

# Code of Conduct and Ethics Policy



PEXA Group Limited (Company)

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## Document control

Title: Code of Conduct and Ethics Policy

**Approved by** the Board

**Contact for inquiries and proposed changes:**

Linda Hibberd

Chief People Officer

### Change History

Version	Date	Revised by	Brief outline of changes
1.0	11/06/2021	The Board	Final version

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## 1. What is the Code of Conduct and Ethics?

PEXA Group Limited (PEXA) is committed to complying with all applicable laws and regulations, and conducting our business with the highest standards of ethics and integrity.

This Code of Conduct and Ethics sets out the standards of behaviour that are required of all our People - what you do and the way you do it. It is not an exhaustive list of policies and procedures - you are required to understand and comply with additional policies and procedures not detailed in this Code of Conduct and Ethics.

This Code of Conduct and Ethics is based on PEXA's purpose and core values and is designed to help you make the right choices.

This Code of Conduct and Ethics has been established by PEXA's Board of Directors (**Board**). The Board is responsible for monitoring compliance with this Code of Conduct and Ethics. Any queries in relation to this Code of Conduct and Ethics should be referred to the Chief People Officer or another appropriate member of the People Experience team. This Code of Conduct and Ethics will be periodically reviewed by the Board.

## 2. Why do we need a Code of Conduct and Ethics?

To describe the behaviours expected of our People and how they relate to PEXA's purpose and values.

## 3. Who does the Code of Conduct and Ethics apply to?

This Code of Conduct and Ethics applies to the Company and its subsidiaries (**PEXA Group**) directors, employees, contractors and all other people who represent PEXA Group or undertake work for the benefit of PEXA Group (**our People**) globally.

## 4. How to comply with the Code of Conduct and Ethics?

### 4.1. Our Purpose

PEXA Group's purpose is to transform property experience for everyone.

You and the way you behave is integral to achieving this.

#### 4.2 Our Core Values

PEXA Group's commitment to our purpose and conducting our business and serving our clients with the highest standards of ethics and integrity is reflected in our core values.

PEXA Group's core values, as created by our People, are:

***Better Together:***

*We listen and respond to our members and each others' needs.*

*Progress and excellence comes from humility, compassion and respect for one another.*

*We recognise that together, we reach the best outcomes.*

***Make it happen. Make it count:***

*We act with urgency and purpose, holding ourselves and each other accountable to our actions.*

***Innovate for good:***

*We have a positive impact on our people, communities and the environment. We adapt, and respond with agility and creativity.*

Our core values guide how all of us at PEXA Group interact with each other, our clients and their customers, and the communities in which we operate, as well as how we operate as an organisation. They are effectively the standards we hold ourselves and each other to.

You are expected to perform the duties of your position diligently, conscientiously, to the best of your ability, in the interests of PEXA Group and in accordance with the PEXA Group core values, at all times.

#### **4.2 Our Expectations of Our People – What do Our Policies Require of You**

- **Compliance with the law and our policies and procedures**

PEXA Group's operations must be conducted in compliance with all laws and regulations applicable in the jurisdictions in which the operations and activities are being undertaken.
- **Whistleblower Protection**

PEXA Group has a Whistleblower Policy which sets out PEXA Group's approach to encourage and support the disclosure of reportable conduct, and protect whistleblowers from any retribution or other detriment that may arise as a result of their disclosure. PEXA Group does not tolerate reportable conduct under any circumstances.

PEXA Group's Whistleblower Policy is available on PEXA Group's website at <https://investors.pexa.com.au>.
- **Trading in Securities**

The Australian Corporations Act 2001 (Cth), and the laws of other countries in which PEXA Group operates, contain provisions which prohibit a person in possession of material, non-public information relating to a company from dealing in any way with shares, options or other securities issued by that company or issued or created over the company's securities by third parties.

PEXA Group's Securities Trading Policy sets guidelines designed to protect PEXA Group and our People from intentionally or unintentionally breaching these laws and is available on PEXA Group's website at <https://investors.pexa.com.au>.

Frequently asked questions on the application of the Securities Trading Policy and reporting requirements are also available.

- **Fraud, corruption and bribery**

Fraud is any dishonest activity that causes actual or potential financial loss to any person or entity. Corrupt behaviour refers to any conduct that lacks virtue or integrity, including usage or attempts to use one's position for personal advantage.

Bribery includes the offering, promising, giving, accepting or soliciting of any fee, gift, reward or other advantage as an inducement to do something in connection with PEXA Group's business that is illegal, unethical or a breach of trust. It includes the giving or receiving (either indirectly or directly) of anything of value that seeks to influence a person's actions or decisions, or to gain or retain a business advantage.

Failing to appropriately manage fraudulent and corrupt behaviour, including bribery, can affect PEXA Group's and our clients' assets and reputation. You have two key obligations:

- you must not engage in bribery or any other corrupt or fraudulent behaviour; and
- if you witness any of our People engaging in any behaviour that is unlawful, improper, unethical or criminal in nature, it must be reported.

PEXA Group's Anti-Bribery and Corruption Policy is available on PEXA Group's website at <https://investors.pexa.com.au>.

- **Protect company and client assets**

Our People are responsible for taking all prudent steps to ensure the protection of PEXA Group's and client assets and resources.

In particular, you must:

- ensure that PEXA Group's assets and resources are used only for the purposes of performing PEXA Group's business, and in accordance with appropriate authorisations;
- ensure that where we have control over our clients' assets and resources, these are used only in accordance with appropriate authorisations; and

- take care to minimise the possibility of theft or misappropriation of PEXA Group's and our clients' assets and resources by any person.
  
- **Privacy and confidentiality**

You must maintain the confidentiality of all PEXA Group documents and information, including personal information, and not disclose them to any third party without the prior consent of your people leader, unless required by law or as otherwise permitted under any formal written agreement between the third party receiving the confidential information and a PEXA Group entity. If required by law to make disclosure, you must inform your people leader prior to disclosure, unless this would cause you to breach a law.

Confidential information must only be used in the normal course of business in accordance with our clients' expectations. It must not be used for personal or commercial gain. This includes, but is not limited to, a prohibition from trading in the shares of company, be it a client or otherwise, if you are aware of "inside information" about that company. This is considered to be "insider trading" and is prohibited by law and may result in criminal and civil penalties, including imprisonment. For more information in what constitutes inside information, please see PEXA Group's Securities Trading Policy available on PEXA Group's website at <https://investors.pexa.com.au>.

You must treat the information of current and former PEXA Group clients in the same way that you would treat PEXA Group's confidential information. Our People must manage the personal information of others, including current and former PEXA Group clients and the related individuals for whom we have responsibility, in accordance with the PEXA Group Privacy Statement, which is available at [www.pexa.com.au].
  
- **Intellectual property**

Intellectual property includes any ideas, inventions, discoveries, patents, patent applications, copyright, derivative works, trademarks, trademark



applications, service marks, improvements, trade secrets, know-how, technical information, specification, product marketing and costing information, and any corresponding property rights under the laws of any jurisdiction. Intellectual property may include written, audio-visual and website material created by or for PEXA Group. Unless a permitted exception applies, the intellectual property rights and copyright of any material produced in the course of your employment or engagement belongs to PEXA Group.

PEXA Group's intellectual property is a source of competitive advantage and is critical to our ongoing success. It is the responsibility of all of our People to protect PEXA Group's intellectual property. You must seek permission from your people leader before you distribute, reproduce or publish any PEXA Group intellectual property.

- **Actual, perceived or potential conflicts of interest**

It is important that our People are alert to potential conflicts of interest.

You:

- must not use your position, or opportunities arising from your position, nor take advantage of any property or information of PEXA Group or our clients, for personal gain (directly or indirectly) or to cause detriment to PEXA Group or our clients;
- must not enter into any arrangement or participate in any activity that would actually or potentially conflict with PEXA Group's best interests or that would be likely to negatively affect PEXA Group's reputation;
- must not engage directly or indirectly in any outside business activity involving commercial contracts with, or work for the benefit of, third parties with whom PEXA Group has entered into a commercial contract, without the prior written consent of your people leader and People Experience;
- are required to disclose (to your people leader and People Experience) close personal relationships with other employees where there are

direct reporting lines, or where there are real or possible conflicts between roles and responsibilities; and

- must communicate openly with your people leader, People Experience and Risk & Compliance if a potential conflict of interest arises or if you have any doubts.

- **Exercise caution about accepting and offering gifts or hospitality**

Gifts and hospitality should only be accepted or offered by our People in circumstances that do not create a real or perceived obligation for PEXA Group or our People, and that do not inappropriately influence an existing or future business relationship with the provider or recipient of the gift or hospitality or the organisation he/she represents.

You are required to notify and/or seek approval from your people leader before accepting or offering gifts or hospitality above specified thresholds. Further guidance is provided in the Anti-bribery and Corruption policy.

If there is any doubt about the appropriateness of accepting any gift or hospitality from a current or prospective future client or supplier, you should politely decline the gift; doing so will only enhance PEXA Group's reputation as an organisation of high ethical standing.

If you have any questions in relation to gifts and hospitality, you should contact People Experience, Risk & Compliance or your people leader.

- **Political donations and activities**

PEXA Group expresses its views to governments on subjects that affect PEXA Group's interests and operations. In doing so, PEXA Group will always comply with any applicable laws and demonstrate high standards of ethics.

You may attend political party conferences and political functions in your capacity as a PEXA Group employee, only with the approval of the CEO (or Chairman for a Director), for commercial reasons and where the proposed

amount to be paid is not in excess of the value of the function to PEXA Group. Otherwise, political donations must not be made directly or indirectly on behalf of PEXA Group.

- **Our commitment to diversity and inclusion**

At PEXA Group we recognise and respect the importance of diversity and inclusion as an integral part of how we operate.

This means treating our people, clients and shareholders with respect and creating an inclusive and collaborative environment where difference is valued and each person can realise their potential and contribute to PEXA Group's success. PEXA Group does not tolerate unlawful discrimination, harassment or bullying and will act promptly on any complaints.

Our approach to diversity is set out in our Diversity and Inclusion Policy, which is available on PEXA Group's website at

<https://investors.pexa.com.au>.

## 5. How will policy compliance be monitored?

- **Reporting/Monitoring**

Certain kinds of unacceptable work-related behaviour can be very serious and can cause great harm to the reputation, commercial interests and culture of PEXA Group and our clients.

You must immediately report any circumstances which may involve a breach of this Code of Conduct and Ethics to your people leader, People Experience or Risk & Compliance. PEXA Group will maintain appropriate levels of confidentiality and ensure suitable protection for any of our People who make a report in relation to this Code of Conduct and Ethics. Any material breaches of This Code of Conduct and Ethics will be reported to the Board (or relevant Committee as appropriate).

Examples of unacceptable work related behaviour include (but are not limited to):

- activities which seek to defraud or intentionally mislead other people or PEXA Group;
  - using PEXA Group equipment and facilities for a business outside of PEXA Group;
  - carrying out duties in an unsafe or inappropriate manner that causes risk or reduces the ability of others to carry out their duties; or
  - unlawful or unethical behaviour or behaviour that is in breach of this Code of Conduct and Ethics.
- **Non-compliance**

Any breach of applicable laws, rules, regulations, accepted ethical standards or other aspects of this Code of Conduct and Ethics may result in disciplinary action. In serious cases, this may include the termination of employment or engagement. You are encouraged to speak to your people leader, Human Resources or Risk & Compliance to resolve any concerns you may have relating to your ability to adhere to this Code of Conduct and Ethics.

Similar disciplinary action may be taken against any people leader who directly approves of such action, or has knowledge of the action and does not take appropriate remedial action. Furthermore, if a people leader treats any of our People less favourably as a result of that person or anyone else reporting any circumstances which may involve a breach, appropriate action will be taken.

Breach of applicable laws or regulations may also result in prosecution by the appropriate authorities. PEXA Group will not pay, directly or indirectly, any penalties imposed on any of our People as a result of a breach of law or regulation.

## 6. Interrelated policies

- Diversity and Inclusion Policy
- Whistleblower Policy

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- Anti-bribery and Corruption Policy
  - Securities Trading Policy
  - Privacy Policy