



# CODE OF CONDUCT

## 1. PURPOSE & SCOPE

The Code of Conduct outlines the responsibilities and obligations of all Employees of POTL. It assists Employees to understand these responsibilities and obligations and provides guidance when we are faced with an ethical dilemma or Conflict of Interest.

The Code of Conduct is intended to provide guidelines for the behaviour expected of POTL's Employees. The Code of Conduct has been developed taking into account POTL's responsibilities to protect public stakeholder and shareholders interests, support transparency and accountability, promote individual responsibility and to build a supportive organisational culture. The Code of Conduct is a summary and reference document designed to highlight a range of policies and procedures applicable to Employees of POTL. The Code of Conduct is not intended to override or displace POTL's policies which apply from time to time. Nor does the Code of Conduct set out an exhaustive list of the policies and procedures that apply to Employees in their employment with POTL. You are required to be familiar with, not only the Code of Conduct, but all POTL's policies.

The Code of Conduct applies to all Employees (as that term is defined in this Code of Conduct) of POTL. From Directors to the Chief Executive Officer to a newly appointed Employee, everyone is equal when it comes to observing and being committed to this Code. If an Employee is unsure of any particular aspect of the Code of Conduct, they should discuss the issue with their direct Supervisor or Manager.

The Code of Conduct covers all activities undertaken by Employees during their employment with POTL as well as activities outside of work hours that relate to POTL.

POTL's policies which are referred to throughout the Code of Conduct can be accessed in POTL's Quality Management System (Qudos).

## 2. OBJECTIVE

To set the standards expected of all employees of POTL and to provide information to assist in the understanding of the ethical values and standards of behaviour that apply in daily business activities. These are the values and standards on which POTL's reputation will be based and adherence to these values is necessary to build a partnership of trust between POTL, its stakeholders and its Employees.

## 3. DEFINITIONS

**Alcohol:** means ethyl alcohol or ethanol.

**Benefit:** means anything which provides the individual with a direct or indirect personal gain or the potential for personal gain or gain to a third party. Such a gain need not be financial; it could be a personal or non-financial gain. It includes the provision of material or facilities, support of individuals through the provision of benefits (e.g. travel, Gifts, entertainment, accommodation expenses, etc) or a financial benefit.

**Confidential Information:** means all information and knowledge relating to pricing lists/structures, customer lists, financial information, business plans, contracts, marketing/sales information, trade information, projects, research, designs, security information, any document marked "confidential", "restricted", "security in confidence" and any information which you have been told is confidential or which you might reasonably expect POTL, customers, contractors, suppliers and/or other organisations or persons associated with POTL to regard as confidential.

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**Conflict of Interest:** a conflict of interest occurs where the individual or private interests of an Employee may influence or compromise the conduct of that Employee in the conduct of their professional obligations and duties to POTL (including making decisions, influencing relationships, etc) such that an independent observer might reasonably question whether the professional actions or decisions of that person are influenced by their own interests or are for their own benefit. Apparent or perceived conflicts may undermine trust and be as damaging as an actual conflict.

**POTL:** means the Port of Townsville Limited.

**Corruption:** is defined as behaviour that may involve Fraud, theft, the misuse of position or authority or other acts that are unacceptable to an organisation and which may cause loss to the organisation, its clients or the general community. It may also include other elements such as breaches of trust and confidentiality.

**Disciplinary Action:** means action taken as a result of the disciplinary process and is always the outcome of a substantiated allegation or assessment which involves a penalty.

**Drug:** means any substance (with the exception of Alcohol) that, when consumed or used by any person, adversely affects, or has the potential to adversely affect, the health, safety, work performance or conduct of the Employee and includes:

- prescription drugs and non-prescription drugs;
- illegal drugs; and
- any other mind altering or intoxicating substances (e.g. inhalants).

**Ethical:** means acting within accepted community morals and practices.

**Employee:** in the context of this policy only, Employee means Directors, the Chief Executive Officer, POTL Officers, Managers and employees of POTL whether full time, part time, casually or otherwise employed.

**Employer:** means POTL.

**Fraud:** is a deliberate, intentional and premeditated dishonest act or omission acted out with the purpose of deceiving to gain advantage from a position of trust and authority. It includes acts such as theft, making false statements/representations, evasion, manipulation of information, criminal deception and abuse of POTL's property or time.

**Gift:** means an item of value such as money, vouchers, entertainment, hospitality, travel, commodity, and property – that one person presents to another. Gifts may be either offered as an expression of gratitude with no obligation to repay, or given to create a feeling of obligation.

**Integrity:** means acting honestly and to be seen to be acting honestly.

**Intellectual Property:** means an invention, original work or a product development, which can be protected under legislation and/or common law depending on the type of intellectual property involved.

**Corrupt Conduct:** is defined in the *Crime and Corruption Act 2001* (Qld) as conduct of a person, regardless of whether the person holds or held an appointment, that:

- (a) Adversely affects, or could adversely affect, directly or indirectly, the performance of functions or the exercise of powers of:
  - (i) a unit of public administration; or
  - (ii) a person holding an appointment; and
- (b) results, or could result, directly or indirectly, in the performance of functions or the exercise of powers mentioned in paragraph (a) in a way that:
  - (i) is not honest or is not impartial;

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- (ii) or involves a breach of the trust placed in a person holding an appointment, either knowingly or recklessly; or
  - (iii) involves a misuse of information or material acquired in or in connection with the performance of functions or the exercise of powers of a person holding an appointment; and
- (c) is engaged in for the purpose of providing a benefit to the person or another person or causing a detriment to another person; and
- (d) would, if provided, be:
- (i) a criminal offence; or
  - (ii) a disciplinary breach providing reasonable grounds for terminating the person's services, if the person is or were the holder of an appointment.

Examples under the *Crime and Corruption Act 2001* (Qld) of Corrupt Conduct include:

- abuse of public office;
- bribery, including bribery relating to an election;
- extortion;
- obtaining or offering a secret commission;
- fraud;
- stealing;
- forgery;
- perverting the course of justice;
- an offence relating to an electoral donation;
- loss of revenue of the State;
- sedition;
- homicide, serious assault or assault occasioning bodily harm or grievous bodily harm;
- obtaining a financial benefit from procuring prostitution or from unlawful prostitution engaged in by another person;
- illegal drug trafficking; and
- illegal gambling.

**Public Interest Disclosure (PID):** means an appropriate disclosure of public interest information made by a person or employee to POTL or other appropriate government entity. In respect to POTL's employees, disclosure of conduct amounting to Corrupt Conduct or reprisal once a disclosure of Corrupt Conduct has been made is considered a PID.

**Securities:** means shares, debentures, units in trusts, and derivatives (such as futures contracts).

**Supervisor/Manager:** means direct line management and report.

#### 4. CORPORATE VALUES

POTL's Vision is to be Northern Australia's transport link to the world.

POTL's Vision is to be driven by culture that reflects the following core values:

**Commitment:** We are driven to achieve our vision.

**Innovation:** We think outside the box.

**Respectful:** We value each other.

**Integrity:** We do the right thing, and do what we say.

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## 5. COMMITMENT TO PERFORMANCE OF DUTIES

Employees shall give their whole time and attention to undertaking and completing the duties required of their position and as delegated by their Supervisor/Manager. Employees shall comply with any lawful and reasonable direction given by their Supervisor/Manager or other delegated representative who has authority to give the direction.

Employees must ensure that they are of good health and fitness to undertake their duties. POTL will endeavour to assist employees in this regard through education and awareness initiatives provided as part of POTL's Corporate Health Program.

All prospective employees are subject to a pre-employment medical examination in accordance with the Pre-Employment Medical Policy (POT 437). The Pre-Employment Medical Policy can be found in POTL's Quality Management System (Qudos). POTL's Enterprise Agreements provide that if at any time during their employment with POTL an employee's fitness to perform their duties is in question, POTL reserves the right to require the employee to be assessed by a General Medical Practitioner and/or Specialist. The purpose of an assessment is for workplace health and safety duty of care obligations.

## 6. USE OF POTL PROPERTY

### 6.1 Business Records

Employees must not destroy business documents and records, including but not limited to, any documents or records that are required by law to be maintained for a statutory period. In line with POTL's stance on ethical and honest business practices, records must not be falsified or manipulated under any circumstance.

Every Employee is responsible for ensuring records that they generate/receive in respect to POTL's business activities are properly captured into POTL's official recordkeeping systems (i.e. Objective for electronic records and the centralised storage compactus for physical records).

For detailed information on the identification, capture, creation, storage, protection, retrieval, retention and disposal of POTL's records please refer to POTL's Recordkeeping Procedure (POT 1054) located in Qudos.

### 6.2 Information and Communications Systems and Technology

Employees are provided with computers and other communication and information devices for approved purposes only (i.e. POTL's business and limited personal use).

All Employees must:

- be prepared to justify their use of POTL owned communications and information devices;
- not use the internet or email in a way which could defame, harass, abuse or otherwise offend other internet and email users, individuals or organisations;
- attempt to delete non-official files and/or emails on the day of transmission in order to prevent them being archived as official POTL records;
- comply with all applicable laws and regulations, including respect for the rights of owners of material published on the internet or attached to email;
- not create or distribute any form of malicious or deleterious material via the internet or email;
- not attempt to obscure the origin of any message or download material under an assumed internet address or otherwise disguise their user identity;
- report incidents that indicate breaches of this policy to their Supervisor or Manager; and
- not knowingly obtain unauthorised access to information and must not damage, delete, insert or otherwise alter such information with malicious intent.

All Employees will be expected to sign and comply with the Acceptable Use of Communication and Information Devices agreement (POT 970) which can be found in Qudos.

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## 6.3 POTL Assets

Employees must use POTL's assets in an economic and ethical manner and for the purpose for which they are supplied. POTL's assets, including plant and equipment, computer systems, communications equipment, goods, money, Intellectual Property or the services of other Employees must not be used for personal gain. This includes, but is not limited to:

- transcription of computer software programs regardless of whether or not the programs are protected by copyright;
- falsification or improper use of POTL's credit cards, expense accounts or other similar accounts; and
- use of POTL's plant and equipment to undertake private business activities or employment by another employer.

In some exceptional circumstances employees may be allowed to use POTL property (this includes merchandise, plant and equipment) for personal needs, where such use does not interfere with POTL business, involves no expense to POTL, involves no additional risk to POTL and conforms to any applicable POTL policy and procedures.

Prior approval must be obtained by the Chief Executive Officer (CEO) who will consider each request on an individual basis, also taking into account (including but not limited to):

- Nature and purpose of request;
- Frequency of requests;
- POTL operational needs; and
- Any associated work health and safety issues;

Prior to approval for personal use of POTL property employees are required to understand and accept that:

- POTL is not liable for personal injury incurred during the use of POTL property for personal needs;
- The employee is responsible for returning the property in good condition; and
- The employee may be required to pay for any damages or loss incurred while using the property for personal needs.

Any approval may be revoked or limited at any time by the CEO.

The preceding does not apply to those situations where personal use of POTL property constitutes agreed remuneration under a contract of employment.

If for business or other particular reasons removal is necessary, then appropriate approval must be obtained from the relevant Manager or Supervisor.

Every Employee while in control of any of POTL's assets, particularly cash or other valuables, is personally accountable for them. Information on the authorised use of POTL's light vehicle fleet can be found in POTL's Light Vehicle Policy (POT 1745) which can be located in Qudos.

## 7. COMPLIANCE WITH THE LAW

Employees must comply with any law relating to their business conduct. This includes understanding the laws and regulations relevant to their work and complying with any legal requirements. Employees must also attend to any legal work request provided by a senior Manager or Supervisor, and apply competencies in a diligent manner.

Some laws affect everyone, such as those concerning equal opportunity and occupational health and safety. Whereas other laws primarily affect Employees in particular roles, such as those concerning trade practices and protection of the environment.

The laws that govern POTL's activities may be complex, but ignorance of the law does not excuse POTL or its Employees from their obligation to comply. Employees should seek advice from POTL's Company Secretary and Legal Counsel if they are unclear about laws or regulations relating to their work.

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## 8. CONFIDENTIALITY AND DISCLOSURE

### 8.1 Confidentiality of Information

Unauthorised disclosure of Confidential Information, including the misuse of Intellectual Property belonging to POTL is strictly prohibited. All Confidential Information obtained by Employees in the course of their employment is to be considered confidential unless POTL has officially made the information public or except as required by law. This applies both during employment with POTL and when this employment ceases. Any Employee who is uncertain whether something constitutes Confidential Information should presume that it does.

Compliance with this section requires that all Employees exercise care to reduce the likelihood of unauthorised disclosure of information, for example:

- Employees must exercise care in discussing work matters with family, friends or business associates and particularly strangers; and
- documents must be properly safeguarded at all times, whether on POTL's premises or otherwise. Internal procedures for protecting information must be implemented and Confidential Information should be appropriately designated and records maintained as to whom such information has been given.

For further information regarding the confidentiality of information, please refer to these specific policies which can be accessed in Qudos:

- Privacy Plan (POT 1110);
- Statements to the Media – Public Comment on POTL's Business (Delegations Policy POT 1094);
- Policy (see Employee Manual – POT 1115);
- Shareholder Communication Policy (POT 446); and
- Disposal of Media Policy (POT 361).

POTL's Privacy Plan provides Employees with guidance on the privacy and confidentiality requirements for the collection, storage, use and disclosure of personal information about individuals collected by POTL pursuant to the *Privacy Act 1988* (Cth) and *Information Standard 40* (Qld). POTL holds a range of personal information relating to Employees, customers, suppliers and vendors.

Employees who wish to access their personal information held by POTL should contact the Manager Employee Relations.

### 8.2 Disclosure of Information

Information may be disclosed to Employees or agents of POTL who need to know such information to perform their work duties, provided the disclosure does not breach any laws, regulations or policies. External disclosure of personal information should only be made with the written authorisation of the person to whom the information relates (such as an Employee or customer) and in accordance with POTL's Privacy Plan.

Responsibility for ensuring that any disclosure is appropriate remains with the relevant General Manager.

## 9. CUSTOMER SERVICE

Employees will deliver exceptional service to customers by conducting themselves with Integrity and in a manner which accords with POTL's Customer Service Policy (POT 1047).

All Employees must provide a level of customer service which is:

- fair, courteous and professional;
- accurate, relevant and current;
- timely to requests for information;
- collaborative;
- positive; and
- considerate of customer's concerns and opinions.

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Employees are advised to consult POTL's Customer Service Policy for further information on POTL's customer service expectations.

All Customer complaints are managed in accordance with POTL's Complaint Handling Policy (POT 167) located in Qudos.

## 10. ENVIRONMENT

POTL is committed to the sustainable development and operation of its ports through responsible environmental management, effective land use planning and continual improvement of environmental performance.

Accordingly, all Employees are encouraged to maintain and protect the environment wherever practicable. Employees should always consider the impact of their activities on the environment and the local community, including the way in which waste is disposed of, chemicals are used and stored, and natural resources utilised.

For further information please refer to POTL's Environmental Policy (POT 1537) located in Qudos.

## 11. WORKING ENVIRONMENT

POTL will provide a safe, healthy and productive working environment for its Employees. In return, Employees have a duty of care to take all reasonable steps to ensure their own safety and well-being in the workplace, as well as that of co-workers and customers. Further, employees are expected to comply with all directions issued by POTL regarding safety. For further information please refer to POTL's Occupational Health, Safety and Welfare Safety Policy (POT 379) located in Qudos.

### 11.1 Fitness for Work

The abuse of prescription Drugs or the use or possession of illicit Drugs will not be tolerated and neither will the consumption of Alcohol, where such consumption affects customer service, other Employees, work performance, public relations, safety or where it violates the law. The Fitness for Work Policy (POT 423) sets out POTL's position on Drug and Alcohol use within the workplace. All Employees are required to refer to and comply with the abovementioned policy which can be located in Qudos.

### 11.2 Smoke Free Workplace

In the interests of providing a healthy and user-friendly workplace, smoking on POTL's premises is only permitted in designated areas outside buildings. Smoking in POTL owned vehicles is prohibited. Employees are advised to refer to the Employee Manual (POT 1115) for detailed information on designated smoking areas. The Employee Manual can be accessed in Qudos.

### 11.3 Corporate Uniform

Employees should attend work dressed in a presentable manner. Employees are encouraged to dress in the corporate uniform to present a professional image and enable easy identification by customers, port users and fellow Employees. For a list of approved corporate wear refer to POTL's Corporate Uniform guidelines which are set out in the Employee Manual (POT 1115).

Personal protection equipment must be worn at all times as appropriate or as directed by the Safety Officer or their direct Supervisor or Manager, in accordance with POTL's Workplace Health and Safety requirements set out in the Personal Protective Policy (POT 794). This policy is available in Qudos.

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## 12. OUTSIDE ACTIVITIES

### 12.1 Community Activities

As a responsible and caring corporate citizen, POTL encourages its Employees to participate in professional associations, trade associations, charitable or service organisations and other community activities outside normal work hours. While also recognising that Employees may from time to time wish to participate in political activity and/or service in public office, such activities will not generally create difficulties, but the following points should be considered:

- Employees shall ensure that where any non-business activity is likely to involve a substantial commitment of time, it does not impact on their ability to satisfactorily perform their assigned work for POTL;
- if outside activity adversely affects an Employee's work performance, he or she may be requested to modify the activity;
- where the outside activity involves temporary or part-time service as a member of local government or other political activity, there shall be no specific or implied endorsement by POTL of such activity;
- where Employees wish to speak at a public function, or write an article in their own right, but not as a representative of POTL, such activity is permissible provided that:
  - POTL's Confidential Information is not divulged;
  - names or logo do not appear (unless prior permission has been obtained in writing from the Chief Executive Officer); and
  - if necessary of requested, employees clearly indicate that they are not speaking or writing as representatives of POTL.

### 12.2 Personal Conduct including Out of Hours

The Code of Conduct may apply to Employees attending activities of or related to POTL, or when representing or having association with POTL outside of normal working hours and/or outside POTL's premises. Employees attending meetings, training sessions, social functions or even out of hours functions must exercise due diligence to ensure that personal behaviour in no way detracts from the image or reputation of POTL or brings POTL into disrepute. A breach of this requirement may lead to Disciplinary Action.

## 13. INAPPROPRIATE DEALINGS AND CONFLICTS

### 13.1 Fraud, Corrupt Conduct and Irregular Transactions

Fraud and Corrupt Conduct against POTL or other parties will not be tolerated in any form or degree. Some common examples of Fraud and Corrupt Conduct include:

- theft/stealing;
- unauthorised and/or illegal use of POTL's assets, information or services for private purposes;
- abuse of position and power for personal gain;
- manipulation and misuse of account payments;
- falsification of records;
- manipulation of computer programs for improper purposes;
- disbursement of POTL funds or property without adequate supporting documentation; and
- direct or indirect personal payments to officials or Employees of any organisation from either POTL's funds or private funds.

Employees who believe they know of any Fraud, Corrupt Conduct or irregular transactions have a duty to raise that matter or communicate their concerns to the Chief Executive Officer pursuant to the Fraud and Corrupt Conduct Control Guidelines (POT 389).

As part of its obligations under the law, POTL will fully co-operate with any investigation by law enforcement or regulatory authorities in respect to any incidents of Fraud, Corrupt Conduct or irregular transactions within the workplace. For further information refer to the Fraud and Corrupt Conduct Control Policy (POT 1093) and associated Guidelines located in Qudos.

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## 13.2 Gifts, Entertainment and Services

Employees must at all times be mindful of their obligation to act in the interests of POTL in performing their duties.

Employees must not engage in any act that may compromise the transparency of business dealings. Employees must not be influenced by any consideration whatsoever of undue personal gain or gain to any personal associate that may arise from the acceptance of a Gift or Benefit.

An Employee must not solicit for private purposes any Benefit in connection with that person's official function and duties. At all times consideration must be given to the perception that may arise of a Conflict of Interest, and how an acceptance of a Gift or Benefit would appear to the general public or could be reported by the media.

Employees should not accept Gifts from anyone having or seeking business with POTL other than a non-cash Gift of nominal value generally used for promotional purposes by the donor.

Participating in business related functions, including accepting lunches or other meals with a supplier, competitor or business associate is a permissible business practice. However, care should be exercised to ensure these functions have an underlying business purpose and that their value and frequency are not excessive.

Particular care should be exercised in ensuring that any function falls within the limits of socially acceptable behaviour and that the Employee's presence does not reflect negatively on POTL.

Employees should not enter into any loans or receive or purchase any goods or services from any supplier on terms which are more favourable than available in the normal course of private business.

Where any doubt exists regarding the acceptance of any Gift, Benefit, entertainment, goods or service, irrespective of their value, advice should be obtained from the Employee's General Manager.

For further information regarding rules for the acceptance of Gifts, Benefits entertainment and services please refer to POTL's Gifts and Benefits Policy (POT 447).

## 13.3 Conflict of Interest

POTL is committed to ensuring that all interests and any actual or perceived Conflicts of Interest are appropriately disclosed, recorded and managed.

POTL expects Directors, the Chief Executive Officer, Managers and Employees to:

- perform their duties impartially, not influenced by fear or favour;
- avoid being placed in a situation where there is a potential for Conflict of Interest;
- disclose any Conflict of Interest using the appropriate processes and channels identified in the Disclosure of Interests Policy (POT 1099);
- avoid any detrimental outcome to POTL as a result of a Conflict of Interest; and
- not use information obtained in the course of employment with POTL to directly or indirectly gain an advantage for themselves or for any other person.

It is impossible to formulate an all-embracing set of guidelines regarding potential Conflicts of Interest. Specific questions regarding situations not clearly covered must be determined on a case by case basis. Employees are encouraged to submit questions to their General Manager or the Chief Executive Officer in writing to ensure matters can be identified and addressed to avoid issues of condonation or waiver.

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The underlying principles to consider are:

- whether the existence of an interest will influence the Director, other officer or Employee in making the decision for POTL;
- the capacity of the Director, other officer or Employee to influence dealings that POTL may have with a third party;
- the improper personal Benefit that may flow to the Director, other officer or Employee, someone with a close personal relationship, or a third party through the exercise of that influence; and
- whether the Director, other officer or Employee has:
  - a) any direct or indirect pecuniary interest in any business, partnership, corporation, club, organisation; or group that would in any way compromise performance of their obligations to POTL, unless a disclosure of that interest has been made to the relevant Supervisor, Manager, Chief Executive Officer, Chairman or Board (as appropriate); and
  - b) has complied with any directions given in respect to that interest.

Directors, the Chief Executive Officer and other Senior Executives are required to disclose any direct or indirect interest they have at the commencement of their employment/appointment, or which arises during the course of their employment, by submitting a Declaration of Interests Form (POT 1073) to the Chairman or Chief Executive Officer as appropriate. The Declaration of Interests Form is available in Qudos. Directors may alternatively disclose any direct or indirect interest at the relevant Board or Committee meeting immediately when they become aware of the actual or potential Conflict of Interest.

Employees must submit a Declaration of Interests Form to their direct Supervisor or Manager immediately once they become aware of the actual or potential Conflict of Interest.

If an Employee fails to disclose potential or actual Conflicts of Interest, such conduct may lead to an allegation of misconduct. Breaches that result in economic or financial loss to POTL may result in additional legal proceedings (administrative, civil or criminal) being taken by POTL.

For further information on procedure for disclosing Conflicts of Interest, please refer to POTL's Disclosure of Interests Policy (POT 1099) located in Qudos.

### 13.4 Securities and Insider Trading

Under the *Corporations Act 2001* (Cth), insider trading is a serious offence and it applies to any Director, the Chief of Executive Officer, a General Manager, the Company Secretary or any Employee of POTL. If a person possesses:

- information that is not generally available to the public; and
- that information would be reasonably likely to affect the price or value of Securities of any company (including POTL).

That information is known as "inside information".

If you gain inside information and the use it to deal in Securities or gain any other benefit, before is generally available to the public, it is a breach of this Code of Conduct and could lead to you being prosecuted for insider trading. This includes trading through any member of your family or through a trust of company over which you have influence and control. For further information, please refer to POTL's Insider Trading Policy (POT 567).

### 13.5 Lobbyists

A 'lobbyist' is an entity that carries out lobbying activity for a third party client or whose employees or contractors carry out a lobbying activity for a third party client. 'Lobbying activity' is defined as contact with a government representative (defined as including Employees of POTL) in an effort to influence State or local government decision making.

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As a Government Owned Corporation, POTL is obliged to ensure that any contact with lobbyists is carried out in an accountable and transparent manner and in accordance with the requirements of the *Integrity Act 2009* (Qld). Therefore:

- Employees must not give, or agree to give, to a lobbyist or related person a success fee for lobbying activities carried out by or for the relevant lobbyist.
- Employees must not knowingly permit a person or entity that is not a registered lobbyist to carry out lobbying activity for a third party client with the employee.
- Upon employment, Employees must disclose whether they have worked as a lobbyist in the past two years and complete a Disclosure of Interests Form.
- Former Employees are prohibited from undertaking lobbying activities for third parties for two years after vacating their position at POTL, particularly if the lobbying activities relate to their official dealings as an Employee of POTL.
- Employees must ensure any contact between POTL and lobbyists is conducted in accordance with the Lobbyists Code of Conduct published on the Integrity Commissioner’s website and that such contact is recorded in POTL’s Lobbyists Contact Register maintained by the Company Secretary and Legal Counsel.

For further guidance on POTL’s rules regarding contact with lobbyists please refer to POTL’s Integrity and Accountability Framework (POT 676).

#### 14. DISCRIMINATION AND HARASSMENT

In accordance with the *Anti-Discrimination Act 1991* (Qld) and federal anti-discrimination laws, POTL upholds a firm stance against discrimination, sexual harassment and associated objectionable conduct in the workplace.

POTL will not tolerate discrimination by any of its Employees or agents against co-workers, customers, suppliers or Port users on the basis of the following personal attributes including:

- sex or gender identity;
- marital status;
- pregnancy;
- parental status;
- race or ethnicity;
- age;
- impairment or disability;
- religion;
- criminal record;
- political belief or activity;
- trade union activity;
- physical appearance;
- lawful sexual activity;
- sexuality;
- family responsibilities; or
- association with, or relation to, anyone who has any of the above attributes.

POTL is an equal opportunity employer and will not discriminate against Employees:

- in variation of the terms of work;
- in denying or limiting access to opportunities for promotion, transfer, training or other Benefit;
- in dismissal;
- by denying access to a guidance program, an apprenticeship training program or other occupational training or retraining program;
- in developing the scope or range of such a program; or
- by treating an Employee unfavourably in any way in connection with work.

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Discrimination or harassment, including sexual harassment, of Employees or any persons having business with POTL will not be tolerated and may result in disciplinary proceedings and or dismissal. POTL will ensure that no victim of harassment will be disadvantaged in any way in their employment by making a complaint.

If an Employee feels or is aware that he or she is being or has been discriminated against or sexually harassed, the Employee should utilise the reporting processes contained within POTL’s Equity Policy (POT 395). The Equity Policy can be accessed in Qudos.

**15. BREACH OF CODE**

The Code of Conduct is available to all Employees so that they are all aware of the standards expected of them and can assume accountability for their behaviour. The Code of Conduct sets down standards of behaviour which, if not observed, may give rise to Disciplinary Action ranging from counselling to dismissal. The Code of Conduct requires that all Employees endeavour to ensure that relevant legislation is observed during the course of their employment at POTL. The procedure for dealing with a breach of the Code of Conduct is detailed later in this document.

If an Employee believes that another person is breaching the Code of Conduct, they can discuss their concerns with their Supervisor or Manager. The Manager Employee Relations is an alternative point of contact for Employees wishing to communicate such concerns.

If a board member has any concerns regarding possible breach of Code of Conduct, they may report these to the Chairman.

**15.1 Disciplinary Procedures**

If an Employee is suspected of breaching the Code of Conduct and/or a complaint is made by an Employee or other person about an Employee, alleging a breach of the Code of Conduct and/or alleging discrimination, sexual harassment, workplace harassment or unacceptable behaviour, the following process will apply:

- a) If POTL reasonably considers there is a case for the Employee to answer the following process will be adopted:
  - (i) Dependent on the nature of the complaint, the Employee may be stood down on full pay by the Chief Executive Officer. Suspension shall not be invoked unless the Employee has been given an opportunity (which may be brief) to respond as to the appropriateness or otherwise of such suspension.
  - (ii) Specific allegations will be articulated to the Employee, in writing, in a manner that allows the Employee to reasonably respond to the allegations.
  - (iii) The Employee shall be given reasonable time to seek advice.
  - (iv) A meeting will be held with the Employee and his/her support person (if applicable) to allow the Employee to respond to the specific allegations.
  - (v) POTL will consider the Employee’s response/s taking into account all/any mitigating circumstances.
  - (vi) POTL will make a decision which may be any of the following:
    - take the matter no further;
    - issue the Employee with a verbal warning;
    - issue the Employee with a written warning;
    - terminate the Employee’s employment;
    - reduce the Employee’s classification and change the Employee’s duties;
    - forfeit or defer a numeration increment of the Employee; or
    - refer the matter to the Police and/or the Crime and Corruption Commission.

At all stages throughout the above process (other than at any meeting which has been convened as a matter of urgency to discuss the issue of suspension) the Employee shall be entitled to have in attendance at any of the meetings a support person of their choosing which may include a Trade Union representative.

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## 15.2 Warnings

Warnings whether verbal or written will include the following:

- a) The reasons for the warning i.e. what has occurred.
- b) What the Employer expects to Employee to do in the future to rectify the issue or behaviour.
- c) What will occur if the Employee's behaviour or actions are repeated.

## 15.3 Notification to shareholding Ministers

POTL will inform shareholding Ministers in a timely and complete manner of potential and actual breaches of this Code of Conduct by the Board of Directors, Chief Executive Officer, and senior executives, and where material, POTL's employees.

## 15.4 Notification to Crime and Corruption Commission (CCC) and Public Interest Disclosures

The Chief Executive Officer is obliged to notify the CCC if the Chief Executive Officer suspects that a complaint, information or matter involves, or may involve, Corrupt Conduct. The Chief Executive Officer is not obliged to notify the subject Employee that a complaint has been reported to the CCC.

In addition to the reporting requirements of the Chief Executive Officer to report Corrupt Conduct to the CCC, the *Public Interest Disclosure Act 2010* (Qld) (PID Act) provides that disclosures of Corrupt Conduct and reprisal once a disclosure of Corrupt Conduct has been made must be managed as a PID in accordance with the PID Act.

The PID Act aims to ensure that Government is open and accountable by providing statutory protection for those who speak out about wrongdoing, in other words, make a PID. Employees, senior managers and Directors are to refer to POTL's Public Interest Disclosure (Whistleblower) Policy (POT 685) for guidelines on how to report instances of suspected or alleged Corrupt Conduct (either internally or externally) and information on the statutory protection mechanisms afforded to disclosers.

Further information on the Chief Executive Officer's reporting obligations to the CCC can be found in POTL's Integrity and Accountability Framework (POT 676).

## 16. LEAVING - POTL

On leaving POTL, each Employee must surrender any relevant assets and items containing business information in accordance with POTL's Exit Checklist (POT 1131), located in Qudos. Relevant assets include Intellectual Property that may have been created while working for POTL. POTL retains the right to take legal action against former Employees where it has been proven that they have disclosed Confidential Information about POTL.

Employees shall advise their direct supervisor or Manager if they intend to commence employment that is similar or sensitive to their work at POTL, so that any potential Conflict of Interests can be appropriately managed.

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**Code of Conduct Agreement Clause:**

I, \_\_\_\_\_ agree that I have been given a copy of POTL’s Code of Conduct and that I have had the opportunity to read same.

I acknowledge that the Code of Conduct is not intended to override or displace any policy of POTL in place from time to time which may apply to my employment.

Further I agree that I have been given the opportunity to ask any questions or clarify any points in the Code of Conduct.

I agree to abide by the Code of Conduct and understand that if I breach the Code of Conduct I will be subject to disciplinary procedures which may include termination of my employment.

**Signed:** \_\_\_\_\_ **Date:** \_\_\_\_/\_\_\_\_/\_\_\_\_  
Employee

**Signed:** \_\_\_\_\_ **Date:** \_\_\_\_/\_\_\_\_/\_\_\_\_  
Employer

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