

Supplier Code of Conduct

Purpose

The purpose of this document is to outline the minimum expectations and standards of behaviour that all external entities providing goods and/or services ('Suppliers') must adhere to when conducting business with, for, or on behalf of, Pacific National ('PN').

PN Behavioural Requirements

PN is committed to acting safely and behaving with honesty and integrity in everything we do. As such, PN has developed a set of guidelines, or behavioural requirements, which form the basis for how we do business. These behavioural requirements pertain to PN employees and our Suppliers:

1. Promote a Safe Workplace
2. Diversity and Inclusion
3. Workplace Behaviours
4. Comply with the Law
5. Act Honestly and with Integrity
6. Avoid Real or Potential Conflicts of Interest
7. Avoid Inappropriate Business Dealings
8. Protect Pacific National's Assets
9. Maintain and Protect Private and Confidential Information
10. Respect Financial Market Stakeholders
11. Be Accountable and Comply with PN's Policies and Procedures
12. Disclose any Breaches or Suspected Breaches of the Code of Conduct

PN expects all Suppliers to adopt these requirements when conducting business with, for, or on behalf of, Pacific National. These requirements are fundamental to PN as an organisation and form the foundation for this Supplier Code of Conduct.

Safe Workplace

Safety is at the heart of our values. We hold each other to account to create a safe and sustainable workplace, and we speak up and challenge appropriately to improve safety.

We expect that PN Suppliers will:

- comply with all requirements of relevant legislation, Codes of Practice, Australian Standards, best practice principles and conditions of accreditation;
- comply with the PN Health, Safety and Environment ('HSE') management system ('Safety System');
- comply with all PN site-specific safety requirements;
- prepare HSE documentation including HSE management plans, when required;
- manage HSE risks;

- pre-qualify against PN's safety standards within our Safety System prior to coming onsite; and
- immediately report any safety hazards or unsafe conditions appropriately.

Diversity and Inclusion

PN is committed to diversity and inclusion. Diversity encompasses differences in all forms, both visible and not visible, and includes differences that can relate to gender, age, cultural background, disability, religion and sexual orientation, as well as differences in background and life experience.

We expect that PN Suppliers will:

- demonstrate fairness and respect in all your dealings; and
- actively support and encourage a diverse workforce and inclusive workplace.

Workplace Behaviours

PN is committed to providing a workplace which puts the safety and wellbeing of its people first, and in which any form of bullying, harassment, victimisation or discrimination is unacceptable.

We expect that PN Suppliers will:

- engage in appropriate behaviour toward others and treat people with respect and dignity;
- not engage in any behaviour towards others that constitutes harassment, abuse, discrimination or bullying;
- not use forced or child labour and ensure there is no slavery, servitude or exploitation under any circumstance;
- pay regular wages and any applicable overtime at or above the legal minimum wage and in compliance with any other applicable legal rates of pay;
- ensure working hours and overtime hours comply with the limits set by law including not imposing excessive overtime hours on workers;
- respect and recognise the right of each worker to freedom of association without penalty, harassment, abuse, discrimination or bullying; and
- take positive action to report inappropriate behaviour in the workplace.

Comply with the Law

PN expects its employees to comply with all laws and regulations in all states in which PN operates including but not limited to Work Health and Safety, Workers Compensation, Privacy, Modern Slavery, Competition and Environmental laws.

We expect that PN Suppliers will:

- familiarise themselves with all relevant legislation, regulations, policies and procedures relating to their area of work;
- comply with all relevant laws and regulations, at all times; and
- keep themselves up to date with any changes to relevant legislation, regulations, policies and procedures relating to their area of work.

Honesty and Integrity

Acting with honesty and integrity is critical to PN's success. PN encourages employees to courageously do the right thing with openness and honesty.

We expect that PN Suppliers will:

- conduct themselves with high standards of honesty, integrity and accountability;
- display respectful behaviours toward employees;
- not engage in fraud, bribery or corruption;
- ensure there is no slavery, servitude, forced or compulsory human labour, abuse of power, human trafficking or any other form of exploitation in their business;
- adopt and apply policies and systems to ensure the materials incorporated into their goods comply with laws regarding Modern Slavery; and
- not withhold any information from PN, in relation to works undertaken.

Conflicts of Interests

It is important to PN to maintain its reputation as an honest and fair corporate citizen. PN employees are required to avoid any real, potential or perceived conflicts of interest, and the same is expected of Suppliers.

We expect that PN Suppliers will:

- declare¹ to PN immediately any conflict, whether real, potential or perceived, in connection to its work with PN; and
- avoid any relationship, business, financial or otherwise which may compromise the performance or activities related to works or services provided to PN.

Inappropriate Business dealings

PN is committed to conducting its business with the highest standards. PN employees are expected to conduct all business dealings on behalf of PN in an ethical, fair and professional manner. As such, PN has strict rules around the acceptance and gifting of business-related gifts and does not condone bribery of any type.

We expect that PN Suppliers will:

- act in an ethical, fair and professional manner in all PN business dealings;
- not take any action in order to entice or obtain an unfair or improper advantage; and
- not offer or receive gifts that could, or be perceived to, impact the business or relationship outcome.

Protect our Assets

Our Assets are critical to our business and PN always works to ensure its assets are used responsibly, appropriately and in the best interest of our shareholders. PN assets may include property, time, proprietary information (including our brand), corporate opportunities, funds and equipment.

We expect that PN Suppliers will:

- not use PN assets for personal gains;
- not engage in improper use of any PN asset;
- only use PN assets with PN consent and where there is a requirement based on the work the Supplier is performing for PN;
- establish and maintain quality controls to protect the integrity of the assets; and
- properly secure any used assets.

Confidential Information

Maintaining confidential information protects PN and builds trust. PN protects personal and confidential information and expects its Suppliers to do the same.

We expect that PN Suppliers will:

- properly use all private, confidential or commercially sensitive information it possesses in correlation to its work with PN;
- not disclose or release any of PN's confidential or proprietary information to any third party;
- comply with document retention policies and procedures;
- not use confidential information for personal gain or improper use; and
- comply with all terms of any Non-Disclosure Agreement (NDA) or contract executed between the Supplier and PN in addition to the terms of this Code of Conduct.

Financial Market

Although PN is not listed on the Australian Securities Exchange, it takes its obligations to its financial market stakeholders seriously, and the same is expected of all Suppliers.

We expect that PN Suppliers will:

- not disclose any information about PN;
- not make public statements or announcements about PN, unless they are approved by the PN CEO or Communications manager; and
- not knowingly misrepresent or cause others to misrepresent facts about PN.

Policies and Procedures

PN has developed policies and procedures, outside of this Supplier Code of Conduct to underpin the way Suppliers must conduct any activities for, or on behalf of, PN. It is expected that any relevant policies and procedures will be made available to Suppliers by a PN employee as required.

We expect that PN Suppliers will:

- familiarise themselves with all applicable PN policies and procedures; and
- comply with all applicable PN policies and procedures.

Breaches

Any breaches of this Code of Conduct are taken seriously. PN is committed to ensuring PN staff and Suppliers can raise concerns regarding suspected violations of the Code of Conduct without being subject to victimisation.

We expect that PN Suppliers will:

- immediately report¹ any breaches, of law, Code of Conduct, or otherwise, to PN staff for review and resolution.

All reports made in good faith will be promptly and thoroughly investigated.

If you have a concern about misconduct, or an improper state of affairs, in relation to PN, you can contact STOPline, our external 24/7 service, at pacificnational@stopline.com.au or 1300 304 550.

Ongoing Review

PN is committed to work closely with its Suppliers to ensure they comply with this Supplier Code of Conduct. PN may elect to conduct assessments into its Supplier's practices to ensure ongoing compliance, adherence and understanding. It is PN's goal to work together with its Suppliers to identify improvements opportunities and work in conjunction to ensure the Supplier Code of Conduct is practiced.

¹ To report conflicts of interest or breaches, Suppliers should contact PN at procurement_pn@pacificnational.com.au.