

AWN Group Corporate Code of Conduct

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Coverage: **AWN Rural Limited ACN 667 925 135 and its subsidiaries (the Group)**

Document Title: **Corporate Code of Conduct**

Revision Date: **N/A**

Requirement Status: **Mandatory – All Employees**



Corporate Code of Conduct¹

1. Purpose

AWN Rural Ltd and its subsidiaries (the Group) Board of Directors (Board) has adopted the following Corporate Code of Conduct to set out the standards of behaviour expected of the Directors, Senior Executives, Key Management Personnel (being any person who has authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including any Director (whether executive or otherwise) KMP, Officers and Employees of the Group.²

In addition, the Board has adopted the measures outlined in the Group's Anti-Bribery and Corruption Policy (refer to the separate Anti-Bribery and Corruption Policy) in order to prevent corrupt or unethical conduct and to provide guidance about acceptable forms of entertainment, corporate hospitality, gifts and political donations.

The Group recognises that the behaviour of its Directors, Senior Executives, KMP, Officers and Employees (collectively, Personnel) reflects on the Group's reputation and standing in the community and with security holders. This Code of Conduct will enable the Group to improve, preserve and protect a lawful, ethical and responsible workplace culture and most effectively achieve the values and corporate goals of the Group.³

2. Responsibilities of Directors, Senior Executives and Employees

The Group expects that all Personnel will:

- (a) act in accordance with the Group's values and corporate goals;
- (b) act in the best interests of the Group;
- (c) act honestly, ethically, responsibly and with high standards of personal integrity;
- (d) comply with all laws and regulations that are applicable to the Group and its operations;
- (e) treat fellow colleagues with respect and not engage in bullying, harassment or discrimination;
- (f) deal with customers and suppliers fairly;
- (g) disclose and deal appropriately with any conflicts between their personal interests and their duties as a director, senior executive, KMP, officer or employee of the Group;
- (h) not take advantage of the property or information of the Group or its customers for personal gain or to cause detriment to the Group or its customers;
- (i) not take advantage of their position or the opportunities arising from their position for personal gain; and
- (j) report any breaches of this Code of Conduct to the Board.⁴

¹ Refer to Recommendation 3.2 of the ASX Principles and Recommendations.

² Refer to Recommendation 3.2 of the ASX Principles and Recommendations.

³ Refer to Recommendation 3.1 of the ASX Principles and Recommendations.

⁴ This list reflects the ASX's suggestions for the content of a code of conduct and can be amended as per the specific requirements and/or business needs of the Company (refer to Recommendation 3.2 of the ASX Principles and Recommendations).

3. Conflicts of Interest

The Group expects its Personnel to avoid any circumstances which may lead to a conflict of interest between their or their family's personal interests or activities and the interests or activities of the Group.

Personnel must declare any such circumstances so that either proper approval to continue those interests or activities can be granted, or the conflict may be avoided.

Such matters may include:

- (a) Personnel or their families or both benefiting from a business transaction that rightfully should be made available to the Group;
- (b) personal transactions, situations or involvement in which personal interests of Personnel or their family's or both actually conflict or have the appearance of conflicting with those of the Group or its related parties (eg interests in companies in competition with the Group);
- (c) Personnel engaging in other employment or activity that prevents or restricts them from performing to their best ability;
- (d) Group information of a confidential nature being used or disclosed without proper authorisation; and
- (e) business actions which have the potential to embarrass, harm or cause reputational damage to Personnel individually or the Group as a whole.

4. Anti-bribery and corruption

The Group conducts business in an honest and ethical manner and takes a zero-tolerance approach to bribery and corruption.

The Group expects its Personnel, along with its distributors and representatives (including agents, consultants and contractors) to maintain the highest standards of integrity and ethical business practice.

The Group has a separate Anti-Bribery and Corruption Policy.

5. Training⁵

Induction training on this Code of Conduct will be provided to all new Personnel and Business Partners. In addition, all Personnel will receive refresher training as needed and on at least an annual basis. Training is mandatory and will be tailored to the situations most relevant to particular Personnel.

If Personnel or Business Partners are uncertain about the operation of this Code of Conduct or its application to a particular situation, the point of contact is the Company Secretary.

6. Review

The Company Secretary will monitor compliance with this Code of Conduct. This Code of Conduct will be periodically reviewed to ensure it continues to operate effectively for the Group's business operations and will be amended as required.

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⁵ Refer to the commentary to Recommendation 3.2.