



# Employee Code of Conduct

This policy sets out the expected standards of behaviour for officers and employees of the HFA Holdings Group when performing their duties.

# 1 Overview

The Code of Conduct (the “Code”) outlines the expectations for the conduct of officers and employees of HFA Holdings Limited (**HFA**) and its subsidiary companies (collectively ‘**HFA Group**’) in performing their duties.

The HFA Group is committed to ensuring that the highest standards of honesty, integrity, ethics and legality are upheld and enforced. All officers and employees are expected to be honest and ethical in dealing with each other and third parties.

The Code aims to:

- communicate the expected standards of behaviour;
- communicate officers’ and employees’ responsibility to shareholders, fellow employees, the broader community and other relevant stakeholders; and
- protect the interests of shareholders, employees and other relevant stakeholders.

This Code applies to any officer and employee of the HFA Group, and any contractor whose contract with the HFA Group is exclusive or of more than three months in duration.

All officers and employees of HFA must adhere to the following principles, obligations and values at all times:

Comply with the spirit and the principles of this Code as well as the law.		Section
Expected standards of behaviour	▪ act in the best interest of HFA in exercising their powers and discharging their duties	3.1
	▪ perform their duties in a professional manner and act with the utmost integrity and objectivity, and promoting the reputation and interests of the HFA Group	3.2
	▪ must not engage in conduct likely to bring discredit upon the Company	3.2
	▪ be aware of, and comply with, the duties and obligations which apply to them under any relevant laws, legislation or regulations	3.3
	▪ be familiar with and adhere to the requirements of HFA Group policies and procedures	3.4
	▪ not disclose information about the HFA Group which is confidential in nature, or allow it to be disclosed, to any other person without prior authorisation	3.5
	▪ must not take improper advantage of their position	3.6
	▪ must not be involved in any other company or business in any capacity if this could conflict with the interests of the HFA Group	3.7
	▪ must not accept gifts or entertainment if they could create, or appear to create, an obligation, a conflict of interest, an inducement to favour the giver in any way or affect their impartiality, or influence a business decision	3.8
	▪ must abide by complaints handling procedures	3.9

## 2 Overriding obligation

**HFA officers and employees have an obligation, at all times, to comply with the spirit and the principles of this Code as well as the law.**

An officer or employee must carry out their duties in accordance with the law and with HFA's internal policies and procedures.

Officers and employees are required to ensure they are aware of all legal requirements as well as internal policies and procedures which may pertain to their work.

## 3 Conduct

### 3.1 Duties

**Officers and employees must, at all times, act in the best interest of HFA in exercising their powers and discharging their duties.**

In doing so, officers and employees have a duty to:

- act honestly and in good faith;
- use their powers of office for a proper purpose and not for personal advantage or for the benefit of another party; and
- use due care and diligence

### 3.2 Conduct and fair dealing

**Officers and employees are expected to perform their duties in a professional manner and act with the utmost integrity and objectivity, and promoting the reputation and interests of the HFA Group.**

**Officers and employees must not engage in conduct likely to bring discredit upon the Company.**

The HFA Group aims to maintain the highest standard of ethical behaviour in business dealings and when representing the HFA Group.

Each officer and employee must ensure that their actions, and the actions of those who report to them, deal fairly with all external parties, which may include the HFA Group's clients, shareholders, suppliers and the broader community.

Examples of the way the HFA Group fulfils this responsibility include:

- each individual employee must take responsibility and is held accountable for the decisions made in performing their role;
- the HFA Group does not tolerate bullying, harassment or unlawful discrimination; and
- proactively improving the skills, knowledge and competencies of its employees.

Officers and employees should conduct themselves at all times in a sober, polite and professional manner in carrying out their duties at work-related functions, meetings and where otherwise dealing with matters concerning the HFA Group, its employees, management, external parties and the community.

Officers and employees are responsible for the integrity of the information, reports and records under their control and must utilise the utmost care and skill in the preparation of all materials including materials for public communication.

An officer or employee of the HFA Group is responsible for protecting any HFA Group property and assets that are under their control and should safeguard them against theft, loss and unauthorised use.

An officer or employee must not remove HFA Group property, including documentation and electronic files, from corporate premises without a good and proper reason. In the event that permission is granted, that person must ensure that the property is stored in a safe and secure manner.

### 3.3 Compliance with laws and regulations

**Officers and employees must be aware of, and comply with, the duties and obligations which apply to them under any relevant laws, legislation or regulations.**

HFA and its officers and employees are subject to various legal requirements in relation to the conduct of its operations. These might relate to financial, corporate, disclosure, fair trading and other requirements. Each officer and employee must be aware of, and comply with, the duties and obligations which apply to them under any laws, legislation or regulations relevant to their work.

Examples of the way the Company complies with the laws and regulations in all countries we operate include:

- Compliance with HFA's internal policies and procedures which are designed to ensure compliance with meeting ethical, legal and regulatory obligations, thereby minimising risk to individuals, HFA and its various stakeholders;
- Prohibitions on acting without authority or outside of authority limits;
- Prohibitions on trading if an individual has access to price sensitive information not generally available to the public about HFA's securities.

### 3.4 Compliance with HFA Group policies and procedures

**Officers and employees must be familiar with and adhere to the requirements of HFA Group policies and procedures.**

HFA has implemented policies in relation to various matters. Officers and employees are encouraged to be familiar with and adhere to the requirements of the policies and procedures which relate to their duties. Particular policies which require the compliance of all officers and employees regardless of their particular duties include:

- Employment policies; and
- HFA's Trading Policy.

Copies of these policies are distributed in either electronic or hard copy form and are easily accessible to officers and employees.

The Company reviews and updates its policies and procedures on an on-going basis, to ensure compliance with corporate governance requirements. Employees will be notified of any changes to the policies and procedures. All employees should ensure they regularly make themselves aware of the current policies and compliance requirements.

Instances of intentional or reckless non-compliance with policies and procedures are not tolerated. In cases where remedial action such as training and supervision is not appropriate or successful, the Company may consider termination of employment.

### 3.5 Confidentiality

**Officers and employees must not disclose information about the HFA Group which is confidential in nature, or allow it to be disclosed, to any other person without prior authorisation.**

All information received by an officer or employee in the course of fulfilling their duties shall be confidential and shall remain the property of HFA. It is improper for an officer or employee to disclose information, or allow it to be disclosed, to any other person unless that disclosure has been authorised by the Board or the employee's manager or is required to be disclosed by law.

Some examples of how the HFA Group ensures that confidentiality is maintained and not misused include:

- when joining the HFA Group, individual employees commit to keeping confidential information which the employee may learn about the HFA Group, its clients or other stakeholders during the course of employment by way of an employment contract. Further, this confidentiality is required to be maintained after employment has ceased;
- technology platforms are designed to ensure employees can access confidential information only for authorised work-related tasks; and
- A prohibition on the use of confidential information for personal gain or for the gain of others such as friends, relatives or business associates.

### 3.6 Personal interests and conflict

**Officers or employees must not take improper advantage of their position.**

Officers and employees must not allow their personal interest, or the interest of any associated person, to influence or prejudice their conduct or decisions as officers or employees. Officers and employees must avoid situations or transactions in which their personal interest could conflict or might be seen to conflict with the interests of the Company.

Officers and employees are required to disclose any actual or perceived conflicts of interest, whether direct or indirect, to their manager.

### 3.7 Outside interests

**Officers or employees must not be involved in any other company or business in any capacity if this could conflict with the interests of the HFA Group.**

Officers and employees must not be involved in any other company or business in any capacity, e.g. director, partner, employee, consultant, agent etc, whether paid or unpaid, if there is a possibility that their personal interests could conflict with the HFA Group, unless they first obtain permission from the manager of their business unit. Officers and managers are required to obtain the permission from the Chief Executive Officer.

Officers and employees should also avoid having a significant ownership interest in any other enterprise if that interest compromises or appears to compromise their loyalty to the HFA Group. This will not normally apply to interests in listed entities. However, if there are doubts about such an investment, the Company Secretary should be consulted.

### 3.8 Gifts and Entertainment

**Officers and employees should not accept gifts or entertainment if they could create, or appear to create, an obligation, a conflict of interest, an inducement to favour the giver in any way or affect their impartiality, or influence a business decision.**

Officers and employees should not solicit, offer or accept gifts, favours or entertainment if they could create or appear to create an obligation, a conflict of interest, an inducement to favour the giver in any way or affect their impartiality, or influence a business decision.

Officers and employees may accept reasonable offers of entertainment, such as dinner, tickets to the theatre or sporting events. In determining what is “reasonable” the officer and employee must consider not only the value of the gift or entertainment, but the frequency and circumstances in which they are offered. Under no circumstances are officers and employees to offer or accept money or goods.

Officers and employees are required to disclose any gifts or offers of entertainment to their manager prior to accepting the offer or gift.

### 3.9 Complaints

**Officers and employees must abide by complaints handling procedures.**

From time to time, shareholders, employees or other persons who have a complaint about a HFA Group matter may approach an officer or employee. In this situation the officer or employee is obliged to advise their direct manager of the complaint immediately. Complaints of a serious nature which may have an impact on the reputation of the HFA Group should be brought to the attention of the Chief Executive Officer, the Company Secretary or the Lighthouse Chief Compliance Officer.

Officers and employees may have a complaint about another employee. Officers and employees are to advise their manager of the complaint. Officers and employees may also approach the Chief Executive Officer, the Company Secretary or the Lighthouse Chief Compliance Officer to discuss any matter, however, wherever appropriate, should first discuss the matter with the manager of their business unit.

## 4 Contraventions

Any suspected breach of this Code or any of the HFA Group’s policies should be reported to the officer or employee’s manager. Employees may also report breaches anonymously by writing directly to the Chief Executive Officer, the Company Secretary or the Lighthouse Chief Compliance Officer.

When it is considered that a breach of the Code of Conduct has occurred, the handling of the process is to be administered by the Chief Executive Officer, or their delegate, in consultation with the supervisor or manager of the offending person. Where breaches are considered to be of a serious nature, penalties may be imposed ranging from counselling to dismissal (in extreme circumstances). In such instances the HFA Group will act objectively, fairly and equitably and consistent with any applicable provisions or requirements in an employment contract.

The HFA Group reserves the right to inform the appropriate authorities where it is considered that there has been criminal activity or an apparent breach of the law.

The HFA Group is committed to ensuring that officers and employees who report violations of the Company’s policies and procedures are not prejudiced or disadvantaged when acting in good faith. The HFA Group is committed that wherever possible, the privacy of those who report suspected breaches will be protected.