

1. Introduction

It is a fundamental principle of Easton Investments Limited (the **Company**) that the Company's business affairs shall be conducted legally, ethically and with strict observance of the highest standards of integrity and propriety. This Code of Conduct is based on that principle.

This Code of Conduct applies to everyone within the Company including all directors, officers and employees ("Employees"), from the Chairman to the Managing Director ("MD") to the newest or most junior employee.

This Code of Conduct sets the standards expected of Employees. It provides information to assist in the understanding of the ethical values and standards of behaviour that apply in all of the Company's daily business activities. These are the values and standards on which the Company's reputation is based. Adherence to these values is fundamental to building a partnership of trust between the Company and its stakeholders.

2. Role

As a Company, we will:

- respect every Employee's dignity, rights, freedoms and individual needs;
- provide a working environment that is safe, challenging and rewarding;
- recognise the work of each of our Employees;
- respect all stakeholders' personal and sensitive information;
- reinforce the Company's commitment to the highest standards in business and professional ethics; and
- obey the law.

As Employees, we will:

- treat all stakeholders, the public and fellow Employees with honesty, courtesy and respect;
- respect and safeguard the property of all stakeholders, the Company and fellow workers;
- maintain confidentiality of all stakeholders', Company or other parties' information gained through our work;
- Perform our duties, as best we can, taking into account our skills, experience, qualifications and position;

- Do our jobs in a safe, responsible and effective manner;
- Respect personal and sensitive information in accordance with privacy legislation;
- Ensure our personal business and financial interests do not conflict with our duty to the Company;
- Work within the Company's policies and rules;
- Obey the law.

If we as employees undertake these obligations and responsibilities, our workplace, job satisfaction and performance will benefit and we will better achieve our Company's business goals. See 'Guidelines for Expected Behaviour' that follow.

GUIDELINES FOR EXPECTED BEHAVIOUR

AREA	EXPECTED BEHAVIOUR
BUSINESS RECORDS	Employees must not destroy business documents and records that are required by law to be maintained for a statutory period, nor must any records be falsified or manipulated.
CODE OF CONDUCT	<p>This Code is about a common ethical sense. This Code sets the standard for our behaviour. We are all accountable for putting the spirit and letter of this Code into practice.</p> <p>An essential element in ethical behaviour is a sense of personal responsibility. This Code, like any other, will be successful only if it is understood and followed.</p> <p>In any case, it is important to remember that this is our Company Code and therefore it is owned by each of us. Both individuals and companies are judged as much for their integrity as for their service quality.</p>
CONFLICT OF INTEREST	<p>A conflict of interest exists where loyalties are divided. Employees of the Company have a potential conflict of interest if, in the course of performing their duties, any decision they make provides any improper gain or benefit to themselves or a third party.</p> <p>Any interest which may constitute a conflict of interest must promptly be disclosed to the appropriate senior manager or Chairman (for Directors). Conflict of interest for Directors is specifically addressed in the Board Charter.</p>
COMPANY ASSETS	<p>the Company's assets, including goods, money, intellectual property or the services of other the Company's employees (including contractors), must not be used for personal gain. This includes, but is not limited to:</p> <ul style="list-style-type: none"> • transcription of computer software programs regardless of whether or not the programs are protected by copyright; • falsification or improper use of corporate cards, expense accounts or other similar accounts. <p>The Company's property is not to be removed from the Company's premises without authorisation. If, for business reasons removal is necessary, then appropriate approvals must be obtained. Every employee while in control of any Company assets, particularly cash or other valuables, is personally accountable for them.</p>

AREA	EXPECTED BEHAVIOUR
COMPETITORS AND FAIR COMPETITION	<p>Employees having knowledge of commercially sensitive information and having a significant vested interest in a competitor of the Company must disclose that interest. Where, in the opinion of the employee's immediate supervisor, the interest constitutes a conflict of interest, those employees should divest themselves of that interest.</p> <p>Fair competition means that we will:</p> <ul style="list-style-type: none"> • know about and follow the Company's legal obligations to its competitors; • compete on the basis of customer service rather than by obstructing competitive conduct. <p>As part of our commitment to fair trading, management and staff:</p> <ul style="list-style-type: none"> • • will not refuse to deal with, or discriminate against, a customer for any improper reason; • will not intimidate or threaten another person or organisation. <p>It is not appropriate to make any disparaging or untruthful remarks about any of our competitors, their products or services. We aim to conduct our business efficiently, honestly and fairly, and to compete on the merits of our business model, strategy, products or services.</p> <p>We aim to be an effective competitor and to act according to accepted community and ethical standards.</p> <p>No bribes, payoffs or kickbacks will be paid. In all dealings with others, we will be courteous, well-informed and truthful, and careful not to misrepresent our products or services. .</p> <p>Competitive information will be obtained only by ethical means - covert attempts to gain competitive information are not permitted.</p>
CUSTOMER SERVICE	<p>We must ensure that we deliver exceptional value and service to our stakeholders by conducting ourselves with integrity and in a manner that ensures:</p> <ul style="list-style-type: none"> • our internal and external customers are provided with the products and services at the highest possible standard; • all decisions and actions are evaluated in terms of their impact on customers; • there is a safe and friendly environment at all times for our employees and customers.

AREA	EXPECTED BEHAVIOUR
ELECTRONIC EQUIPMENT (USE OF COMPUTERS)	The use of electronic mail and internet system is for the conduct of Company business. Personal usage must be in accord with the Company practice and policy
ENVIRONMENT	All employees are responsible for maintaining and protecting the environment. Employees should, therefore, always consider the impact of their activities on the environment and the local community, including the way in which waste is disposed, chemicals are used and stored, and natural resources utilised.
GIFTS, LOANS, HOSPITALITY	<p>No-one should ask for or accept any gift, loan, unusual or expensive hospitality or other benefit of significant value in circumstances where it may influence or compromise their judgement. In particular, an employee must not seek or accept a significant gift that could impose pressure on their judgement, or could seem to be a conflict of interest, or could damage relationships with others.</p> <ul style="list-style-type: none"> • Hospitality in the form of entertainment in the interests of normal business practice is normally acceptable. However, it is important not to give any impression that there may be a connection between the hospitality and business opportunities. • If one of us is sent a significant gift, that person should report it to the MD. It will then be determined if it is appropriate to accept the gift or return it with a polite note. If in any doubt about gifts, hospitality or concessions offered, then ask the MD. <p>A gift is defined here as an item or service of <i>significant</i> value (more than \$300). Unsolicited promotional materials of little or nominal value such as pens, pencils, key rings, diaries, etc. are not gifts for the purposes of this definition.</p>
IMPROPER INFLUENCE	No pressure is to be put on any Employee to influence their personal preferences in private or political matters. Further, no approval or disapproval of an employee's private political preferences or activities should be shown by anyone in their Company role.
LAW	<p>The Company is subject to local, State and Commonwealth laws. We have a duty to act within those laws. The law helps to define our roles within the Company.</p> <p>No one can be directed to carry out an illegal act, and no one can justify an illegal act by claiming to be acting under the order of a manager, or to be simply complying with a policy.</p>
LEAVING THE COMPANY	On leaving the Company each Employee must surrender any Company assets and items containing business information. This includes intellectual property that may have been created while working with the Company.

AREA	EXPECTED BEHAVIOUR
NON-DISCRIMINATION	<p>The Company is committed to providing all employees with equal opportunity.</p> <p>Discrimination or harassment based on race, colour, religion, sexual orientation, gender, age, marital status, disability or other factors unrelated to legitimate business interests, will not be tolerated. All Employees are entitled to their personal preferences in private or political matters. No pressure should be placed on anyone to influence those preferences and no approval or disapproval should of anybody's private or political preferences or activities be shown by anyone in their role.</p> <p>Recruitment, promotions and other conditions of employment or career development will be based on individual merit. Unethical means of achieving performance or promotion will not be condoned or rewarded.</p>
OFFICIAL VEHICLES	<p>Anyone using a Company vehicle should ensure that it is not used in a way that will reflect badly on the Company. Vehicles must not be used for unauthorised purposes.</p>
OUTSIDE EMPLOYMENT AND OTHER ACTIVITIES	<p>Full time employees should not accept any other paid employment or business engagement without prior approval from management. -</p> <p>The Company does have a concern with the well-being of communities in which it is located. The quality of one's work with the Company can be increased by the contribution that we might make as an individual. If it is practical, management will endorse and support part-time involvement by its staff in public or community service.</p>
PERSONAL CONDUCT	<p>Employees' personal conduct should be fully consistent with this Code. Employees should deal fairly and honestly with each other, our customers, suppliers and competitors.</p> <p>All customer contacts should be handled professionally and courteously. Employees should report to work as required and when an absence is unavoidable, promptly notify the appropriate person of the reason.</p>
POLITICAL ASSOCIATIONS	<p>The Company must not be used to support a political party, a member of a party, or an independent politician, either in Australia or overseas. When acting on the Company's behalf, no action should be made which might be seen as assisting a political party, politician or political candidate. However, this does not include normal hospitality when conducting business.</p>

AREA	EXPECTED BEHAVIOUR
PROTECTION OF INFORMATION (PRIVACY)	<p>Unauthorised disclosure of Company information, including the misuse of intellectual property belonging to the Company is prohibited. The Company including its employees are subject to the provisions of the Privacy Act. For the company this includes its obligations under the Notifiable Data Breaches Scheme. All employees should be aware of the Company's obligations and the role that they play in complying with Privacy provisions.</p> <p>All information relating to the Company's business obtained by employees in the course of their employment is to be considered confidential unless the Company has officially made the information public.</p>
SUPPLIERS	<p>Each Employee involved in buying goods and services on the Company's behalf must avoid any relationship, financial or otherwise, with suppliers that could be seen as unfairly influencing judgement.</p>
TRADING IN COMPANY SECURITIES	<p>Employees must ensure that all transactions in the Company shares comply with the law (particularly the insider trading provisions).</p> <p>Insider trading is the exploitation for the personal gain of any person of privileged information which, if publicly available, could affect the market price of the Company's shares or the shares of another listed Company.</p> <p>Employees must not buy or sell the Company shares while they possess market-sensitive information.</p> <p>Employees must consult the Company Secretary if unsure of the status of a contemplated sale or purchase.</p> <p>Trading the Company shares by Employees is governed by the Company's Securities Trading Policy. Employees should ensure they are familiar with this policy. Employees are required to provide notification of their intention to trade in the Company's shares and to also promptly advise of any actual trades. No employees or related party contractors may buy shares without adhering to the Company's Share Trading Policy.</p>
WORK ENVIRONMENT	<p>The Company is committed to providing its Employees with a working environment which is healthy, safe and productive. To this end the abuse of prescription drugs or the use or possession of illicit drugs is not acceptable. Neither is the consumption of alcohol, where it affects customer service, other employees, work performance, public relations, safety or where it violates the law.</p> <p>Besides physical factors, our work environment should also be challenging, stimulating and rewarding for us all.</p>

Approved by the Board on **November 2019**

Document Control

Document Control No.	Document Date	Review / Amended	Board Approval Date	Responsible Person
EAS 7. Code of Conduct		Reviewed	June 2012	Geoff Robinson
EAS 7. Code of Conduct_May_2018		Amended	May 2018	Mertons
EAS 7. Code of Conduct_Nov 19		Amended	November 2019	Mertons