as possible.

6.2. Accepting a position as director of external company

Staff members must obtain the consent of the Managing Director (or the Chair in the case of a Senior Executive or the Managing Director) through the Secretary before accepting a position on the board or advisory board of an external company or organisation. The Staff member who has received such approval will advise the Secretary promptly of any changes to relevant interests such as directorships, partnerships and holdings in securities. The Secretary will inform all Board members and the regulatory authorities if required. The only exception to this rule is a Staff member being a director of a family trust or Self Managed Super Fund for themselves or direct family provided that such family trust does not compete with the Group.

6.3. Approve or administer contracts

(a) In general, a Staff member is precluded from approving or administering business arrangements such as contracts between the Group and a member of the Staff member's immediate family or with a company, firm, or individual employing a member of the Staff member's immediate family in activities under the Staff member's administration.

(b) If the Staff member is a Director, in the event that the Board decides that a Staff member may properly supply goods or services on commercially acceptable terms to the Group, details will be provided in the annual Directors' Report and Notes to the Financial Statements.

(c) Staff members should not approve or administer contracts between the Group and a company, firm or individual in which the Staff member has a pecuniary interest or in any circumstance where the Staff member may benefit financially, unless otherwise specifically approved by the Board.

6.4. Acquiring business interests or participating in any business activity outside the Group

Staff members must avoid acquiring any business interests or participating in any business activity or employment outside the Group which would tend to:

(a) create a conflict of interest, that is, an obligation, interest or distraction which would interfere with the independent exercise of judgement in the Group's best

interest; or

(b) compete, directly or indirectly with that of the Group; or

(c) create an excessive demand upon the Staff member's time and attention or create any distraction during working hours

If Staff members wish to engage in outside employment, they must obtain written consent from their Executive General Manager (or the Chair in the case of a Senior Executive of the Managing Director) through the Human Resources representative.

If the Group determines that a Staff member's outside employment interferes with performance or with the ability to meet the requirements of their role, the Staff member may be asked to terminate the outside employment if they wish to remain with the Group.

6.5. Close personal relationships

(a) It is understood that situations may occur where Staff members are working with family members or with persons with whom they develop close personal relationships.

(b) Where such relationships exist between Staff members or with prospective employees, then the potential for conflict of interest should be noted. In many cases, only individual Staff members themselves will be aware of the potential for conflict. The onus therefore is on the individual Staff member to notify their direct supervisor of this potential for conflict.

(c) Staff members must not supervise or participate in procedures for selection, performance reviews, termination or transfer of any person who is a family member or with whom they have, or have had, a close personal relationship, which is regulated and controlled by other policies and procedures including delegations of authority.

6.6. Use of personnel, facilities, equipment or supplies

A Staff member may not use Group personnel, facilities, equipment or supplies for personal benefit.

6.7. Group reputation

(a) Staff members must not participate in any activity that would be likely to negatively impact on the Group's reputation.

(b) Staff members (excluding Directors) must not make official statements relating to the Group unless the Staff member has obtained prior written approval from the Managing Director through the Secretary.

7. Confidentiality

7.1. Disclosure of information

Group documents such as circulars, manuals, records and internal communications materials, especially materials marked "Confidential", must never be shown to outsiders without proper authorisation. Care should be exercised in conversations about the Group with outsiders or with fellow Staff members in public places.

7.2. Continuing obligation

Should a Staff member leave the service of the Group, that Staff member remains under an obligation to safeguard the privacy of fellow Staff members and the confidentiality of the Group's affairs.

7.3. Communications with customers or other Staff members

In conversations with customers or other Staff members and when on the telephone, care must be taken to prevent outsiders from overhearing confidential or personal information.

7.4. Telephonic communications

Information should not be divulged over the telephone unless the identity of the caller and his or her right to receive the information are definitely established. Particular care should be taken in answering enquiries, and data given must be limited to that permitted by law.

7.5. Privacy rights

The same considerations apply to the privacy rights of Staff members. Staff members who, by reason of their position, may have knowledge of another Staff member's private affairs must exercise similar care to avoid breaching these rights.

8. Work health and safety

(a) All Staff members must act in accordance with work health and safety legislation and regulations, and must use the security and safety equipment provided.

(b) Specifically, all Staff members are responsible for safety in their work area by:

(i) following the safety and security directives of management;

(ii) advising management of areas where there is a potential problem in safety and immediately reporting any breaches of safety legislation, regulations and policies; and

(iii) minimising risks in the workplace.

(c) Staff members are expected to comply with the Group's work health and safety policies at all times.

9. Reporting of unlawful or unethical behaviour

(d) The Group encourages Staff members to report in good faith any suspected or known behaviour in breach of this Code or any other unlawful or unethical behaviour.

(e) Any Staff member who is uncertain as to whether an act or omission constitutes unlawful or unethical behaviour or who wishes to make a report should contact a member of the Senior Executive team directly.

(f) The Senior Executive team member will then determine what action, if any, should be taken. The Senior Executive team member must promptly inform the Board of any material breaches of this Code.

(g) The Senior Executive team member will treat as confidential all such queries and reports except where action is to be taken, in which case the Senior Executive team member will seek to maintain the confidentiality of the Staff member unless the circumstances demand otherwise.

10. Responsibilities to stakeholders

The standards of personal and professional behaviour applicable to Staff members are as follows:

(a) Staff members must act in accordance with the Group's stated values and in the best interests of the Group subject to any applicable higher duty set out in any applicable legislation

(b) Staff members must act honestly and observe high standards of personal integrity in the course of carrying out their duties;

(c) Staff members must act ethically and responsibly and not knowingly participate in any illegal or unethical arrangements, including without limitation offering any bribe, facilitation payment, secret commission or other unlawful or unethical payment;

(d) Staff members must have an understanding of the Group's business and the environment in which it operates, and stay informed of all relevant activities affecting the Group and the community in which it operates;

(e) Staff members will treat each other and parties who have interest in or dealings with the Group with professionalism, courtesy and respect, and not engage in bullying, harassment or discrimination;

(f) Staff members will deal fairly with all parties who have legitimate business with the Group;

(g) Directors must be informed of any material breaches of the Group's Code by Staff members and ensure that the Directors themselves speak and act consistently with the Code;

(h) Directors and Officers are obliged to exercise sound judgement in their decision-making processes and will not attempt to influence their colleagues improperly in relation to issues or matters where independent judgement is expected of the other person; and

(i) Directors and Officers who may communicate publicly (through lectures or papers) on material related to the Group's affairs will in general convey views agreed by the Board. If further material is made public, it should be clearly identified as the view of the individual. Any views attributed publicly to the Board

or the Group should be cleared in advance (preferably by the full Board), but at least by the Chair.

11. Administration

(a) Any questions that Staff members may have concerning whether certain of their planned or actual activities constitute departures from the guidelines of this Code should be referred in writing to their Relevant Approver.

(b) It is also recognised that circumstances may arise where compliance with the Code may be achieved without strict adherence to the guidelines and where such strict adherence would be unreasonable or result in undue hardship for the Staff member. In such circumstances, the pertinent facts of the case should be submitted in writing to their Relevant Approver.

12. Breaches of the Code of Conduct

If anyone is found to have breached their obligations under this Code or related policies, they may be subject to disciplinary action, including dismissal in serious cases.

13. Reporting

Management is accountable to inform the Board of all material breaches to the Code and related policies.

14. Reviewing the Code

(a) This Code will be reviewed periodically to ensure it continues relevance and effectiveness. The Code is approved by the Atturra Limited Board.

(b) Updates and amendments to this Code will be the responsibility of the Secretary. All new management or other relevant Staff members will be provided with a copy of this Code as part of their induction into the Group. Any updates or amendments as approved by the Board will be notified to appropriate Officers by the Secretary.

15. Variation

The Board may change this Code by resolution.

16. Disclosure of Code

This Code will be made available, and updated as required, on the Group's website (https://atturra.com/au-en/) in a clearly marked "Corporate Governance" section