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Effective date            31 May 2021

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Approved by              Board

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# Code of Business Conduct

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1.	<b>Introduction</b>	<b>1</b>
2.	<b>Avoiding Conflicts of Interest</b>	<b>2</b>
3.	<b>Dealing with Government Officials, Government Employees, Group Customers and Suppliers and Political Donations</b>	<b>3</b>
4.	<b>Hiring Government Officials or Government Employees</b>	<b>6</b>
5.	<b>Confidential or Proprietary Information and Intellectual Property</b>	<b>8</b>
6.	<b>Accuracy and Completeness of Records and Reports</b>	<b>9</b>
7.	<b>Monitoring Compliance</b>	<b>11</b>
8.	<b>Insider Trading</b>	<b>12</b>
9.	<b>Privacy and Personal Data Protection</b>	<b>12</b>
10.	<b>Equal Employment Opportunity</b>	<b>13</b>
11.	<b>Sexual Harassment</b>	<b>13</b>
12.	<b>Workplace Health and Safety</b>	<b>15</b>
13.	<b>Upholding Laws Around the World</b>	<b>15</b>
14.	<b>Administration of Code</b>	<b>15</b>

## 1. Introduction

This is the Code of Business Conduct (“Code”) of Frasers Property Australia Pty Limited (“FPA”), Frasers Property Industrial Australia Pty Limited (“FPI”) and their subsidiaries (collectively referred to as “the Group” and where applicable the Group also means any relevant entity of the Group).

The Group’s key objectives are to provide clear guidelines on ethics and relationships and thereby safeguard the reputation and interests of the Group and their stakeholders.

This Code shall govern the conduct of every employee in the Group. Where applicable/appropriate, this Code shall be made available to the Group’s agents, suppliers, contractors, business affiliates, business associates, business alliances and customers.

This Code provides information to help guide employees if they are faced with a compliance concern or ethical dilemma. Should employees have any further questions, they should contact People and Culture.

Frasers Property Limited (“FPL”) is listed on the Singapore Stock Exchange and is the parent of the Group. Therefore the Group is required to comply with the obligations of a subsidiary of a Singapore listed entity.

## **2. Avoiding Conflicts of Interest**

A conflict of interests exists if your personal activities, interests or relationships interfere, or appear to interfere with your commitments to the Group, its customers or stakeholders. Employees are expected to be transparent in their business dealings and avoid situations that may give rise to actual, potential, or perceived conflicts of interest.

### **2.1. POLICY**

1. An employee’s personal activities shall not conflict or appear to conflict with their duties to the Group.
2. Participation in outside businesses and ownership in a customer, supplier or competitor are governed by strict guidelines.
3. Employees are not permitted to use the Group’s resources or information for their personal benefit.

### **2.2. PROCEDURE**

1. The Group recognises that its employees may engage in personal activities as long as those activities are legal and do not impair, interfere or conflict with the conscientious performance of their duties to the Group and do not involve damage to or misuse of the Group’s name, trademarks, products, property, reputation, influence, facilities, relationships, confidential information or other resources.
2. In all business relationships with third parties and in all personal business undertakings, employees are required to:
  - (1) avoid personal transactions, situations or involvement in which their personal interests conflict with or appear to conflict with those of the Group;
  - (2) act in accordance with applicable laws and the Group’s standards and policies, including those contained in this Code; and
  - (3) protect the property, rights, interests, responsibilities, confidential information, and reputation of the Group.
3. While specific provision cannot be made for each situation involving a potential conflict of interest that might confront an employee, the following rules generally govern certain matters of particular concern to the Group. In any situation where a Head of business unit is involved, approval shall be obtained from such person’s immediate superior. In dealing with matters not specifically covered below, the employee should be guided generally by the policies in this Code and by their own conscience and common sense.

### **2.3. TRANSACTIONS**

If an employee has a direct or indirect financial or business interest in any transaction between the Group and any third party, such transaction shall first be approved in writing by the Head of business unit involved in the transaction. The

terms of the transaction should be no less favourable to the Group than are available to or from other customers or suppliers.

#### **2.4. FINANCIAL OR BUSINESS INTERESTS**

No employee shall have a direct or indirect financial or business interest in the business of any supplier, competitor or customer, or shall accept any salary, fee, commission or other form of compensation or thing of value (other than non-lavish gifts of nominal value) from any supplier, competitor or customer of the Group unless the employee receives the prior written approval of the Head of their business unit.

#### **2.5. ASSETS, RESOURCES, INFORMATION**

1. Except as permitted by this Code, no employee shall use any assets or resources of the Group or any confidential or inside information with respect to the Group for the personal or financial gain of the employee or any other person or entity other for the Group.
2. Any employee misuse, unauthorised use or theft of the Group property constitutes a violation of this Code.
3. Nothing in this section is intended to prohibit employees from engaging in charitable or humanitarian activities which are sponsored or approved by the Group.

#### **2.6. POSITIONS OUTSIDE THE GROUP**

1. No employee shall accept a position as an officer or director of or consultant to an outside business concern (except charitable, religious or public service organisations, family businesses or family trusts which have no relationship of any kind with the Group) unless the employee has received prior approval in writing from the Head of their business unit.
2. Once approved, the position shall be reviewed annually by the Head of their business unit to determine if such approval shall remain in effect. The employee shall supply all information requested in order to enable the Head of their business unit to make such determination.
3. If at any time a change occurs which might adversely affect the Group, the employee shall advise the appropriate Head of business unit immediately.
4. Further information on the approval procedure for external appointments can be found in FPL Policy Guidelines for External Appointment to Directorship on Board of Directors/Trustees in place from time to time.

*Please also refer to AFSL Conflicts of Interest Management Policy available on the intranet.*

### **3. Dealing with Government Officials, Government Employees, Group Customers and Suppliers and Political Donations**

#### **3.1. POLICY**

1. Bribery and corruption are never permitted. The Group takes a zero tolerance approach to bribery and corruption.
2. Lavish gifts and entertainment are prohibited.

3. Employees may only accept gifts or forms of entertainment if it is of nominal value, and will not influence or impair their decision-making in the conduct of the Group's business. The acceptance of any offer of corporate hospitality or a gift valued at \$300 or greater must be reported to the Group Secretary who will enter such report into a Gifts Register which will be referred to the Finance Committee at six monthly intervals.
4. Government employees, which include persons who are employed in an official capacity for or on behalf of the executive, legislative or judicial organs of Australia or any foreign state whether federal or unitary, central or local, or any sub-departments or agencies, may be hired only under strict guidelines.
5. The Group does not make donations to any political party, or to any candidate seeking election to any Federal, State or Local Government body. The Group's policy extends to the payment for attending any function where the proceeds of such function benefit any political party or candidate seeking election to any Federal, State or Local Government body.

### **3.2. PROCEDURE**

#### **1. Prohibited Activities**

Except as permitted by this Code, no funds or assets or anything of value of the Group shall be promised, offered, paid, loaned, pledged, offered as security, given or otherwise transferred, directly or indirectly, (for example, through a third party) to any government official or government employee.

##### **(1) Basic Guidelines**

No payment or gift shall be made directly or indirectly to or for the benefit of any government official or government employee or to any organisation in which a government official or government employee is known to have direct or indirect financial or business interest, under any circumstance, if such gift or payment is:

- a. illegal or is to be used for an illegal purpose under the laws of Australia or the laws of any foreign state or political subdivision thereof having jurisdiction over the transaction; or
  - b. for the purpose of influencing any act or decision of such government official or government employee in their official capacity or inducing such person to do or omit to do any act in violation of the lawful duty of such government official or government employee.
- (2) No lavish gifts or entertainment shall be offered or given to or received from any government official, government employee or any officer, director or employee of any actual or prospective Group customer or supplier.
  - (3) Employees involved in any stage of a tendering process must not accept any gifts, favours or any form of hospitality or entertainment from any organisation involved in a bid or tender with the Group. This does not include "working lunches or dinners" provided by advisors/consultants acting for the Group.
  - (4) No cash or non-cash gift, entertainment or donation by the Group of anything of value should be given to or received from any government official, government employee or any officer, director or employee of any actual or prospective Group customer or supplier.

##### **(5) Group Shares or Securities**

Under no circumstances shall shares or securities of the Group or any other

Group be given to any government official, government employee or employee of any actual or prospective Group customer or supplier for any reason, except upon approval by the Board of Directors of FPA or FPI (as relevant).

## **2. Permitted Activities**

### **(1) Gifts and Entertainment**

Employees may only accept gifts or forms of entertainment if it is of nominal value, and will not influence or impair their decision-making in the conduct of The Group's business.

- a. The acceptance of any offer of corporate hospitality or a gift valued at \$300 or greater must be reported to the Group Secretary who will enter such report into a Gifts Register which will be referred to the Finance Committee at six monthly intervals.
- b. Written approval from the Head of the employee's business unit is required prior to acceptance of a gift or any other offer of corporate hospitality valued at greater than \$300.
- c. Written approval from an Executive General Manager ("EGM") or a Chief Financial Officer ("CFO") is required prior to acceptance of a gift or any other offer of corporate hospitality valued at greater than \$1,000.
- d. The cost of interstate travel and accommodation associated with corporate hospitality may be met by the Group, or the employee where deemed appropriate by an EGM or a CFO. If the cost is to be met by the Group this must be approved in advance by a CFO.

Maintaining a close working relationship with external business associates is not regarded as being in contravention of the terms of this policy. However, it is the responsibility of each employee to make an assessment of the appropriateness of accepting a gift or benefit from such parties. If there is any doubt the employee should consult an EGM, a CFO or the Company Secretary.

3. The contents of this Section is supplemented by and is to be read in conjunction with the Group's Anti-Bribery Policy.

### **3.3 RELATED PARTY TRANSACTIONS**

Employees should avoid conducting the Group's business with a relative, or with a business in which a relative is associated in any significant role. Relatives include spouse, siblings, children, parents, grandparents, grandchildren, aunts, uncles, nieces, nephews, cousins, step relationships, and in-laws. Any employee who has personal or financial relationship with any service providers to the Group, such as contractors, suppliers, or consultants, for which you have work-related responsibilities, you must disclose that relationship to People and Culture and recuse yourself from any decision-making regarding that service provider.

As the subsidiary of a listed entity, the Group is subject to certain legal obligations to report material related party transactions to regulators. It is important that all such transactions are fully disclosed, conducted at arm's length and with no preferential treatment.

### **3.4 ENGAGING SUPPLIERS AND MANAGING SUPPLIER RELATIONSHIP**

The Group values its relationships with suppliers and aim to have an effective and streamlined supply process and seeks to work with suppliers who are willing to adhere to

similar values as our own. Suppliers who act illegally can affect our financial performance and profitability, significantly impact our reputation, and potentially expose our Group and employees to criminal or civil penalties. Great care should be taken to use a fair and equitable procurement process. The selection process aims to clearly inform potential suppliers of our expectations and standards and the requirements applicable to them.

Employees must take steps to monitor and assess the supplier's performance. This will require, at a minimum, carefully checking invoices and raising queries with the supplier about any unclear or excessive charges.

*For more information please refer to the following policies on the intranet::*

- *Appointment of Principal Contractors*
- *Contractor Financial Review Policy*
- *Responsible Sourcing Policy*
- *Anti-Bribery Policy*
- *Competition and Consumer Act – Compliance Policy*

### **3.5 ANTI-MONEY LAUNDERING**

Money laundering is the process of hiding the proceeds of crime or making the source appear legitimate. To protect the Group's reputation and to avoid criminal liability, employees must comply with all applicable anti-money laundering, counter-terrorism financing laws and regulations in various jurisdictions.

### **3.6 ANTI-COMPETITIVE CONDUCT**

Anti-competitive conduct is conduct or arrangements made between competitors that restrain trade, and/or abuse market dominance. Anti-competitive conduct includes, but is not limited to, fixing prices, allocating customers, territories or markets or sharing market-sensitive information, such as prices, costs and commercial strategies.

To protect the Group's reputation and to avoid criminal liability, employees must comply with all anti-trust or competition laws in the jurisdictions in which we operate.

For more information, see the Competition and Consumer Act Compliance Policy on the intranet.

## **4. Hiring Government Officials or Government Employees**

### **4.1. POLICY**

#### **1. Prohibited**

Under no circumstances shall a government official or government employee be hired to perform services which conflict with or interfere in any manner of degree with that official's or employee's governmental duties or obligations or the duties or obligations of the government agency by which they are employed.

#### **2. Permitted**

A government official or government employee may be hired by the Group to perform services provided that the services to be performed are for a legitimate business purpose, are lawful in the jurisdiction where they are performed and will not interfere in any manner or degree with the official's or employee's

governmental duties or obligations, and such government official or government employee has obtained written permission of the government to perform services for a Group outside of government.

## **4.2. PROCEDURE**

### **1. Written Agreement**

Prior to the hiring of the government official or government employee, the Group shall enter into a written agreement such that:

- (1) the services to be rendered are clearly specified in the agreement;
- (2) the agreement provides that no payment for services to be rendered shall be made to the government official or government employee except against a statement of account or invoice describing in detail the services rendered and expenses incurred; and
- (3) the written agreement shall be approved by the Head of business unit and executed by both the Head of business unit and the government official or government employee,

PROVIDED ALWAYS that prior to entering into any such agreement, the Head of business unit shall have received appropriate professional advice that the employment of the government official or government employee does not contravene any applicable laws or regulations.

### **2. Annual Written Certification**

If the term of the employment of a government official or government employee is in excess of one year, the Head of business unit shall require the government official or government employee to certify to the Group in writing upon the first anniversary of the agreement and each year thereafter that the government official or government employee has fully complied with all governmental substantive or reporting requirements concerning such agreement and their employment thereunder.

3. The Head of business unit shall retain all such certificates and opinions obtained together with copies of the employment agreements to which they relate for at least five years following termination of the employment agreement.

## **4.3. EXCEPTION**

4. As a procedural exception to the above rules, in those jurisdiction where it is legally permissible, government employees who are not elected or appointed by elected officials may be employed by the Group on a part-time or temporary basis for legitimate business purposes which do not conflict with or interfere in any manner or degree with their official governmental duties or obligations or the duties or obligations of the governmental body by which they are employed, provided that either:
  - (1) such employment receives the prior written approval of the appropriate Head of business unit; or
  - (2) the services to be provided are routinely provided to businesses by similarly situated government employees.

## 5. Confidential or Proprietary Information and Intellectual Property

### 5.1. POLICY

1. No employee shall either during or after employment, without the Group's authorisation disclose any confidential or proprietary information about the Group's and its employees, and its customers and their employees as to:
  - (1) any trade secret, secret or patented processes acquired in connection with or in the course of employment;
  - (2) the operation or other details of any trade secret, secret or patented processes owned by or licensed to the Group's or any of its subsidiaries or associated companies;
  - (3) the affairs, business transactions or properties of the Group, its subsidiaries or associated companies in which the Group or such companies have or had any concern or interest; or
  - (4) the intentions of the Group, its subsidiaries or associated companies with regard to all or any of the foregoing.
2. Such disclosure is harmful to the Group, its subsidiaries or associated companies and their respective customers. No employee shall disclose confidential or proprietary information to any third party without proper authorisation nor to a fellow employee unless such information is on a need-to-know basis.

### 5.2. INTELLECTUAL PROPERTY

1. The Group's intellectual property is an invaluable asset of the Group that must be protected at all times. Intellectual property includes trademarks, brands, packaging designs, logos, copyrights, inventions, patents and trade secrets. It also includes employees' work product(s).
2. **Employees' Work Product**

In accordance with the Group's employment terms, as a Group employee, any work an employee creates, in whole or in part, in connection with their duties, and/or using Group time, resources or information, belong to the Group. For example, inventions, ideas, discoveries, improvements, artwork, processes, designs, software or any other materials which an employee may help to create or author in connection with their work for the Group belongs to the Group. An employee should promptly disclose any invention related to the Group business, so that it may receive the same protection as other intellectual property of the Group.
3. **Registration and use of the Group's brands**

Registration and use of the Group's brands must be strictly in compliance with such guidelines as may be implemented or revised by the Group from time to time.
4. **Use of Trademarks and Other Intellectual Property**

Employees should not allow a third party to use the Group's trademarks or other intellectual property without proper authorisation and a licence agreement in the Group's standard form or which has been approved by the General Counsel. Employees must always use the Group's intellectual property properly and must not use it in a degrading, defamatory or otherwise offensive manner. Employees are to advise their superiors and the General Counsel of instances of others using (without proper authorization or in a degrading, defamatory or other offensive manner) or infringing the Group's intellectual property.

## **5. Intellectual Property of Third Parties**

Likewise, employees are to ensure that intellectual property (such as copyrights, trademarks, patents, designs or know-how) of third parties are used under proper authorization and that rights of third parties are not and will not be infringed by such usage.

*Please refer to the following Group policies on the intranet for further information:*

- *Communications Policy*
- *Digital Communication Platform Policy*
- *IT Password Policy*
- *IT Security Policy*
- *Laptop Usage Policy*
- *Smart Phone Policy*
- *Social Media Policy*
- *Use of Company Property – Including Internet and Email Use Policy*

## **6. Accuracy and Completeness of Records and Reports**

### **6.1. POLICY**

1. All employees involved in financial transactions are responsible for keeping accurate accounting records and reports.
2. Travel expense reports, internal financial reports to management, estimates, accruals and answers to inquiries from Group auditors and lawyers must all be accurate.
3. All transactions must be supported by accurate and proper documentation, recorded in the proper account and in the proper accounting time period.

Please also refer to the 'Document Management and Retention Policy' for further details.

### **6.2. PROCEDURE**

1. The Group's accounting records are relied upon to produce reports to the Group's management, shareholders, creditors, government entities and others.
2. All Group accounting records and reports produced from those records shall be kept and presented in accordance with the laws of each applicable jurisdiction, and must accurately and fairly reflect in reasonable detail the Group assets, liabilities, revenues and expenses.

### **6.3. RESPONSIBILITY**

1. Responsibility for compliance with this section does not rest solely with the Group's accounting employees. All employees involved in approving transactions, supplying supporting documentation for transactions and determining account classification of transactions are responsible for complying with the applicable provisions of this section.
2. No false or intentionally misleading entries shall be made in the Group's accounting records.
3. Intentional misclassification of transactions between accounts, between departments or between accounting periods is a violation of this Code.

4. All transactions shall be supported by accurate documentation in reasonable detail, recorded in the proper account and recorded in the proper accounting time period.
5. Compliance with Australian Accounting Standards – Reduced Disclosure Requirements (AASB – RDRs) (including Australian Interpretations) adopted by the AASB and the Corporations Act 2001 and the Group's systems of internal accounting controls is required at all times.
6. All employees shall adhere to the letter and spirit of the Code and undertake not to do anything to undermine or circumvent the spirit of any internal controls put in place by management.

#### **6.4. REPORTS TO MANAGEMENT**

The same high standards required in the Group's financial reporting to shareholders, creditors, government entities and others outside the Group shall apply to financial reports to management. Intentional misstatement of data provided in such reports is a violation of this Code.

#### **6.5. ESTIMATES**

To the extent estimates are necessary in such financial reports to management (e.g. annual business plans or budgets, rolling estimates, capital expenditure budgets or requests for approval of capital expenditures), such estimates shall be made in good faith and supported by appropriate documentation. Intentional over-estimation or under-estimation in the preparation of financial reports to management is a violation of this Code.

#### **6.6. PAYMENTS**

1. All payments and all other dispositions of assets made by or on behalf of the Group must be described accurately and fairly and in reasonable detail in the Group's accounting records, and must be made only for the purpose described in the documents and records supporting the payment or other asset disposition.
2. No payment or other asset disposition by or on behalf of the Group shall be made without supporting documentation.
3. No undisclosed or unrecorded fund or asset of the Group shall be established or maintained for any purpose.

#### **6.7. INQUIRIES**

Complete and accurate information is to be given in response to inquiries from the Group's internal and external auditors.

#### **6.8. SALES**

1. Sale of goods and/or services by the Group shall be recorded in the proper accounting period and billed to the purchaser by written invoice, setting forth in reasonable detail the goods and services involved and the amounts owed to the Group.
2. No customer shall be billed for any amount in excess of the actual selling price of the goods and/or services, and no part of the purchase price shall be rebated to a customer, their nominee, or a third party except in accordance with approved Group procedures and programmes and applicable laws.

#### **6.9. PURCHASES**

1. All payments by the Group for goods and/or services (including advertising, marketing and promotional participation) shall be supported by contemporaneous documentation reflecting the actual purpose of the payment.

2. All payments of fees and/or commissions to lawyers, consultants, advisors, agents, dealers or representatives shall be made by cheque or draft or telegraphic transfer drawn to the order of the party entitled thereto.
3. No payment shall be made to accounts or designated payees other than in a country in which the payee:
  - (1) resides;
  - (2) maintains a principal place of business;
  - (3) maintains the branch or subsidiary which sold the goods or rendered the services; or
  - (4) sells the goods or renders the services for which payment is due.
4. Exceptions to this rule shall require prior written approval of a Chief Financial Officer of the Group.

#### **6.10. ACCRUALS (INCLUDING PROVISIONS)**

1. Accruals and provisions shown in the Group's accounting records (e.g. allowance for uncollectable receivables and prepaid and accrued expenses, including advertising and marketing) shall be supported by appropriate documentation and based upon good faith estimates as required by the Group's accounting policies and Australian Accounting Standards – Reduced Disclosure Requirements (AASB – RDRs) (including Australian Interpretations) adopted by the AASB and the Corporations Act 2001.
2. Intentional over-estimation or under-estimation of accounting accruals is a violation of this Code.

#### **6.11. CASH DEPOSITS AND ACCOUNTS**

1. All bank accounts and other cash accounts established and maintained by the Group shall be clearly and accurately represented and identified in the Group's accounting records, and shall be in the name of the Group.
2. All cash received by the Group shall be promptly deposited in an account in the Group's name maintained with a bank or other financial institution approved by the directors and recorded in the Group's accounting records.

## **7. Monitoring Compliance**

### **7.1. PROCEDURE**

#### **1. Individual Responsibility**

Each employee shall be on the alert as to any action or omission in connection with their work which might constitute a violation of this Code, shall attempt to prevent Code violations and shall take prompt corrective action necessary to remedy and prevent any recurring violation of this Code.

Where personal corrective action is not possible or practical, the employee should immediately report the matter to the Head of their business unit.

#### **2. Employee Reports**

Any employee having information or knowledge of any actual or contemplated action or omission which appears to violate this Code shall promptly report such information or knowledge to the General Manager – People & Culture or follow the procedure set out in the Group's Whistleblower Policy which is available on the intranet

## 7.2. INTERNAL AUDIT STAFF

FPL's internal audit staff shall continually be on the alert as to the requirements of this Code in the conduct of its auditing activities. The internal audit staff shall also review the Group's policies and procedures pertaining to administration of this Code and shall recommend to the Group's management appropriate improvements.

## 7.3. DISCIPLINARY ACTION

Failure of any employee to comply with this Code may result in disciplinary action which, depending on the circumstances of the matter, could result in summary dismissal. Disciplinary action may also apply to supervisors, Heads of business units and senior executives who, with respect to those employees reporting to them:

- I. know that conduct which is prohibited by this Code is contemplated by such employees and do nothing to prevent it; or
- II. know that conduct which is prohibited by this Code has been engaged in by such employees and fail to take appropriate corrective action.

Violations of this Code are not the only basis for disciplinary action with respect to employees. The Group has additional policies and procedures governing employee conduct. In addition to the Group's disciplinary actions, some Code violations may result in civil or criminal fines and/or imprisonment under applicable laws or regulations.

## 8. Insider Trading

All employees of the Group must observe the prohibition on trading on unpublished material price-sensitive information (or what is commonly referred to as "insider trading").

In particular, employees shall not deal in securities of FPL, its listed subsidiaries, and associated companies and listed entities managed by its subsidiaries (collectively the "Listed Group Entities" and the securities of the Listed Group Entities shall be collectively referred to as the "Group Listed Securities") when they are in possession of unpublished material price-sensitive information.

It is every employee's responsibility to keep non-public information confidential. If employees have important information that has not been disclosed to the public, they are **not** allowed to:

- Buy or sell Group Listed Securities;
- Disclose the non-public information to family, friends or any other person outside the Group;
- Recommend to family, friends or others that they buy or sell Group Listed Securities.

Employees shall also observe any trading blackout periods as prescribed under the applicable securities laws. If you are intending to buy or sell any Group Listed Securities but are uncertain of your responsibilities, please contact Group Legal for clarification.

## 9. Privacy and Personal Data Protection

The Australian Privacy Law determines how personal or sensitive information may be collected, stored, used and disclosed by the Group. For the sake of the Group's reputation and to avoid

civil or criminal liability, all employees must comply with Australian Privacy Law and, where relevant, the personal data protection laws of other jurisdictions.

For further information, see the Privacy Policy on the internet.

## **10. Equal Employment Opportunity**

### **10.1. POLICY**

1. The Group will, in all its operations, comply with applicable laws governing equal employment opportunities to ensure that there is no unlawful discrimination against any applicant or employee.
2. This policy relates to all points of employment, including recruitment, appointment, placement, promotion, transfer, compensation, benefits, training, educational, social and recreational programmes and the use of Group facilities. It covers all other staff actions in all job categories and at all levels, including employment of qualified individuals with disability. It is intended to provide employees with a working environment free of discrimination, harassment, intimidation or coercion relating directly or indirectly to sex, gender identity, marital status, race or ethnic origin, age, sexualorientation, religious and political beliefs, disability, family responsibilities, medical or criminal record, union involvement or activity, pregnancy, physical features and/or personal associations.

### **10.2. PROCEDURE**

1. An employee who believes they have been or are being subjected to discrimination should bring this matter to the attention of their immediate supervisor, the Head of their business unit or the General Manager – People & Culture. An employee who believes discrimination has occurred or is occurring should report such conduct to one of the above persons regardless of the position of the offending person (e.g. manager, supervisor, colleague, and customer). If a complaint of discrimination is received by any manager or supervisor, they shall report the complaint immediately to the General Manager – People & Culture.
2. All complaints of discrimination will be promptly investigated. The privacy of the persons involved will be protected, except to the extent necessary to conduct a proper investigation. If the investigation substantiates the complaint, immediate corrective action to stop discrimination and prevent its recurrence will be taken.
3. An employee who believes they have been or are being subjected to discrimination, or who believes they have observed discrimination, and who reports the matter shall not be subject to any retaliatory action or adversely treated because of the making of the report.

*Please also refer to the following policies on the intranet for further information:*

- *Discrimination, Harassment and Bullying Policy*
- *Diversity Policy*
- *Grievance and Dispute Resolution Policy*

## **11. Sexual Harassment**

### **11.1. POLICY**

1. The Group will, in all its operations, comply with applicable laws governing sexual harassment to ensure that all employees without regard to gender shall be allowed to enjoy a work environment free from sexual harassment.

2. Unsolicited sexual advances, requests for sexual favours and other verbal or physical conduct of a sexual nature constitutes sexual harassment when:
  - (1) submission to such conduct is made either explicitly or implicitly a term or condition of an individual's employment;
  - (2) submission to or rejection of such conduct by an individual is used as a basis for employment or appraisal decisions affecting such individual; or
  - (3) such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile or offensive working environment.

## **11.2. PROCEDURE**

1. Employees may wish to speak to the person harassing them directly. In some situations, this person may not be aware of the consequences of their own behaviour and alerting them to this may resolve the matter quickly and informally.
2. Employees may speak to a manager/supervisor, a senior manager or People and Culture to seek advice and strategies on dealing with this and/or to have them act on their behalf to resolve the situation. Most incidents can be resolved in this way.
3. If an informal approach is unsuccessful, employees may lodge a written formal complaint with People and Culture. All formal complaints will result in a confidential investigation without bias. Employees dissatisfied with this process also have access to the Group Grievance and Dispute Resolution Policy.
4. Any employee who believes that they have been sexually harassed and an informal approach has been unsuccessful, should report the incident to their supervisor, the Head of their business unit or the General Manager- People & Culture. The report should be made regardless of the rank of the offending person.
5. All reports of alleged sexual harassment will be promptly and thoroughly investigated. The privacy of the persons involved will be protected, except to the extent necessary to conduct a proper investigation. If the investigation establishes that the complaint is genuine/valid, immediate corrective action to stop the sexual harassment and prevent its recurrence will be taken.
6. An employee who believes that they have been or is being subjected to sexual harassment, or who believes that they have observed sexual harassment, and who reports the matter shall not be subject to any retaliatory action or adversely treated, with respect to the terms and conditions of employment, because of the making of the report.
7. If an informal approach is unsuccessful, employees may lodge a written formal complaint with People and Culture. All formal complaints will result in a confidential investigation without bias. Employees dissatisfied with this process also have access to the Group Grievance and Dispute Resolution Policy.
8. Victimization is any act of retaliation against a person because they intend to make or have made a complaint of discrimination or harassment. This is unacceptable behaviour and policy breaches will result in disciplinary action up to and including termination of employment.
9. For any further information, please contact People and Culture.

*Please also refer to the following policies on the intranet for further information:*

- *Discrimination, Harassment and Bullying Policy*
- *Diversity Policy*

- *Grievance and Dispute Resolution Policy*

## 12. Workplace Health and Safety

The Group is committed to providing a healthy and safe work environment for employees, customers, business partners and visitors. Every employee has a personal responsibility to support this commitment. Employees must carry out their work in a safe manner, without causing harm to themselves or others, and report any potentially unsafe or unhealthy situations immediately.

Employees must follow all Group policies, regulations and instructions regarding Workplace health and Safety and, where relevant, conduct specific risk assessment prior to carrying out any works.

For more information, see the Health, Safety and Environment Policy and HSE resources on the intranet.

## 13. Upholding Laws Around the World

FPL operates across many geographic locations and takes its responsibilities to comply with laws and regulations seriously. Employees are expected to understand the major laws and regulations that apply to the Group and FPL and comply with applicable legal requirements and prohibitions. Employees may direct any questions about the interpretation or applicability of any law, rule or regulation to Group Legal.

## 14. Administration of Code

### 14.1. POLICY

1. The Group distributes this Code to all employees for their compliance. Where applicable/appropriate, all other people who are retained to perform services for the Group shall also receive copies of the Code.
2. Failure to comply with this Code may result in disciplinary action.
3. Penalties can be severe. They include dismissal by the Group and depending upon applicable local laws and regulations, fines and/or imprisonment.

### 14.2. PROCEDURE

#### 1. Distribution to Employees

The Group has established a system for distribution of this Code to all employees and for their acknowledgement of the receipt thereof. The General Manager – People & Culture shall ensure that every new employee receives a copy of this Code and acknowledges receipt as part of their onboarding.

#### 2. Distribution to Agents, Consultants, Government Officials and Government Employees

Where applicable/appropriate, a copy of this Code shall be furnished to any agent, consultant, government official, government employee (defined in Section 3 above) or any other party who is retained to perform services for the Group or on behalf of the Group.

### 14.3. APPROVALS

1. Each situation which requires approval under this Code shall be reviewed and be

approved in writing by the responsible Heads of business units described herein before any action is taken based upon that approval

2. Oral approvals will be permitted only in extraordinary circumstances where there is insufficient time to obtain prior written approval. In such cases, a written confirmation shall be immediately sent to the Head of business unit having the authority to give such approval.
3. Copies of all approvals given pursuant to this Code shall be retained in the files of each Head of business unit and shall be made available to the Group's internal and external auditors upon request.