

Code of Conduct Policy

Scope

This policy and associated standards of behaviour applies to all permanent, fixed-term and casual employees, volunteers and contractors of Investa Office Management Pty Limited and its related bodies corporate (**Investa**), including Non-Executive Directors of all Investa group entities, in relation to their employment or engagement with Investa.

This policy applies during working hours and will apply outside of working hours where an individual's behaviour impacts on their relationship with other employees, Directors, volunteers, contractors or consultants or with Investa as a corporate citizen.

This includes but is not limited to individuals who are on Investa premises, travelling on behalf of Investa, representing Investa at a work function, public meeting or in online forums (including social media), or otherwise representing Investa. The Code of Conduct also governs the way in which employees, Directors, volunteers and contractors relate to other staff, professionals, clients, visitors and stakeholders.

Objective

Our business is based to a large extent upon integrity and mutual trust. We are proud of Investa's long-standing reputation for applying the highest ethical and moral standards in all its dealings.

In order to maintain and safeguard the trust and confidence of investors, regulators, customers, partners, fellow employees and the public, it is essential that Investa and its employees not be involved in any form of illegal or unethical conduct, or any other situation or activity which might be perceived by others to constitute illegal or inappropriate conduct.

The purpose of this policy is to ensure employees, Directors, volunteers and contractors of Investa behave appropriately and practice standards of professional and personal conduct that are consistent with Investa's values and uphold the public reputation of the organisation. This Code of Conduct outlines the standards of acceptable conduct and behaviour we expect at Investa and which all employees, Directors, volunteers and contractors are bound to follow.

The Code of Conduct is not intended to provide a detailed and exhaustive list of what to do in every aspect of work. Instead, it represents a broad framework that will help guide conduct and behaviour in the performance of duties and interactions in the workplace. In addition, Investa has a number of policies that will apply to your employment/engagement with Investa (including but not limited to those outlined in section 7 of this document). These policies are available on the Intranet. You are required to familiarise yourself with and comply with the terms of these policies.

Roles and Responsibilities

Any breach of this policy or failure to act within the spirit of this policy **will** be viewed seriously and may be subject to disciplinary action, up to and including termination of employment or contract with Investa.

Breach of obligations under this policy may also be a breach of the law and may result in civil or criminal penalties for the individual concerned, their manager, directors and/or the company.

The Group Executive People & Culture is responsible for guidance and advice in relation to this policy, as well as establishing a framework to support regular communication and reinforcement of this policy.

Employees, Directors, volunteers and contractors are responsible for:

- Their own behaviour and actions at all times;
- Being aware of and complying with this policy, other Investa policies and legislative requirements that apply to their roles;
- Role modelling the Investa values and required behaviours and standards identified in the Code of Conduct;
- Acting in the best interests of Investa at all times, including avoiding actual and apparent conflicts of interest;
- Treating other employees, contractors and consultants fairly and with respect;
- Taking all reasonable steps to secure Investa premises and property;
- Raising concerns they have regarding improper conduct or any suspected breach of law or this policy with their manager or through other internal issue resolution support channels made available by Investa; and
- Seeking advice from their manager before undertaking an action or activity that may be contrary to Investa policy.

In addition to their responsibilities as employees, Managers are also responsible for:

- Upholding and promoting the Investa values and this policy, including through the day-to-day management of staff;
- Taking reasonable steps to prevent their team, including any volunteers and contractors, from engaging in conduct contrary to this policy, as well as protecting them from such conduct;
- Ensuring that their team are aware of and comply with this policy;
- Ensuring their team are familiar with internal avenues for resolving complaints, including Investa's Grievance Handling Policy;
- Dealing with complaints about unacceptable behaviour and misconduct quickly, effectively and confidentially; and
- Advising the Group Executive People & Culture if there is an emerging concern about compliance with this policy.

If you believe that a breach of this policy has occurred, you are entitled to seek the assistance of your manager to achieve satisfactory resolution of any issue involved. Investa's Grievance Handling Policy is in place to assist in the resolution of such issues.

If you do not feel able to use the existing reporting channels due to the nature and/or seriousness of the improper conduct you may raise the matter directly with the Group Executive People & Culture, in accordance with the Whistleblower Policy.

Key Principles

Respecting the Law and Company Policies

It is essential that employees, Directors, volunteers and contractors comply with the laws and regulations in all countries in which Investa operates and within defined company policies. Violations of laws and regulations can have serious consequences for Investa and the individual concerned (including criminal, civil and administrative sanctions).

You must always avoid circumstances which may render you susceptible to allegations of illegal, unethical or inappropriate conduct. Where the law and an Investa policy are different, you must comply with the higher standard.

Expectations of behaviour in this regard include:

- Complying with all Investa policies, including, without limitation, the Investa Resolution of Conflict of Interest Policy;
- Complying with Investa's internal standards (including policies), which helps Investa meet its ethical, legal and regulatory obligations and minimise risk to both individuals and Investa;
- Respecting the customs and business practices of the countries in which Investa operates, but in so doing, not compromising the principles embodied in this policy;
- Discharging their authority (if any) to sign documents on behalf of Investa responsibly and ensuring that by signing documents, they have received and understood the nature of the document being signed and that it has been properly authorised;
- Not acting outside their authority;
- Not making services or products available if they know that they will be used in relation to illegal activities; and
- Acting responsibly in the event of becoming aware of any unethical behaviour or wrongdoing by any other employee and report such conduct or activities to the appropriate level of management.

Personal and Professional Conduct

Employees, Directors, volunteers and contractors are expected to act with integrity and behave in an honest and transparent manner at all times. This includes not tolerating dishonest behaviour by colleagues or customers, as well as giving honest, accurate and complete information to and (when appropriate) about customers to other parties.

Employees, Directors, volunteers and contractors commit to uphold Investa's commitment to good corporate citizenship while pursuing its business objectives. This includes considering the broader impact of decisions and actions on colleagues, customers, the community and the environment.

Professionalism

In the workplace and when attending business activities or functions, you must always conduct yourself in a manner which does not bring Investa into disrepute. Your conduct must always be consistent with Investa's values and workplace conduct policies, in particular the Equal Employment Opportunity policy, available on the intranet.

Expectations of your behaviour in this regard include:

- Maintaining and striving to improve the skills, knowledge and competencies that are required for positions;
- Limiting any advice to customers to factual explanations which employees are competent to provide, or to such financial or other advisory services that employees are expressly authorised to provide;
- Not using funds, information or property of Investa or its customers for the benefit of individuals, nor assisting others in such behaviour;
- Working together as a team and treating other employees with respect and dignity, ensuring diversity in all its forms is recognised, embraced and respected, striving for a safe, harmonious, efficient and diverse workplace;
- Committing to Investa's Diversity and Inclusion Policy and to equality of access to employment, development and promotion opportunities to ensure fairness and parity across the organisation;
- Not tolerating bullying, discrimination or harassment in all its forms; and
- Maintaining a professional business image internally and externally. Personal dress and presentation should reflect Investa's corporate image at all times.

Drug and alcohol usage

The unauthorised use, sale, possession, consumption or distribution of any type of drug or alcohol on Investa premises, or while attending Investa employee or client functions, is not permitted.

It is unacceptable for any Investa employee or contractor to attend the workplace (or any Investa site) if they are under the influence of any type of drug or alcohol where (in the opinion of the Company):

- Their ability to perform their job in a safe, competent and professional manner is hindered;
- Their job performance is adversely affected;
- The safety and well-being of themselves, or other employees, is adversely affected; or
- Their conduct affects public confidence in the ability of Investa to carry out its' responsibilities and business activities.

All employees are expected to report for work and remain at work in a condition to perform assigned duties free from the effects of alcohol and/or prohibited drugs. Operation under the influence of prohibited drugs or alcohol will not be tolerated.

The use and consumption of alcohol at staff drinks, staff social or business functions is permitted in moderation providing employees conduct themselves professionally and in a safe manner and act in accordance with this policy and Investa's values.

Confidential Information

Employees, Directors, volunteers and contractors commit to treat as confidential Investa's business affairs and those of their customers, colleagues and business associates. You will comply with laws and other contractual arrangements which may bind Investa and which govern the use and disclosure of information.

In ensuring confidentiality is maintained and information is not misused, expected behaviour includes the following:

- When joining Investa, employees, Directors, volunteers and contractors commit to keeping confidential, information which they learn about Investa, customers and business associates during employment. Individuals maintain this confidentiality even after they have ceased working for/with Investa;
- Not encouraging or pressuring others to disclose confidential, sensitive or privileged information, including individual remuneration details;
- Not using confidential information for personal gain, or for the gain of others such as friends, relatives or business associates;
- Not using confidential information to the detriment of Investa, its customers, suppliers or partners;
- Accessing confidential information only for authorised work-related tasks; and
- Complying with any confidentiality protocols which may apply to the Investa business from time to time.

If on termination of employment/engagement an ex-employee, Director, volunteer or contractor breaches their duty in this regard, Investa will consider taking legal action to protect its interests and those of its customers, employees and business associates. This action may include seeking an injunction restraining the individual from committing any further breach, or a claim for damages in respect of the loss suffered by Investa.

Dealing in Securities

Employees, Directors, volunteers and contractors cannot deal in any security, including Investa Securities, if you are in possession of Inside Information relevant to the security. This is not limited to information regarding Investa but may relate to other persons, including investors, suppliers, counterparties, tenants or other persons with whom Investa is in discussions.

You can only Deal once the Information you hold ceases to be Inside Information. This will occur where the Information has become generally available or otherwise ceases to be price sensitive (for example, due to changes in strategy, transactions falling over etc).

If you are unsure whether you hold Inside Information, it is prudent not to Deal in any securities, and you should seek the appropriate legal advice before dealing in any such securities.

Employees, Directors, volunteers and contractors must not, at any time, deal in Investa Securities, without the prior written approval of the CEO.

Indirect trading of Investa Securities by way of a beneficial interest in a superannuation fund or otherwise where the discretion to invest in Investa Securities is made by a third party and not made by the Director, employee, volunteer or contractor is not subject to this prohibition.

Definitions:

Investa Securities means the securities in any 'External Fund', being the funds or mandates managed by Investa on behalf of external investors.

Deal means apply for, acquire, dispose of, or enter into an agreement to acquire or dispose of securities.

Inside Information means:

- information which is not generally available to the market; and
- if it were generally available to the market, a reasonable person would expect it to have a material effect on the price or value of an entity's securities.

Workplace Health and Safety

Investa is committed to the protection of the health and safety of all people involved in its activities.

In meeting this commitment, employees are expected to:

- Take reasonable care for their own health and safety and that of others;
- Follow workplace health and safety policy and practices;
- Ensure contractors working on behalf of the Group are suitably qualified to perform the tasks safely and in compliance with applicable standards;
- Report accidents, injuries and unsafe equipment, practices and conditions; and
- Make suggestions that will improve the safety of the workplace.

You are required to carry out your duties in a safe manner and not to engage in any behaviour that victimises, humiliates, undermines or threatens or risks the health and safety of another person, or would reasonably be expected to do so.

This means ensuring all employees and other personnel in the workplace are not injured in the workplace and the workplace is free from bullying, discrimination and harassment. Employees must also ensure that all reasonable precautions are taken to prevent accidents or unsafe practice from occurring.

Employees, Directors, volunteers and contractors are encouraged to take responsibility for their own health and safety and must promptly report hazardous conditions and/or practices to their manager, or the General Manager Safety & Environment and make suggestions that will improve the safety of the workplace. Investa commits to protecting Employees, Directors, volunteers and contractors from reprisal when reporting safety related issues such as incidents, hazards, risks, opportunities or the like.

No undertaking is so important or urgent that it cannot be done safely.

Conflicts of Interest

A conflict of interest occurs where an employee has a personal or professional interest sufficient to influence, or appear to influence, the objective performance of their duties and responsibilities to Investa.

Employees are not to participate in activities that involve a conflict with their duties and responsibilities to Investa, or which are prejudicial to the business of Investa.

Expectations of behaviour in this regard include:

- Seeking Investa’s consent before accepting a directorship on the board of another (non-Investa) company;
- Seeking Investa’s consent before engaging in outside employment with another (non-Investa) company;
- Disclosing to People & Culture any significant personal relationships they have within the workplace, including family members or partners, to ensure any potential conflicts of interest can be managed proactively in this regard;
- Disclosing any material interests that employees have with customers to their supervisor and refusing to manage customer relationships where there is such an interest; and
- Refraining from participating in business activities outside their employment with Investa (whether as a principal, partner, director, agent, guarantor, investor or employee) that could adversely affect employees’ ability to carry out their duties and responsibilities to Investa.

You are expected to read and familiarise yourself with the Resolution of Conflict of Interest policy (available on the Intranet), which contains more detail about how to manage perceived or actual conflicts of interest and your responsibilities in this regard. If you have any questions or concerns about your responsibilities in this regard, please contact the Company Secretary.

Personal benefits

Investa is committed to the highest level of integrity in all its dealings. Accordingly, employees, Directors, volunteers and contractors must not solicit, accept or offer money, gifts, favours or entertainment which might influence, or might appear to influence, business judgment.

Further information and expectations on appropriate behaviour in relation to gifts and gratuities is outlined in Investa’s Anti-Bribery and Corruption Policy, which should be read in conjunction with this Code of Conduct.

Further Information

Investa’s expectations in relation to standards of conduct and the reporting of improper conduct are outlined as part of the new employee induction program and as part of ongoing training and awareness programs. If you require additional information about this policy and/or you have any questions, issues or concerns, or suggestions for improvement to this policy, please contact the Group Executive People & Culture.

Related Policies, Procedures and Guidelines

- Diversity & Inclusion Policy
- Equal Employment Opportunity Policy
- Grievance Handling Policy
- Resolution of Conflict of Interest Policy
- Anti-Bribery and Corruption Policy
- Whistleblower Policy
- IT Acceptable Use Policy

Policy Information

Responsibility: Group Executive, People & Culture

Date Created: 1 July 2008

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