PORT OF TOWNSVILLE

CODE OF CONDUCT

POT-0219

Revision: 18

PURPOSE, SCOPE AND OBJECTIVE

PURPOSE

The Port of Townsville Limited ('the Port', 'we', 'our') aims to foster a productive, professional and customer focused environment where everyone is treated with respect, is safe and free from unlawful or unacceptable behaviour. In order to achieve this, the Port requires, and expects your commitment to these values. This commitment reflects our values and the expectations of our shareholding Ministers and the public that, as a Government Owned Corporation, we operate with integrity, efficiency and impartiality.

The Code of Conduct ('the Code') has been developed to outline and support these expectations and protect public, stakeholder and shareholder interests. It promotes transparency and accountability, requiring individual responsibility, and fosters a positive organisational culture. It summarises key policies and procedures that apply to all Workers, noting that it does not replace or override the Port's full suite of policies, which all Workers are required to understand and comply with.

The Code sets the standards of behaviour expected of all Workers and Visitors and outlines potential actions the Port may take to address conduct that does not meet the standards of the Code.

SCOPE

The Code applies to all Workers and Visitors at the Port ('you' or 'your').

For the purposes of this Code, a Worker includes:

a) any Port employee whether permanent, temporary, full-time, part time, casual or job share basis (**Employee**);
b) contractors and subcontractors (**Contractors**);
c) board members and directors (**Board Members**); and
d) volunteers and students (**Volunteers**).

The Code applies to the conduct of Workers in the course of their employment or engagement with the Port:

a) in the workplace;
b) during work activities; and
c) at all work-related events or functions, whether on and off premises and inside or outside of normal business hours.

The Code may also apply to certain activities or behaviours undertaken by Workers outside of the workplace where it may impact upon the image and reputation and activities of the Port.

The Code:

a) does not take precedence over any other policies, industrial instruments, or legislation that provide guidance or procedures for ensuring that your conduct is appropriate to ensure compliance with legal or contractual obligations, or enabling complaints to be raised;
b) is not incorporated into employment contracts; and
c) is not otherwise contractually binding on the Port.

This Code can be updated or modified by the Port at any time.

The Port's policies, standards and procedures which are referred to throughout the Code can be accessed through the Port's Controlled Document Management System (Bluebox) or where available via the Port's intranet and public website.

OBJECTIVE

Workers and Visitors acknowledge that the Port's policies and procedures (including the Code) constitute lawful and reasonable directions and agree to comply with them as amended or introduced from time to time. These documents do not form part of any contract of employment or engagement, nor do they create contractual entitlements or obligations on the Port. Any references to obligations of the Port are guides only and are not contractual terms, conditions or representations.

PORT VALUES

The Port's vision is to be ***Australia's Port for the Future.***

The Port seeks to achieve that vision fostering a culture grounded in the following core values:






partnerships	opportunities	respect	trust
we build meaningful and lasting relationships	we continuously innovate	we respect each other	we do the right thing

These values are important to the Port.

STANDARDS OF CONDUCT

Accepting employment or an engagement at the Port, or attending the Port as a Visitor, is a commitment to meet and where possible exceed these Standards of Conduct. The Code provides a set of guiding principles/standards to assist Workers and Visitors in making sound, ethical and professional decisions in the workplace. It is not intended to be exhaustive and cannot anticipate every situation.

The Standards of Conduct have been created to define fundamental responsibilities and obligations of Workers and Visitors. Workers should use professional judgment in applying these Standards of Conduct and seek advice immediately if unsure of their obligations, or the Port's expectations.

Leaders and Supervisors are responsible for modelling the behaviour in the Code and ensuring Workers understand the policies, standards and procedures relevant to their roles.

INTEGRITY-BASED CONDUCT

The Port expects everyone to demonstrate the highest ethical standards when fulfilling their responsibilities.

We must always ensure:

a) our decision making is ethical and transparent;
b) we engage with customers and stakeholders in a manner that is consultative, respectful and fair; and
c) we meet our obligations to report suspected wrongdoing, including conduct inconsistent with this Code.

PROFESSIONAL AND LAWFUL BEHAVIOUR

RESPONSIBILITY

We have a responsibility to conduct and present ourselves in a professional manner at all times, and demonstrate respect for all persons, whether they are Workers, Visitors, customers or other members of the public.

WE MUST:

a) treat Workers, Visitors, customers and members of the public with courtesy and respect, maintain appropriate relationships, and recognise that others have the right to hold views which may differ from our own;
b) ensure our conduct reflects our commitment to a workplace that is inclusive and free from harassment;
c) ensure our fitness for duty, and protect the safety, health and welfare of ourselves and others in the workplace;
d) ensure our personal conduct and behaviour is always professional, ethical and lawful and does not reflect adversely on the Port;
e) when bringing Visitors onto Port premises, the employee must take responsibility for their safety and ensure acting in accordance with the with Port policies and procedures, and ensure appropriate oversight for the duration of their visit;
f) comply with legislative and/or policy obligations to report employee criminal charges and convictions; and
g) report instances of unacceptable behaviour.

FURTHERMORE

Workers attending meetings, training sessions, social events or out-of-hours functions whether onsite or offsite should always conduct themselves in a way that upholds the Port's reputation.

SAFE AND HEALTHY WORKPLACE

The Port aims to provide a safe, healthy and productive working environment for everyone. Accordingly, everyone, including Visitors, have a duty of care to take reasonable steps to protect their own safety and the safety of others.

The *Work Health and Safety Act 2011* (Qld) mandates the requirements for Workers to take reasonable care for their own health and safety, and to take reasonable care that their actions or omissions do not negatively impact the health and safety of other persons. This includes both physical and mental health, including psychosocial wellbeing. A psychosocial hazard is anything that could cause psychological

harm to someone's mental health. These can include, amongst other things, violence, aggression, bullying, harassment (including sexual and gender-based harassment) and conflict or poor workplace relationships and interactions.

It is the Workers' responsibility to familiarise themselves with and comply to the Port's policies, standards, and procedures that are designed to prevent or mitigate health and safety risks, including those relating to psychosocial hazards, and the management of Impairment from alcohol and other drugs.

You must understand and comply with the Health and Safety Policy. This includes:

a) reporting any issue that poses a threat to your own health and safety or that of others, including mental health concerns and psychosocial risks; and
b) complying with all directions issued by the Port regarding safety.

For further information please refer to the Port's:

- Health and Safety Policy (POT 379)
- Fitness for Work Policy (POT 423)
- Personal Protective Policy (POT 794)
- Pre-Employment Medical Policy (POT 437)
- Enterprise Agreements

DIVERSITY, EQUITY AND INCLUSION

Workers must contribute to a workplace that embraces Diversity, Equity and Inclusion (DEI), where everyone is respected, feels they belong and able to participate fully. All Workers are expected to value the diverse backgrounds, experiences and perspectives of colleagues, contractors and community members, and to help foster an inclusive and respectful culture.

Workers must recognise and respect diversity in all its forms, including age, gender, culture, race, religion, disability and sexual orientation and other individual characteristics, and understand how these differences strengthen the organisation. Workers and Visitors must treat all people with fairness, dignity and respect and support behaviours that promote equity and inclusion.

Workers must also help ensure that workplace practices, policies and interactions are inclusive, accessible and considerate of individual needs. This includes cooperating with reasonable adjustments that support equitable participation for all.

For further information please refer to the Port's Diversity, Equity and Inclusion Policy (POT 2303)

WORKPLACE BULLYING, HARASSMENT AND DISCRIMINATION

In accordance with the *Anti-Discrimination Act 1991* (Qld) and federal anti-discrimination laws, the Port has a zero-tolerance approach to discrimination, sexual harassment, racial harassment, sex-based harassment and victimisation. All Workers and Visitors must comply with these laws and conduct themselves in a way that respects diversity and promotes equal opportunity for all – any such objectionable conduct will not be tolerated in any form and may result in disciplinary action, up to and

including termination of employment, termination of engagement and/or removal from the Port premises.

Discrimination occurs when a person or group is treated less favourably because of a protected attribute. Protected attributes and related obligations under Commonwealth and State laws may vary and be amended from time to time, these include characteristics such as gender, race, sexual orientation, age, family or caring responsibilities, pregnancy, religion, gender identity and disability.

If any Worker or Visitor experiences or witnesses bullying, discrimination or harassment, they are encouraged to report it immediately to their manager or a member of the People and Culture Business Unit. All complaints are taken seriously and will be investigated, with appropriate action taken to prevent further incidents.

Workers are responsible for familiarising themselves with and complying with all Port policies, standards and procedures designed to prevent or mitigate risks associated with health and safety, bullying, harassment, sexual harassment and discrimination.

For further information please refer to the Port's Anti-Discrimination, Bullying and Harassment Standard (POT 2309).

ENVIRONMENT

The Port is committed to sustainable operations through responsible environmental management, effective land-use planning, and continual improvement of environmental performance.

All Workers and Visitors are expected to protect the environment wherever practicable and consider the impact of their activities on the environment and local community, including waste disposal, chemical use and storage, and resource consumption.

For further information please refer to the Port's Environmental Policy (POT 1537).

PORT ASSETS

Workers and Visitors must use the Port's assets in an economic and ethical manner and for the purpose for which they are supplied. It is not permitted to excessively use or consume Port assets without prior authorisation. The Port's assets, including plant and equipment, computer systems, devices, AI tools, communications equipment, internet services, goods, money, Intellectual Property or the services of other Workers must not be used for personal gain or Benefit.

This includes, but is not limited to:

- transcription of computer software programs, regardless of whether the programs are protected by copyright;
- falsification or improper use of the Port's credit cards, expense accounts or other similar accounts;
- use of the Port's plant and equipment to undertake private activities, including employment or engagement with a third party; and

- use of Port technology in a manner inconsistent with the Information Security Standard (POT-2563), ICT Acceptable Use Standard (POT-2573), Generative AI Standard (POT-2562) or Information Classification and Protection Standard (POT-2567).

Violation of the Port assets and the requirements of the Code may result in disciplinary action, up to and including termination of employment, termination of engagement and/or removal from the Port premises.

CONFIDENTIALITY AND PRIVACY

CONFIDENTIALITY OF INFORMATION

Workers and Visitors must not disclose or misuse the Port's Confidential Information or Intellectual Property. All information obtained through employment or engagement is confidential unless officially released by the Port or where disclosure is required by law. This obligation applies both during and after employment or engagement. If unsure, Workers must treat information as confidential.

Workers and Visitors are expected to take reasonable steps to prevent unauthorised disclosure of Confidential Information and unauthorised use of Intellectual Property, including exercising care when discussing work matters and safeguarding documents. Internal procedures for protecting information must be followed, and confidential materials must be clearly identified, secured and tracked.

Workers or Visitors seeking access to their own personal information should contact the Manager People and Culture.
For further information please refer to the Port's:

- Privacy Plan (POT 1110)
- Delegations Policy (POT 1094)
- Shareholder Communications Policy (POT 446)
- Disposal of Media Policy (POT 361)

DISCLOSURE OF INFORMATION

Information may only be shared with Workers or agents who require it to perform their duties, and only where the disclosure complies with all relevant laws, regulations and Port policies. Personal information must not be disclosed externally unless authorised in writing by the individual, permitted under the Port's Privacy Plan, or required by law. The relevant General Manager is responsible for ensuring any disclosure is appropriate and compliant.

FRAUD, BRIBERY AND CORRUPTION

Fraud, bribery, and corruption are strictly prohibited and may be considered as criminal offences. If you encounter or suspect any cases of fraud, bribery, or corruption, it is your responsibility to promptly report the incident concerns to the Chief Executive Officer pursuant to the Fraud and Corrupt Conduct Control Guidelines (POT 389) and Public Interest Disclosure (Whistleblower) Policy (POT 0685).

How to Speak Up
Port of Townsville Speak Up Hotline is managed externally by Core Integrity, specialists in secure and trauma-informed reporting. You can report through any of the following channels:

- **Phone:** 1800 360 084
- **Email:** speakup@coreintegrity.com.au
- **Mail:** PO Box 730, Milsons Point NSW 1656 (re: Port of Townsville)
- **Online:** https://ispeakup.co/portoftownsville
- **QR Code:**

GIFTS, ENTERTAINMENT AND SERVICES

Employees and Board Members must act in the Port's interests, maintain transparency in all dealings, and avoid any actual, potential or perceived conflicts of interest. They must not seek or accept gifts, Benefits, entertainment, goods or services that could result in undue personal gain, influence their duties, or compromise the Port's integrity or reputation of the Port.

Gifts or hospitality may only be accepted where they are:

- non-cash promotional items of nominal value; or
- reasonable, business-related hospitality that serves a legitimate Port purpose.

Where uncertainty exists about accepting a gift, Benefit or hospitality, Employees and Board Members should seek advice from their General Manager, the Legal department or the Chair.

For further information please refer to the Port's Gifts and Benefits Policy (POT 447).

CONFLICT OF INTEREST

Conflicts of interest arise when an Employee, a Board Member or a Contractor's personal interests intersect, or may appear to intersect with their duty to act in the public interest. These may relate to personal relationships, external work, memberships or financial interests. Conflicts are not inherently unethical, but they must be disclosed and appropriately managed.

Because conflicts vary, Employees, Board Members and Contractors should raise any actual, perceived or potential conflict with their General Manager or the Chief Executive Officer in writing. When assessing a conflict, consider whether your interests could influence your decisions, your ability to affect the Port's dealings with third parties, or whether you or someone close to you could receive an improper Benefit.

Employees must disclose any direct or indirect interests on commencement and whenever a new conflict arises by submitting a Declaration of Interests Form to their Manager or General Manager. Board Members may disclose interests at the relevant Board or Committee meeting. Contractors must comply with conflict-of-interest obligations in their contracts and ensure all conflicts are disclosed and managed.

Workers must promptly notify the Port of any changes in their personal circumstances that may affect their interactions with the Port, including their ability to comply with this Code. Disclosures must be accurate, complete and clearly communicated.

Examples of matters that must be reported include:

- **Personal relationships:** You must notify your General Manager or People and Culture if you enter into a personal or intimate relationship with a Worker that may create an actual, perceived or potential conflict of interest for example, where reporting lines or significant differences in seniority exist. The Port will work with you to minimise or manage the conflict.
- **Legal or regulatory matters:** You must notify your Supervisor if you are convicted of an offence relevant to your role (e.g., under the *Customs Act 1901* (Cth)), imprisoned for one year or more, or if your transport security card is refused, suspended or cancelled.

Failure to disclose a conflict may constitute misconduct and lead to disciplinary action. Board Members may face removal, and breaches causing financial loss may result in legal proceedings.

For further information please refer to the Port's Disclosure of Interests Policy (POT1099).

SECURITIES OR INSIDER TRADING

Under the *Corporations Act 2001* (Cth), insider trading is a serious offence and it applies to any Workers of the Port. If a person possesses:

- information that is not generally available to the public; and
- if the information was generally available, a reasonable person would expect that the information would be reasonably likely to affect the price or value of securities of any company (including the Port).

That information is known as **"INSIDE INFORMATION".**

If you gain inside information about the Port and the use it to deal in Securities or gain any other Benefit, before it 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 and may result in disciplinary action including termination of employment, termination of engagement and/or legal action, as applicable. This includes trading through any member of your family or through a trust or company over which you have influence and control.

For further information please refer to the Port's Insider Trading Policy (POT 567).

LOBBYISTS

A lobbyist is an entity, or its employees or contractors, that undertakes lobbying activity for a third-party client. Under the *Integrity Act 2009* (Qld), lobbying activity includes contact with a government representative to influence State or local government decision making. As a Government Owned Corporation, the Port and its Employees and Board Members are considered government representatives.

The Port must ensure all contact with lobbyists is transparent and compliant with the Integrity Act.

Accordingly:

- Employees and Board Members must not give, or agree to give, a lobbyist or related person a success fee.
- Employees and Board Members must not knowingly allow an unregistered lobbyist to undertake lobbying activity with them.
- On commencement, Employees and Board Members must disclose any lobbying work undertaken in the previous two years and complete a Disclosure of Interests Form.
- Former Employees and Board Members are prohibited from lobbying for third parties for two years after leaving the Port, particularly in matters connected to their former duties.
- All contact with lobbyists must comply with the Lobbyists Code of Conduct and be recorded in the Port's Lobbyists Contact Register, maintained by the Company Secretary and Legal Counsel.

For further information please refer to the Port's Accountability Framework (POT 676).

BREACH OF THE CODE

The Code is available to all Workers and Visitors to ensure they understand the standards expected of them and take accountability for their conduct. Failure to meet these standards may result in disciplinary action, including termination of employment, contract cancellation, removal from Port premises and/or legal action.

Workers must ensure that all relevant legislation is observed during their employment or engagement with the Port. The procedure for managing breaches of the Code is outlined in the Discipline Standard (POT-2403).

Concerns about a possible breach of the Code should be raised with a Supervisor or Manager. Workers who do not feel comfortable doing so may contact the Manager People and Culture. Board Members may report concerns directly to the Chair.

NOTIFICATION TO SHAREHOLDING MINISTERS

The Port will notify the shareholding Ministers, in a timely and comprehensive manner, of any potential or actual breaches of this Code involving the Board of Directors, the Chief Executive Officer, senior executives, and, where material, the Port's employees and contractors.

NOTIFICATION TO CRIME AND CORRUPTION COMMISSION (CCC) AND PUBLIC INTEREST DISCLOSURE

The Chief Executive Officer must notify the CCC of any reasonable suspicion of Corrupt Conduct under the *Crime and Corruption Act 2001* (Qld) and will not inform the subject Worker of any referral.

Disclosures that meet the definition of a Public Interest Disclosure (PID) under the *Public Interest Disclosure Act 2010* (Qld) will be managed in accordance with that Act. Workers and Visitors should refer to the Public Interest Disclosure (Whistleblower) Policy (POT 0685) for guidance on reporting suspected Corrupt Conduct and the protections available to disclosers.

Further information on the Chief Executive Officer's CCC reporting obligations is available in the Port's Integrity and Accountability Framework (POT 676).

DEFINITIONS AND ACRONYMS

The below definitions and acronyms are applicable to this document:

TERM	DEFINITION
Benefit	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.
Board Members	Any individuals serving on the board, as a director or otherwise, or otherwise as part of the executive management of the Port.
Confidential Information	Confidential Information includes, but is not limited to, information which is not in the public domain relating to the business, operations, methodology or affairs of the Port or an associated entity, including, without limitation, business plans and forecasts, financial records, reports, accounts, proposals, quotations, tenders, customer lists and supplier lists, whether they are marked as 'confidential', 'restricted', 'security in confidence', or any information which you have been told is confidential or which you might reasonably expect to be confidential.
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 the Port (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.
Contractors	In the context of the Code, a Contractor includes subcontractors, and is any individual or entity providing services to the Port under a contractual services arrangement.
Corrupt Conduct	Corrupt conduct is conduct by person that, regardless of whether the person holds or held an appointment: 1. adversely affects, or could adversely affect, directly or indirectly, the performance of functions or the exercise of powers of: a) the Port; or b) a person holding an appointment (which includes a person that holds any office, place or position in the Port – such as an Employee or Board Member); 2. results, or could result, directly or indirectly, in the performance of functions or the exercise of power mentioned at (a) above, in way that: a) is not honest or is not impartial; or b) involves a breach of the trust placed in a person holding an appointment, either knowingly or recklessly; or

c) 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

3. would if proved, be –
   a) a criminal offence; or
   b) a disciplinary breach providing reasonable grounds for terminating the person's services, if the person is or were the holder of an appointment.

Corrupt conduct also includes conduct by a person that, regardless of whether the person hold or held an appointment:

1. impairs, or could impair public confidence in the Port; and
2. involves, or could involve, any of the following—
   a) collusive tendering;
   b) fraud relating to an application for a licence, permit or other authority under an Act with a purpose or object of any of the following (however described)—
      i. protecting health or safety of persons;
      ii. protecting the environment;
      iii. protecting or managing the use of the State's natural, cultural, mining or energy resources;
   c) dishonestly obtaining, or helping someone to dishonestly obtain, a benefit from the payment or application of public funds or the disposition of State assets;
   d) evading a State tax, levy or duty or otherwise fraudulently causing a loss of State revenue;
   e) fraudulently obtaining or retaining an appointment; and
3. would, if proved, be—
   a) a criminal offence; or
   b) 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;
- an offence relating to an electoral donation;
- bribery, including bribery relating to an election;
- extortion;
- forgery;
- fraud;
- homicide, serious assault or assault occasioning bodily harm or grievous bodily harm;
- illegal drug trafficking;
- illegal gambling;
- loss of revenue of the State;

	• obtaining a financial benefit from procuring prostitution or from unlawful prostitution engaged in by another person; • obtaining or offering a secret commission; • perverting the course of justice; • sedition; and • stealing.
Disciplinary Action	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	Any substance (with the exception of alcohol) that, when consumed or used by any person, adversely affects, or has the potential to impair a Worker or a Visitor and includes: a) prescription drugs and non-prescription drugs; b) illegal drugs; and c) any other mind altering or intoxicating substances (e.g. inhalants).
Employee	In the context of the Code only, Employee means the Chief Executive Officer, Port Officers, managers and Employees of the Port whether full time, part-time, casual or otherwise engaged.
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 the Port's property or time.
Gift	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.
Impairment	An inability to safely undertake tasks at the normal level of concentration and performance. "Impaired" and "Impair" have a corresponding meaning.
Integrity	Acting honestly and to be seen to be acting honestly.
Intellectual Property	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.
Public Interest Disclosure (PID)	An appropriate disclosure of public interest information made by a person or Employee to the Port or other appropriate government entity. In respect to the Port'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	Shares, debentures, units in trusts, and derivatives (such as futures contracts).
Supervisor/ Manager	Direct line management and report.
The Port	Port of Townsville Limited.
Visitors	Any person entering the Port facilities or interacting with the Port's operations, including suppliers, partners, and other stakeholders.
Volunteers	In the context of the Code, Volunteers include any individuals who offer their services to the Port on a voluntary basis.
Workers	In the context of the Code only includes Employees, Contractors, Board Members and Volunteers.

DOCUMENT INFORMATION

DOCUMENT OWNER	Chief Executive Officer
APPROVAL AUTHORITY	Board
APPROVAL DATE	18/05/2026
APPROVAL RESOLUTION NO.	2071678: 7.3
REVIEW SCHEDULE	36 months
NEXT REVIEW DATE	18/05/2029

CODE OF CONDUCT AGREEMENT CLAUSE

I, agree that I have been given a copy of the Port's Code of Conduct (the Code) and that I have had the opportunity to read same.

I acknowledge that the Code is not intended to override or displace any policy of the Port 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.

I agree to abide by the Code and understand that if I breach the Code I will be subject to disciplinary procedures, such as termination of employment or engagement with the Port.

Signed: Date: / /

Employee

Signed: Date: / /

Employer