

## Schedule 1 - Code of Conduct

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### 1. Purpose

MYL recognises the importance of a work environment, which actively promotes best practice. The purpose of this Code is to describe the standards of behaviour and conduct expected from Employees in their dealings with customers, suppliers, clients, co-workers, management and the general public.

MYL expects all Employees to observe the standards set out in this Code. Compliance with this Code is expected, and non-compliance may result in disciplinary action up to and including the termination of employment or contract for services.

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### 2. Summary Requirements

All Employees are expected to observe the highest standards of ethics, integrity and behaviour during the course of their employment or engagement with MYL. This Code provides an overview of MYL's fundamental business values. It is by no means exhaustive but summarises some of MYL's most important policies, which are based on standards that underlie business ethics and professional integrity, standards that apply to all Employees.

As representatives of MYL, all Employees are expected to conduct themselves in a professional and courteous manner and observe the following standards of behaviour both inside the workplace and outside the workplace where the Employee can be perceived as representing MYL:

- comply with all laws, policies, procedures, rules, regulations and contracts;
- comply with all lawful and reasonable directions from MYL;
- be honest and fair in dealings with customers, clients, suppliers, co-workers, management and the general public;
- display the appropriate image of professionalism at the workplace. Wear the required uniform, safety equipment or work clothes, and if an Employee wears his/her own clothes, ensure his/her appearance is neat and tidy;
- treat customers, clients, suppliers, co-workers, company management and the general public in a non-discriminatory manner with proper regard for their rights and dignity. In this regard, discrimination, victimisation or harassment based on a person's race, colour, religion, national origin, age, sex, sexual orientation, disability, or any other classification protected by law will not be tolerated;
- promptly report any violations of law, ethical principles, policies and this Code;
- maintain punctuality. If an Employee is late or cannot report for work, please telephone and let the Manager know as soon as possible;
- do not use work time for private gain. If an Employee is required to leave the work premises for personal reasons, they should advise his/her Manager well in advance;
- MYL has a legitimate interest in the private activities of Employees where such activities may bring disrepute upon MYL in its relationships with customers, clients, suppliers, and the general public at large and may possibly bring the Employee's fitness for continued employment or to provide services into question;
- maintain and develop the knowledge and skills necessary to carry out duties and responsibilities;
- observe health and safety policies and obligations, and co-operate with all procedures and initiatives taken by MYL in the interests of health and safety;

- be truthful in all dealings with persons encountered at the workplace. Employees must not make false or misleading declarations during the performance of their duties or when providing services on behalf of MYL. A declaration can be considered to be misleading if information is omitted or presented in a manner that enables a misleading view of the situation to be formed. This including failure to comply with reporting requirements and falsifying records and other documents;
- refrain from any form of conduct which may cause any reasonable person unwarranted offence or embarrassment or give rise to the reasonable suspicion or appearance of improper conduct or biased performance;
- not act for an improper or ulterior purpose to the detriment (whether perceived or actual) of MYL;
- employees must not abuse the advantages of their position for private purposes or solicit or accept any gift (other than an incidental gift) or benefit in connection with their employment or engagement which might compromise, or be seen to compromise their integrity or MYL's reputation;
- respect MYL's ownership of all of its property including but not limited to funds, equipment, supplies, books, records and confidential information (however described);
- maintain during employment with MYL and after the termination of employment, the confidentiality of any information, records or other materials acquired during the employment with MYL;
- while employed at MYL, not accept any employment with another organisation that is a supplier or competitor of MYL , or any other employment that is in conflict with your position at MYL;
- not make any unauthorised statements to the media about MYL's business (requests for media statements should be referred to the line Manager);
- do not fight in the workplace;
- do not use inappropriate language in the workplace;
- never report for work in circumstances where there is a risk that you could be affected by or 'under the influence' of illicit drugs or alcohol (e.g. if you have ingested or otherwise taken drugs or alcohol the night before or in the period leading up to your next work period). If an Employee is taking prescription medication that may impact on his/her fitness for work, they must inform his/her Manager at the commencement of his/her working day. Employees may be required to produce medical evidence to prove their medication does not affect their capacity to perform their duties in a safe manner without harm to themselves or others;
- do not smoke during working hours unless it is during prescribed breaks and within designated areas.

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## **3. Accountabilities**

### **3.1 Managers and supervisors**

Managers, supervisors and superintendents are responsible and accountable for:

- (a) undertaking their duties and behaving in a manner that is consistent with the provisions of the Code of Conduct;
- (b) the effective implementation, promotion and support of the Code of Conduct in their areas of responsibility; and
- (c) ensuring employees under their control understand and follow the provisions outlined in the Code of Conduct.

### 3.2 Employees

All employees are responsible for:

- (a) undertaking their duties in a manner that is consistent with the provisions of the Code of Conduct;
- (b) reporting suspected corrupt conduct; and
- (c) reporting any departure from the Code of Conduct by themselves or others.

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## 4. Conflict of interest

Potential for conflict of interest arises when it is likely that you could be influenced, or it could be perceived that you are influenced by a personal interest when carrying out your duties. Conflicts of interest that lead to biased decision making may constitute corrupt conduct.

- (a) Some situations that may give rise to a conflict of interest include situations where you have:
  - (b) financial interests in a matter MYL deals with or you are aware that your friends or relatives have a financial interest in the matter;
  - (c) directorships/management of outside organisations;
  - (d) membership of boards of outside organisations;
  - (e) personal relationships with people MYL is dealing with which go beyond the level of a professional working relationship;
  - (f) secondary employment, business, commercial, or other activities outside of the workplace which impacts on your duty and obligations to MYL;
  - (g) access to information that can be used for personal gain; and
  - (h) offer of an inducement.

You may often be the only person aware of the potential for conflict. It is your responsibility to avoid any conflict from arising that could compromise your ability to perform your duties impartially. You must report any potential or actual conflicts of interest to your manager.

If you are uncertain whether a conflict exists, you should discuss that matter with your manager and attempt to resolve any conflicts that may exist.

You must not submit or accept any bribe, or other improper inducement. Any such inducements are to be reported to your manager.

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## 5. Public and media comment

Individuals have a right to give their opinions on political and social issues in their private capacity as members of the community, subject to the provisions of this Code which relate to activities which have or may have the effect of bringing MYL into disrepute.

- (a) Employees must not make official comment on matters relating to the Company unless they are:

- (i) authorised to do so by the Chairman or MD/CEO; or
  - (ii) giving evidence in court; or
  - (iii) otherwise authorised or required to by law.
- (b) Employees must not release unpublished or privileged information unless they have the authority to do so from the Chairman or MD/CEO.
- (c) The above restrictions apply except where prohibited by law, for example in relation to "whistleblowing".
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## **6. Use of Company resources**

Requests to use MYL resources outside core business time should be referred to management for approval.

If employees are authorised to use Company resources outside core business times they must take responsibility for maintaining, replacing, and safeguarding the property and following any special directions or conditions that apply.

Employees using Company resources without obtaining prior approval could face disciplinary and/or criminal action. Company resources are not to be used for any private commercial purposes.

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## **7. Security of information**

Employees are to make sure that confidential and sensitive information cannot be accessed by unauthorised persons. Sensitive material should be securely stored overnight or when unattended. Employees must ensure that confidential information is only disclosed or discussed with people who are authorised to have access to it. It is considered a serious act of misconduct to deliberately release confidential documents or information to unauthorised persons, and may incur disciplinary action including termination.

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## **8. Intellectual property/copyright**

Intellectual property includes the rights relating to scientific discoveries, industrial designs, trademarks, service marks, commercial names and designations, and inventions and is valuable to the Company.

The Company is the owner of intellectual property created by employees in the course of their employment unless a specific prior agreement has been made. Employees must obtain written permission to use any such intellectual property from the MYL Company Secretary before making any use of that property for purposes other than as required in their role as employee.

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## **9. Discrimination and harassment**

Employees must not harass, discriminate, or support others who harass and discriminate against colleagues or members of the public on the grounds of sex, pregnancy, marital status, age, race (including their colour, nationality, descent, ethnic or religious background), physical or intellectual impairment, homosexuality or transgender.

Such harassment or discrimination may constitute an offence under legislation. Managers should understand and apply the principles of Equal Employment Opportunity. Disciplinary action up to and including dismissal will be taken in the event of any employee participating in harassment.

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## **10. Corrupt conduct**

Corrupt conduct involves the dishonest or partial use of power or position which results in one person/group being advantaged over another. Corruption can take many forms including, but not limited to:

- (a) official misconduct;
- (b) bribery and blackmail;
- (c) unauthorised use of confidential information;
- (d) fraud; and
- (e) theft.

Corrupt conduct will not be tolerated by the Company. Disciplinary action up to and including dismissal may be taken in the event of any employee participating in corrupt conduct.

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## **11. Occupational health and safety**

It is the responsibility of all employees to act in accordance with occupational health and safety legislation, regulations and policies applicable to their respective organisations and to use security and safety equipment provided.

Specifically all employees are responsible for safety in their work area by:

- (a) following the safety and security directives of management;
  - (b) advising management of areas where there is potential problem in safety and reporting suspicious occurrences; and
  - (c) minimising risks in the workplace.
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## **12. Legislation**

It is essential that all employees comply with the laws and regulations of the countries in which we operate. Violations of such laws may have serious consequences for the Company and any individuals concerned. Any known violation must be reported immediately to management.

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## **13. Fair dealing**

The Company aims to succeed through fair and honest competition and not through unethical or illegal business practices. Each employee should endeavour to deal fairly with the Company's suppliers, customers and other employees.

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## **14. Insider trading**

All employees must observe the Company's "Securities Trading Policy". In conjunction with the legal prohibition on dealing in the Company's securities when in possession of unpublished price sensitive information, the Company has established specific time periods when Directors, management and employees are permitted to buy and sell the Company's securities.

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## **15. Responsibilities to investors**

The Company strives for full, fair and accurate disclosure of financial and other information on a timely basis.

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## **16. Breaches of the code of conduct**

Employees should note that breaches of certain sections of this Code of Conduct may be punishable under legislation.

Breaches of this Code of Conduct may lead to disciplinary action. The process for disciplinary action is outlined in Company policies and guidelines, relevant industrial awards and agreements.

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## **17. Reporting matters of concern**

Employees are encouraged to raise any matters of concern in good faith with the head of their business unit or with the MYL Company Secretary, without fear of retribution.

Updated 4 July 2019. Harmonised with Employee Handbook